



**CONNECTED IO LIMITED
AND ITS CONTROLLED ENTITIES
ABN 99 009 076 233**

**ANNUAL REPORT
FOR THE YEAR ENDED 30 JUNE 2023**

For personal use only

CONTENTS

Corporate Information	1
Directors' Report.....	2
Auditor's Independence Declaration	10
Consolidated Statement of Profit or Loss and Other Comprehensive Income for the financial year ended 30 June 2023	11
Consolidated Statement of Financial Position as at 30 June 2023	12
Consolidated Statement of Changes in Equity for the financial year ended 30 June 2023	13
Consolidated Statement of Cash Flows for the financial year ended 30 June 2023	14
Notes to Financial Statements	15
Directors' Declaration	43
Independent Auditor's Report.....	44
ASX Additional Information.....	47

CORPORATE INFORMATION

Directors

Mr Adam Sierakowski (*Non-Executive Chairman*)

Mr Dougal Ferguson (*Non-Executive Director*)

Mr Davide Bosio (*Non-Executive Director*)

Company Secretary

Mr Simon Whybrow

Registered and Principal Office

Level 24, 44 St Georges Terrace
PERTH WA 6000

Auditors

HLB Mann Judd (WA Partnership)
Level 4, 130 Stirling Street
PERTH WA 6000

Share Registry & Register

Computershare
Level 11, 172 St Georges Terrace
PERTH WA 6000
Ph: +61 8 9323 2000

Solicitors

Palisade Corporate
Level 24, 44 St Georges Terrace
PERTH WA 6000

Bankers

National Australia Bank
100 St Georges Terrace
PERTH WA 6000

Stock Exchange Listing

Connected IO Limited
is listed on the Australian Securities Exchange.
ASX Code: CIO

Contact Information

Ph: 08 6211 5099
Fax: 08 9218 8875

Web Site

www.connectedio.com.au

DIRECTORS' REPORT

The directors of Connected IO Limited ("the Company" or "CIO") and its controlled entities ("the Group") submit herewith the financial statements of the Group for the financial year ended 30 June 2023.

These financial statements cover the period from 1 July 2022 to 30 June 2023. In order to comply with the provision of the *Corporations Act 2001*, the directors' report is as follows:

Directors

The names and particulars of the directors of the Group during or since the end of the financial year are:

Mr Adam Sierakowski **Non-Executive Chairman (appointed 3 December 2018)**

Adam Sierakowski is a lawyer and founder of the legal firm Palisade Corporate (formerly Price Sierakowski) and is the founder and managing director of corporate advisory firm, Trident Capital. Mr Sierakowski has held numerous board positions with Australian Stock Exchange ("ASX") listed companies for over 25 years including many as chairman.

Adam has over 30 years, experience in legal practice, much of which he spent advising on a range of commercial and corporate transactions to a variety of large private and listed public clients. He has supported and guided many companies undertaking fundraising activities both domestically and internationally with a focus of accomplishing listings on the ASX.

He has expertise in the areas of mergers and acquisitions, reverse takeovers, IPO's, resources, energy, technology, corporate financing, regulator engagement and structuring advice. His board roles as both a non-executive and executive director have included private and not for profit entities, applying particular skills in corporate compliance, governance, ESG and strategic planning.

Interest in Shares 8,158,064

Interest in Options 2,000,000

Directorships held in other listed entities During the past three years Mr Sierakowski has served as a Director of the following other listed companies:

- (a) Kinetiko Energy Limited (8 December 2010 – present);
- (b) Rision Limited (Appointed 8 June 2018 – delisted 20 April 2020);
- (c) Coziron Resources Limited (21 October 2010 – 2 November 2020); and
- (d) Dragontail Systems Limited (14 September 2016 – 15 September 2021).

Mr Dougal Ferguson **Non-Executive Director (effective 1 July 2022) and formerly Chief Executive Officer and Executive Director (1 January 2021 to 30 June 2022)**

Mr Ferguson has a financial, commercial and business development background and has held senior management positions in listed companies with both domestic and international operations. Mr Ferguson currently holds an executive role at TMK Energy Limited and prior to that was Managing Director of XCD Energy Limited before it was acquired by 88 Energy Limited. Mr Ferguson spent seven years in London with Premier Oil plc and Hess Corporation and has gained extensive international experience working in business development and commercial roles in small to medium sized enterprises. He has successfully raised and matched risk capital with value accretive opportunities creating tangible shareholder value in the process for a number of companies over his career and has over 30 years of capital markets, financial and commercial expertise and experience.

