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change.

Half Year Report

Appendix 4D & Half Year Report
For the half year ended 31 December 2024

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Change partners with clients to provide simple, flexible, and fast to market payment solutions and services.

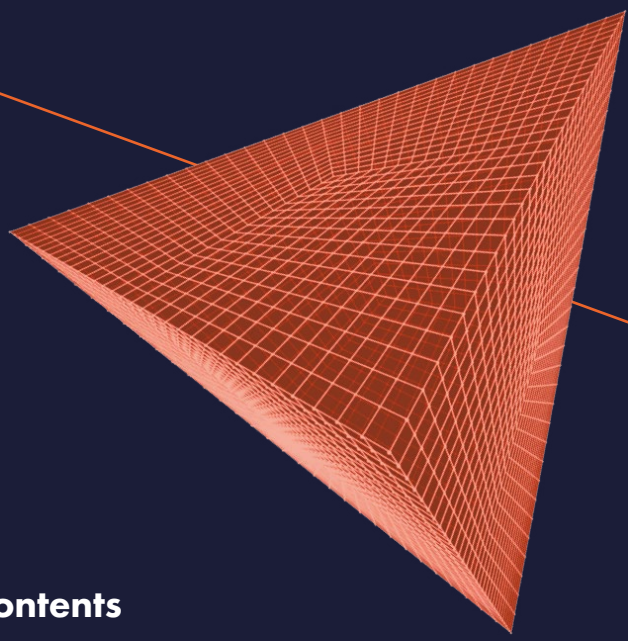


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Results for Announcement to the Market

Results

| Half Year to 31 December | 2024 US\$ | 2023 US\$ | \$ Change | % Change |
|---|--------------|--------------|--------------|---------------|
| Revenue from ordinary activities | 7,193,111 | 4,472,412 | 2,720,699 | increased 61% |
| Loss from ordinary activities | (1,731,201) | (1,533,110) | (198,091) | increased 13% |
| Loss for the period attributable to members | (1,731,201) | (1,533,110) | (198,091) | increased 13% |
| Basic EPS – cents per share (loss) | (0.26) | (0.24) | (0.02) | decreased 8% |
| Diluted EPS – cents per share (loss) | (0.26) | (0.24) | (0.02) | decreased 8% |

Dividends

No dividend is proposed for the half year ended 31 December 2024 (2023: 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 2024 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.

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 2024.

Directors

The following persons were Directors of Change Financial Limited during the whole of the period to 31 December 2024 and up to the date of this report unless otherwise stated:

- Edward Grobler (Chair)
- Thomas Russell
- Ian Leijer
- Geoffrey Sam
- Alastair Wilkie (retired 21 November 2024)

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.

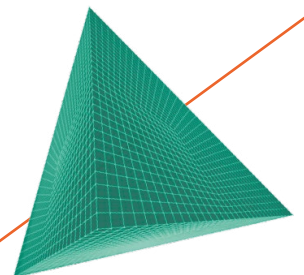
Change's PaaS platform, Vertexon, seamlessly integrates with the core systems of banks and fintechs enabling the delivery of physical, digital and virtual card solutions to their customers. It includes integrated features such as Apple Pay, Google Pay, Samsung Pay and Buy Now Pay Later (BNPL) services.

Change'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 US\$7,193,111 of revenue for the half year ended 31 December 2024, an increase of 61% over the prior corresponding period. The operating (loss) after tax for the half year ended 31 December 2024 was US\$1,731,201, an increase of 13% over the prior corresponding period.

As outlined in the financial year 2024 results presentation, the Company is targeting to deliver profitable revenue growth in financial year 2025 (FY25) with 30%+ revenue growth and a maiden positive EBITDA. The key anticipated drivers of growth in FY25 are:

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



Directors' Report

(Continued)

Matters Subsequent to the end of the Financial Period

During the period Change announced it was exiting the US market. Final transactions were processed in the US in late January 2025. Exiting the US will have an insignificant impact on Group revenue but will result in a significant reduction in operating expenses upon wind down of operations, which is expected to be substantially completed in Q3 financial year 2025.

No other matter or circumstance has arisen since 31 December 2024 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 ended 31 December 2024 (2023: 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 04.

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

Dated 27 February 2025



Edward Grobler
Chair

Auditor's Independence Declaration



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The Directors
Change Financial Limited
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340 Adelaide Street
Brisbane QLD 4000

Auditor's Independence Declaration

In relation to the independent auditor's review for the half-year ended 31 December 2024, 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 year.

Pitcher Partners
PITCHER PARTNERS

JASON EVANS
Partner

Brisbane, Queensland
27 February 2025

Adelaide | Brisbane | Melbourne | Newcastle | Perth | Sydney



| | | | | | | | | |
|-----------------|-----------------|----------------|--------------|----------------|-------------------|---------------|-----------------|---------------|
| Nigel Fischer | Jason Evans | Brett Headrick | Simon Chun | James Field | Felicity Crimston | Murray Graham | Edward Fletcher | Tracey Norris |
| 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 | Ventura Caso | |

Pitcher Partners is an association of independent firms. An Independent Queensland Partnership ABN 84 797 724 539. Liability limited by a scheme approved under Professional Standards Legislation. Pitcher Partners is a member of the global network of Baker Tilly International Limited, the members of which are separate and independent legal entities.

Condensed Consolidated Statement of Profit or Loss

| Half Year to 31 December | Note | 2024 US\$ | 2023 US\$ |
|---|------|--------------------|--------------------|
| Revenue and other income | 2 | 7,193,111 | 4,472,412 |
| Employee benefits expense | | (3,500,246) | (3,174,631) |
| Advertising & marketing expense | | (119,570) | (118,516) |
| Program expenses | | (2,383,410) | (206,894) |
| Professional services & insurance | | (515,052) | (552,016) |
| Consulting fees | | (232,930) | (199,583) |
| Technology & hosting | | (559,073) | (696,402) |
| Depreciation & amortisation expense | | (975,900) | (763,761) |
| Finance expense | | (14,385) | (13,191) |
| Other expenses | | (376,298) | (189,365) |
| Profit (loss) before tax | | (1,483,753) | (1,441,947) |
| Income tax (expense) benefit | 3 | (247,448) | (91,163) |
| Profit (loss) from continuing operations | | (1,731,201) | (1,533,110) |
| Basic loss per share (US cents per share) | | (0.26) | (0.24) |
| Diluted loss per share (US cents per share) | | (0.26) | (0.24) |

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

Condensed Consolidated Statement of Comprehensive Income

| Half Year to 31 December | Note | 2024 US\$ | 2023 US\$ |
|---|------|--------------------|--------------------|
| Loss for the period | | (1,731,201) | (1,533,110) |
| Other comprehensive income (loss) | | | |
| <i>Items that may be reclassified to profit and loss</i> | | | |
| Exchange differences on translation of foreign operations | | (141,491) | 1,617 |
| Total comprehensive loss for the period | | (1,872,692) | (1,531,493) |