Interest in Shares 5,425,000

Interest in Options 5,000,000

DIRECTORS' REPORT

Directorships held in other listed entities

During the past three years Mr Ferguson has served as a Director of the following other listed companies:

- (a) XCD Energy Limited (15 April 2019 – 22 July 2020).

Mr Davide Bosio

Non-Executive Director (appointed 12 March 2019)

Mr Bosio is a Corporate Adviser specialising in offering corporate services and strategic advice to private and public organisations, specifically in relation to capital raisings and M&A advice. He has over 21 years' experience in the finance industry as an Investment Adviser, Responsible Manager, and through various Executive and Non-Executive Director Roles. Mr Bosio is the WA State Manager and Director of Corporate Finance of Shaw and Partners, having previously held the position of Managing Director, Chief Executive Officer and Head of Corporate Finance of DJ Carmichael.

Mr Bosio is a Fellow member of the Financial Services Institute of Australia (Finsia) and a Graduate Member of the Australian Institute of Company Directors (GAICD). Davide holds a Bachelor of Commerce (Marketing) degree and a Graduate Diploma in Applied Finance and Investment.

Interest in Shares

3,876,828

Interest in Options

2,000,000

Directorships held in other listed entities

During the past three years Mr Bosio has served as a Director of the following other listed companies:

- (a) Shree Minerals Limited (4 October 2018 – present);
- (b) Caeneus Minerals Limited (24 May 2021 – present).

Company Secretary

Mr Simon Whybrow

Company Secretary

Mr Simon Whybrow is a Certified Practising Accountant and Chartered Secretary with extensive experience and key strengths in financial administration and control, boardroom practices, corporate and business strategy, process improvement, and general management. He has over 25 years corporate and commercial experience within both ASX-listed and unlisted companies.

DIRECTORS' REPORT

Principal activities

During the year ended 30 June 2023, the Group's principal activity was on growing its Australasian business through leveraging of the Group's intellectual property in Internet of Things (IOT) devices, IO Cloud Management Platform and associated software development services.

The Group has also continued to evaluate potential acquisition opportunities, with several progressing through negotiations to formal due diligence.

Operating and Financial Review

The net loss for the year ended 30 June 2023 was \$455,733 compared with a net loss of \$984,465 for the previous year. The Group had a net surplus of assets as at 30 June 2023 of \$1,585,012 (2022: surplus of \$2,040,745).

Dividends

No amounts have been paid or declared by way of dividend by the Group since the end of the previous financial year and the Directors do not recommend the payment of any dividend.

Review of operations

On 26 July 2022 the Company received notification from the ASX who advised that Connected IO will not be granted a further extension of its suspension deadline, and will be placed into suspension pre-market open on 27 July 2022.

ASX had determined that CIO's operations are not adequate to warrant the continued quotation of its securities and therefore is in breach of Listing Rule 12.1. The suspension will continue until CIO is able to demonstrate compliance with Listing Rule 12.1 of the Listing Rules.

Connected IO has continued to evaluate potential acquisition opportunities, with several progressing through negotiations to formal due diligence.

The Memorandum of Understanding ("MOU") with the client, Yojee Limited ("Yojee") (as announced on 14 April 2022) expired in December 2022.

Following the expiry of the MOU with Yojee Limited, the Group's Internet of Things (IOT) devices, IOT Cloud Management Platform and associated software development services has been classified as discontinued operations for the year ended 30 June 2023.

On 17 February 2023, Connected IO announced that it had received its first royalty payment of \$17,548 from Focus Minerals Ltd (ASX: FML) in respect to a historical royalty granted to the Company in 1995 over a mining tenement near Coolgardie, Western Australia.

While the Company remains focused on actively pursuing acquisition opportunities, it welcomes the opportunity to benefit from future cash royalty payments should further mining activities be conducted on any of the tenements triggering the entitlement or to consider the potential sale of the royalty.

There have been no changes to management or the Board during the year.

Significant changes in the state of affairs

On 27 July 2022 the Company was suspended from quotation on ASX until such time that the Company is able to demonstrate compliance with Listing Rule 12.1.