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

Condensed Consolidated Statement of Financial Position

| Balance at | Notes | 31 Dec 2024 US\$ | 30 Jun 2024 US\$ |
|--------------------------------------|-------|---------------------|---------------------|
| Current assets | | | |
| Cash and cash equivalents | | 3,486,957 | 2,590,597 |
| Client settlement funds | 4 | 1,699,510 | – |
| Trade and other receivables | 5 | 2,446,670 | 2,056,119 |
| Other current assets | 6 | 322,832 | 749,569 |
| Total current assets | | 7,955,969 | 5,396,285 |
| Non-current assets | | | |
| Property, plant & equipment | | 390,505 | 232,042 |
| Deferred tax asset | | 90,010 | 72,512 |
| Intangible assets | 7 | 6,634,153 | 6,744,612 |
| Other non-current assets | 6 | 892,540 | 498,789 |
| Total non-current assets | | 8,007,208 | 7,547,955 |
| TOTAL ASSETS | | 15,963,177 | 12,944,240 |
| Current liabilities | | | |
| Trade and other payables | 8 | 2,842,929 | 1,904,433 |
| Provisions | | 1,178,562 | 1,108,468 |
| Lease liabilities | | 103,089 | 104,221 |
| Contract liabilities | | 3,301,823 | 2,721,989 |
| Income tax liabilities | | 403,631 | 155,428 |
| Total current liabilities | | 7,830,034 | 5,994,539 |
| Non-current liabilities | | | |
| Provisions | | 33,064 | 29,165 |
| Lease liabilities | | 190,172 | 52,709 |
| Contract liabilities | | 928,870 | 989,679 |
| Total non-current liabilities | | 1,152,106 | 1,071,553 |
| TOTAL LIABILITIES | | 8,982,140 | 7,066,092 |
| NET ASSETS | | 6,981,037 | 5,878,148 |
| Equity | | | |
| Contributed equity | 10 | 53,398,168 | 50,497,323 |
| Reserves | 11 | 4,757,163 | 4,823,918 |
| Accumulated losses | | (51,174,294) | (49,443,093) |
| TOTAL EQUITY | | 6,981,037 | 5,878,148 |

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

Condensed Consolidated Statement of Changes in Equity

| | Contributed Equity US\$ | Reserves US\$ | Accumulated Losses US\$ | Total Equity US\$ |
|---|-------------------------|------------------|-------------------------|--------------------|
| Balance at 1 July 2023 | 50,497,323 | 4,813,736 | (46,873,322) | 8,437,737 |
| Profit (loss) for the period | - | - | (1,533,110) | (1,533,110) |
| Other comprehensive income (loss) | | | | |
| Exchange differences on translation of the foreign operations | - | 1,617 | - | 1,617 |
| Total comprehensive income for the year | - | 1,617 | (1,533,110) | (1,531,493) |
| Transactions with owners in their capacity as owner | | | | |
| Share-based payments expense | - | 2,398 | - | 2,398 |
| Contributions (net of costs) | - | - | - | - |
| Total | - | 2,398 | - | 2,398 |
| Balance at 31 December 2023 | 50,497,323 | 4,817,751 | (48,406,432) | 6,908,642 |
| Balance at 1 July 2024 | 50,497,323 | 4,823,918 | (49,443,093) | 5,878,148 |
| Profit (loss) for the period | - | - | (1,731,201) | (1,731,201) |
| Other comprehensive income (loss) | | | | |
| Exchange differences on translation of the foreign operations | - | (141,491) | - | (141,491) |
| Total comprehensive income for the year | - | (141,491) | (1,731,201) | (1,872,692) |
| Transactions with owners in their capacity as owner | | | | |
| Share-based payments expense | - | 74,736 | - | 74,736 |
| Contributions (net of costs) | 2,900,845 | - | - | 2,900,845 |
| Total | 2,900,845 | 74,736 | - | 2,975,581 |
| Balance at 31 December 2024 | 53,398,168 | 4,757,163 | (51,174,294) | 6,981,037 |

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 | 2024 US\$ | 2023 US\$ |
|---|-------|--------------------|--------------------|
| Cash flow from operating activities | | | |
| Receipts from customers | | 7,132,289 | 4,361,578 |
| Payments to suppliers and employees | | (7,447,991) | (5,421,499) |
| Interest received | | 49,385 | 69,176 |
| Interest paid | | (14,335) | (5,481) |
| Income tax | | (11,755) | (55,937) |
| Net cash used in operating activities | | (292,407) | (1,052,163) |
| Cash flow from investing activities | | | |
| Payment for plant & equipment | | (44,106) | (20,470) |
| Payment for software development | | (769,783) | (993,837) |
| Receipts (payments) for security deposits | | (416,157) | (161,907) |
| Net cash used in investing activities | | (1,230,046) | (1,176,214) |
| Proceeds from financing activities | | | |
| Proceeds from share issue | | 3,076,367 | - |
| Cost of funding | | (174,285) | - |
| Payments of lease liabilities (excluding interest paid) | | (70,515) | (47,503) |
| Net cash (used in)/provided by financing activities | | 2,831,567 | (47,503) |
| Net increase (decrease) in cash held | | 1,309,114 | (2,275,880) |
| Reconciliation of cash | | | |
| Cash at the beginning of the financial period | | 2,590,597 | 5,351,218 |
| Net increase (decrease) in cash held | | 1,309,114 | (2,275,880) |
| Foreign exchange difference on cash holding | | (412,754) | 76,843 |
| Cash and cash equivalents at end of the financial period | | 3,486,957 | 3,152,181 |

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

Notes to the Condensed Consolidated Financial Statements

1. Material Accounting Policy Information

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 financial 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 Group 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) Material Accounting Policy Information

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. The impact of new and revised standards has not been material.

(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 (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.

Notes to the Condensed Consolidated Financial Statements

(Continued)

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 2024.

2. Revenue and Other Income

| Half Year to 31 December | 2024 US\$ | 2023 US\$ |
|--|------------------|------------------|
| Revenue from contracts with customers | | |
| PaaS fees | 2,927,502 | – |
| Maintenance and support | 2,634,781 | 2,457,406 |
| Professional services | 719,593 | 1,289,477 |
| License fees | 811,849 | 437,403 |
| Other sales revenue | 50,000 | 218,949 |
| Subtotal | 7,143,725 | 4,403,235 |
| Other revenue and income | | |
| Other income | 49,386 | 69,177 |
| Total revenue and other income | 7,193,111 | 4,472,412 |
| Revenue from contracts with customers | | |
| Revenue from services – over time | 6,331,876 | 3,965,832 |
| Revenue from sale of licenses – at a point in time | 811,849 | 437,403 |
| Total revenue from contracts with customers | 7,143,725 | 4,403,235 |

Revenue by geographic region is as follows:

| Half Year to 31 December | 2024 US\$ | 2023 US\$ |
|--|------------------|------------------|
| South East Asia | 2,038,867 | 2,080,313 |
| Oceania | 3,749,438 | 1,157,046 |
| Latin America | 1,082,336 | 918,001 |
| United States of America | 152,165 | 140,933 |
| Rest of World | 120,919 | 106,942 |
| Total revenue from contracts with customers | 7,143,725 | 4,403,235 |

Revenue by product is as follows:

| Half Year to 31 December | 2024 US\$ | 2023 US\$ |
|-------------------------------------|------------------|------------------|
| Vertexon | 5,725,641 | 2,949,236 |
| PaySim | 1,418,084 | 1,453,999 |
| Total revenue from contracts | 7,143,725 | 4,403,235 |

Notes to the Condensed Consolidated Financial Statements

(Continued)

3. Income Tax Expense

| Half Year to 31 December | 2024 US\$ | 2023 US\$ |
|---|----------------|---------------|
| Reconciliation of income tax expense and tax at the statutory rate | | |
| Loss before income tax expense | (1,483,753) | (1,441,947) |
| Tax expense (credit) at the Australian tax rate of 25% (2023: 25%) | (370,938) | (360,487) |
| Differences in overseas tax rates | 62,167 | (14,420) |
| Tax effect of amounts which are not deductible/(taxable) in calculating taxable income | | |
| Share-based payments expense | 18,374 | 600 |
| Other | 2,741 | - |
| (Over)/under provision for income tax in prior periods | - | (126,600) |
| Foreign income tax offsets not recognised | - | 216,341 |
| Deferred tax assets not recognised | 535,104 | 375,729 |
| Income tax expense | 247,448 | 91,163 |