There have been no other significant changes in the state of affairs of the Group to the date of this report other than as set out in this report.

DIRECTORS' REPORT

Directors' meetings

The following table sets out the number of directors' meetings held during the financial year and the number of meetings attended by each director (while they were a director).

Directors	Board of Directors	
	Eligible to Attend	Attended
Mr Adam Sierakowski	3	3
Mr Dougal Ferguson	3	3
Mr Davide Bosio	3	3

Interests in shares and options of the Group

The following relevant interests in shares and options of the Group were held by the Directors as at the date of this report:

Directors	Fully paid ordinary shares	Unlisted options
	Number	Number
Mr Adam Sierakowski	8,158,064	2,000,000
Mr Dougal Ferguson	5,425,000	5,000,000
Mr Davide Bosio	3,876,828	2,000,000

Share options granted to Directors

During the financial year, no options have been granted to Directors (30 June 2022: Nil).

Unissued shares under option

At the date of this report, the unissued ordinary shares of the Group under option is as follows:

Grant date	Expiry date	Exercise price	Number under option
<i>Other Options</i>			
30 June 2021	1 July 2024	\$0.03	62,000,000
<i>Director Options</i>			
30 June 2021	1 July 2024	\$0.03	9,000,000

Shares issued during or since the end of the year as a result of exercise

As at the date of this report no shares have been issued during or since the end of year as a result of the exercising of options.

Subsequent events

In July 2023, the Group further received approximately \$6,000 from Focus Minerals Ltd (ASX: FML) in respect to a historical royalty granted to the Company in 1995 over a mining tenement near Coolgardie, Western Australia which has been brought to account at 30 June 2023.

No other matters or circumstance has arisen since 30 June 2023 that has affected, or may significantly affect the Group's operations, the result of those operations, or the Group's state of affairs in future financial years.

Future developments

The Group continues to evaluate potential acquisition opportunities as part of its underlying objective to organically grow the business within the Australasian region.

DIRECTORS' REPORT

Environmental issues

The Group's operations are not subject to significant environmental regulations under the law of the Commonwealth or of a State or Territory.

Indemnification of officers and auditors

The Group has not otherwise, during or since the financial year, except to the extent permitted by law, indemnified or agreed to indemnify an officer or auditor of the Group or of any related body corporate against a liability incurred as such an officer or auditor.

Remuneration Report (Audited)

This report outlines the remuneration arrangements in place for the key management personnel of Connected IO Limited (the "Company") for the financial year ended 30 June 2023. The information provided in this remuneration report has been audited as required by Section 308(3C) of the *Corporations Act 2001*.

The remuneration report details the remuneration arrangements for key management personnel ("KMP") who are defined as those persons having authority and responsibility for planning, directing and controlling the major activities of the Group, directly or indirectly, including any director (whether executive or otherwise) of the parent company.

The board policy is to remunerate non-executive directors at a level which provides the Group with the ability to attract and retain directors with the experience and qualification appropriate to the development strategy of the Group. The maximum aggregate amount of fees that can be paid to non-executive directors is subject to approval by shareholders at a General Meeting. The current maximum amount of remuneration that may be paid to all non-executive Directors has been set at \$500,000 per annum at the Group's General Meeting held on 14 March 2014.

Directors' fees are reviewed annually. As announced on 22 August 2018, non-executive director fees were reduced from \$60,000 to \$36,000 per annum. Non-executive director fees are not linked to the performance of the Group. However, to align directors' interests with shareholder interests, the directors are encouraged to hold shares in the Group.

During the financial year, the Group did not employ the use of remuneration consultants.

Key management personnel

The key management personnel of the Group are considered to be the Directors of the Group. There are no other individuals who have the authority and responsibility for planning, directing and controlling the activities of the Group.

The Group has letter agreements in place with all Directors, whereby they are entitled to annual directors fees as follows:

Adam Sierakowski	\$96,000 including statutory superannuation
Dougal Ferguson	\$36,000 including statutory superannuation
Davide Bosio	\$36,000 including statutory superannuation

Relationship between the remuneration policy and group performance

No Director held or holds any contract for performance-based remuneration with the Group.