4. Client Settlement Funds

| Balance at | Note | 31 Dec 2024 US\$ | 30 Jun 2024 US\$ |
|--|------|---------------------|---------------------|
| Client settlement funds (restricted use) | 9 | 1,699,510 | - |
| Total client settlement funds | | 1,699,510 | - |

5. Trade & Other Receivables

| Balance at | Note | 31 Dec 2024 US\$ | 30 Jun 2024 US\$ |
|--|------|---------------------|---------------------|
| Trade receivables | | 2,171,739 | 1,193,576 |
| Allowance for expected credit loss | | (74,035) | (88,916) |
| Client settlement receivables | 9 | 29,075 | 637,515 |
| Other current receivables | | 319,891 | 313,944 |
| Total trade & other receivables | | 2,446,670 | 2,056,119 |

Notes to the Condensed Consolidated Financial Statements

(Continued)

6. Other Assets

| Balance at | 31 Dec 2024 US\$ | 30 Jun 2024 US\$ |
|---------------------------------------|---------------------|---------------------|
| Current | | |
| Contract assets | 25,264 | 286,261 |
| Prepayments | 194,380 | 387,497 |
| Other current assets | 103,188 | 75,811 |
| Total other current assets | 322,832 | 749,569 |
| Non-current | | |
| Security deposits | 892,540 | 498,789 |
| Total other non-current assets | 892,540 | 498,789 |

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.

7. Intangible Assets

| Half Year to 31 December | Software Acquired US\$ | Customer Contracts US\$ | Software Development US\$ | Total US\$ |
|---------------------------------|------------------------------|-------------------------------|---------------------------------|-------------------|
| Cost | | | | |
| At 30 June 2024 | 5,288,618 | 96,319 | 5,444,179 | 10,829,116 |
| Additions internally generated | – | – | 769,783 | 769,783 |
| Closing Balance | 5,288,618 | 96,319 | 6,213,962 | 11,598,899 |
| Accumulated Amortisation | | | | |
| At 30 June 2024 | 2,479,040 | 51,600 | 1,553,864 | 4,084,504 |
| Amortisation charge | 330,539 | 6,880 | 542,823 | 880,242 |
| Closing Balance | 2,809,579 | 58,480 | 2,096,687 | 4,964,746 |
| Net Book Value | | | | |
| At 30 June 2024 | 2,809,579 | 44,719 | 3,890,314 | 6,744,612 |
| At 31 December 2024 | 2,479,039 | 37,839 | 4,117,275 | 6,634,153 |

Notes to the Condensed Consolidated Financial Statements

(Continued)

8. Trade and Other Payables

| Balance at | Note | 31 Dec 2024 US\$ | 30 Jun 2024 US\$ |
|---|------|---------------------|---------------------|
| Unsecured liabilities | | | |
| Accounts payables | | 522,927 | 581,602 |
| Accrued expenses | | 374,464 | 415,066 |
| Scheme settlement payables | 9 | 1,712,585 | 622,507 |
| Other payables | | 232,953 | 285,258 |
| Total trade & other payables | | 2,842,929 | 1,904,433 |

9. Client and Scheme Settlement

| Balance at | Note | 31 Dec 2024 US\$ | 30 Jun 2024 US\$ |
|-------------------------------|------|---------------------|---------------------|
| Client settlement funds | 4 | 1,699,510 | – |
| Client settlement receivables | 5 | 29,075 | 637,515 |
| Scheme settlement payables | 9 | (1,712,585) | (622,507) |
| Net settlement balance | | 16,000 | 15,008 |

The client settlement funds represent the cash balances that the Group holds temporarily given the timing difference between the creation of settlement obligations and settlement to the schemes. The client settlement receivables are amounts due from clients for transactions processed on behalf of customers. The scheme settlement payables represent amounts that are due to the schemes in respect of transactions that have been processed.

10. Contributed Equity

| Balance at | 31 Dec 2024 US\$ | 30 Jun 2024 US\$ |
|---|---------------------|---------------------|
| 686,853,020 fully paid ordinary shares (30 June 2024: 627,661,385) | 53,398,168 | 50,497,323 |

Details of the movement in share capital in the period ended 31 December 2024 is set out below:

| | Number of Shares | Value US\$ |
|--|---------------------|-------------------|
| Opening balance as at 30 June 2024 | 627,661,385 | 50,497,323 |
| September 2024 – share placement | 46,666,668 | 2,425,407 |
| September 2024 – share purchase plan ('SPP') | 12,524,967 | 650,960 |
| Cost associated with the share placement and SPP | – | (175,522) |
| Balance at 31 December 2024 | 686,853,020 | 53,398,168 |

Costs associated with the share placement and SPP are detailed in Note 12(b).

Notes to the Condensed Consolidated Financial Statements

(Continued)

11. Reserves

| Balance at | 31 Dec 2024 US\$ | 30 Jun 2024 US\$ |
|--------------------------------------|---------------------|---------------------|
| Share-based payment reserve | 4,481,436 | 4,406,700 |
| Foreign currency translation reserve | 275,727 | 417,218 |
| Total reserves | 4,757,163 | 4,823,918 |

12. Share-Based Payments

(a) Employee Performance Rights Plan

During the year ended 30 June 2024, the Company introduced a performance rights plan. Performance rights of the parent were granted to senior executives of the Group as part their remuneration package. The performance rights were granted under their employment contracts with an exercise price of nil upon satisfaction of performance hurdles and service conditions. The performance hurdles relate to the 15-day volume weighted average price of the Company's shares for periods after the release of the Company's annual report.

Set out below are summaries of performance rights granted to staff and executives.

| Grant Date | Expiry Date | Price Hurdle | Balance at 1 July 2024 | Granted During the Period | Forfeited/ Expired During the Period | Vested During the Period | Balance at 31 December 2024 |
|------------|-------------|--------------|------------------------|---------------------------|--------------------------------------|--------------------------|-----------------------------|
| 1/6/2024 | 20/9/2024 | A\$0.08 | 3,050,000 | - | (3,050,000) | - | - |
| 1/6/2024 | 19/9/2025 | A\$0.10 | 3,050,000 | - | - | - | 3,050,000 |
| 1/6/2024 | 18/9/2026 | A\$0.135 | 3,050,000 | - | - | - | 3,050,000 |
| 21/11/2024 | 21/9/2025 | A\$0.08 | - | 1,000,000 | - | - | 1,000,000 |
| 21/11/2024 | 21/9/2026 | A\$0.10 | - | 1,800,000 | - | - | 1,800,000 |
| 21/11/2024 | 21/9/2027 | A\$0.125 | - | 800,000 | - | - | 800,000 |
| 21/11/2024 | 21/9/2027 | A\$0.135 | - | 1,000,000 | - | - | 1,000,000 |
| 21/11/2024 | 21/9/2028 | A\$0.15 | - | 800,000 | - | - | 800,000 |
| 13/12/2024 | 21/9/2025 | A\$0.08 | - | 2,600,000 | - | - | 2,600,000 |
| 13/12/2024 | 21/9/2026 | A\$0.10 | - | 2,660,000 | - | - | 2,660,000 |
| 13/12/2024 | 21/9/2027 | A\$0.125 | - | 2,660,000 | - | - | 2,660,000 |
| 13/12/2024 | 21/9/2028 | A\$0.15 | - | 2,660,000 | - | - | 2,660,000 |
| | | | 9,150,000 | 15,980,000 | (3,050,000) | - | 22,080,000 |

Notes to the Condensed Consolidated Financial Statements

(Continued)

For the performance rights granted during the current financial half, a Monte Carlo simulation methodology was used to determine the fair value at the grant date and are as follows:

| Grant Date | Expected Exercise Date | Share Price at Grant Date | Price Hurdle | Expected Volatility % | Dividend Yield \$ | Risk Free Rate % | Fair Value at Grant Date |
|------------|------------------------|---------------------------|--------------|-----------------------|-------------------|------------------|--------------------------|
| 21/11/2024 | 3/3/2025 | A\$0.063 | A\$0.08 | 80.0% | – | 4.104% | A\$0.0462 |
| 21/11/2024 | 16/11/2025 | A\$0.063 | A\$0.10 | 80.0% | – | 4.104% | A\$0.0458 |
| 21/11/2024 | 8/11/2026 | A\$0.063 | A\$0.125 | 80.0% | – | 4.104% | A\$0.0451 |
| 21/11/2024 | 12/11/2026 | A\$0.063 | A\$0.135 | 80.0% | – | 4.104% | A\$0.0437 |
| 21/11/2024 | 6/11/2027 | A\$0.063 | A\$0.15 | 80.0% | – | 4.104% | A\$0.0461 |
| 13/12/2024 | 1/4/2025 | A\$0.06 | A\$0.08 | 80.0% | – | 3.842% | A\$0.0409 |
| 13/12/2024 | 21/11/2025 | A\$0.06 | A\$0.10 | 80.0% | – | 3.842% | A\$0.0424 |
| 13/12/2024 | 12/11/2026 | A\$0.06 | A\$0.125 | 80.0% | – | 3.842% | A\$0.0417 |
| 13/12/2024 | 7/11/2027 | A\$0.06 | A\$0.15 | 80.0% | – | 3.842% | A\$0.0425 |

Expected volatility was determined by the analysis of share price volatility of Australian listed comparable companies.

Expenses recognised from share-based payment transactions

The expense recognised in relation to the share-based payment transactions was recognised within employee benefit expense within the statement of profit or loss were as follows:

| | 31 Dec 2024 US\$ | 31 Dec 2023 US\$ |
|------------------------------|---------------------|---------------------|
| Share-based payments expense | 73,499 | 2,398 |

(b) Options issued to consultants

500,000 unquoted share options were issued to consultants in lieu of capital raising fees on 9 October 2024 with a strike price of A\$0.15 and an expiry date of 9 October 2025. The options were granted for no consideration.

13. Events Occurring After the Reporting Period

During the period Change announced it was exiting the US market. Final transactions were processed in the US in late January 2025. Exiting the US will have an insignificant impact on Group revenue but will result in a significant reduction in operating expenses upon wind down of operations, which is expected to be substantially completed in Q3 financial year 2025.

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 05 to 16 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 2024 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

27 February 2025

Independent Auditor's Review Report

to the Members of Change Financial Limited



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Brisbane, QLD 4000

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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 consolidated statement of financial position as at 31 December 2024, the consolidated statement of profit or loss, consolidated statement of 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 material accounting policy information 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 2024 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.

Adelaide | Brisbane | Melbourne | Newcastle | Perth | Sydney



Nigel Fischer
Mark Nicholson
Peter Camenzuli

Jason Evans
Kylie Lamprucht
Norman Thurecht

Brett Headrick
Warwick Face
Cole Wilkinson

Simon Chun
Jeremy Jones
Tom Splatt

James Field
Daniel Colwell
Robyn Cooper

Felicity Crimston
Cheryl Mason
Kieran Wallis

Murray Graham
Andrew Robin
Karen Levine

Edward Fletcher
Robert Hughes
Ventura Caso

Tracey Norris

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Independent Auditor's Review Report

(Continued)



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 2024 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

A handwritten signature in black ink, appearing to read "J. Evans".

JASON EVANS
Partner

Brisbane, Queensland
27 February 2025

Corporate Directory

Directors

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

Company Secretary

Adam Gallagher

Registered Office

Change Financial Limited

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340 Adelaide Street
Brisbane QLD 4000
Email: 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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ASX Code

CCA

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