DIRECTORS' REPORT

Remuneration Report (continued)

Remuneration expense details for the year ended 30 June 2023

The Directors were paid the following amounts as compensation for their services as key management personnel of the Group during the year:

2023	Short-term employee benefits			Post employment benefits	Share-based payment	Total
	Salary & fees	Bonus	Other	Superannuation	Shares & Options	
	\$	\$	\$	\$	\$	\$
Adam Sierakowski ¹	96,000	-	-	-	-	96,000
Dougal Ferguson ²	36,000	-	-	-	-	36,000
Davide Bosio ³	36,000	-	-	-	-	36,000
Total	168,000	-	-	-	-	168,000

¹ Mr Sierakowski's director fees were paid to Trident Capital Pty Ltd, a company of which he is a Director and Shareholder.

² Mr Ferguson's director fees were paid to Shenton James Pty Ltd, a company of which he is a Director and Shareholder.

³ Mr Bosio's director fees were paid to himself and to Pareto Capital Pty Ltd, a company of which he is a Director and Shareholder.

2022	Short-term employee benefits			Post employment benefits	Share-based payment	Total
	Salary & fees	Bonus	Other	Superannuation	Shares & Options ^{5,6}	
	\$	\$	\$	\$	\$	\$
Dougal Ferguson ¹	120,000	-	-	-	267,694	387,694
Adam Sierakowski ²	36,000	-	-	-	256,178	292,178
Davide Bosio ³	36,000	-	-	-	160,178	196,178
Yakov Temov ⁴ (up to 6 Jan 2022)	102,506	-	-	-	-	102,506
Total	294,506	-	-	-	684,050	978,556

¹ Mr Ferguson's director fees were paid to Shenton James Pty Ltd, a company of which he is a Director and Shareholder.

² Mr Sierakowski's director fees were paid to Trident Capital Pty Ltd, a company of which he is a Director and Shareholder.

³ Mr Bosio's director fees were paid to himself and to Pareto Capital Pty Ltd, a company of which he is a Director and Shareholder.

⁴ Mr Temov's executive fees were paid to himself.

⁵ Represents the balance of the total fair value of options granted to Directors on 30 June 2021 of \$356,300. Refer to Note 12(a) for further details.

⁶ Additional amounts expensed as share based payments relating to the issue of shares to Directors and their related parties in satisfaction of outstanding fees owed. Refer to Note 12(b) for further details.

DIRECTORS' REPORT

Remuneration Report (continued)

Key management personnel shareholdings

The number of ordinary shares in Connected IO Limited held by each key management personnel of the Group during the financial year is as follows:

Ordinary Shares 2023	Balance at 1 July 2022	Acquired during the year	Disposed of during the year	Net other changes during the year	Balance at 30 June 2023
Adam Sierakowski	8,158,064	-	-	-	8,158,064
Dougal Ferguson	5,425,000	-	-	-	5,425,000
Davide Bosio	3,876,828	-	-	-	3,876,828
	17,459,892	-	-	-	17,459,892

Options

Unlisted Options 2023	Balance at 1 July 2022 or on date of appointment	Balance at 30 June 2022 or on date of resignation	Balance vested at 30 June 2023	Date of vesting
Adam Sierakowski	2,000,000	2,000,000	2,000,000	30 June 2022
Dougal Ferguson	5,000,000	5,000,000	5,000,000	30 June 2022
Davide Bosio	2,000,000	2,000,000	2,000,000	30 June 2022
	9,000,000	9,000,000	9,000,000	-

Other equity-related key management personnel transactions

There have been no other transactions involving equity instruments apart from those describe in the tables above relating to options, rights and shareholdings.

Other transactions with key management personnel

Transactions with key management personnel related parties are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated.

	2023 \$	2022 \$
(i) Payments to Trident Management Services Pty Ltd, a company of which Adam Sierakowski is a Director and shareholder, for accounting and company secretarial services provided.	48,000	48,000
(ii) Payments to Palisade Corporate Lawyers Pty Ltd (formerly Price Sierakowski Pty Ltd), a company of which Adam Sierakowski is a Director and shareholder, for legal services provided.	33,256	22,362
(iii) Payments to Trident Capital Pty Ltd, a company of which Adam Sierakowski is a Director and Shareholder, for corporate advisory services provided.	12,000	-

Amounts outstanding at reporting date

Aggregates amount payable to key management personnel and their related entities at reporting date.

(i) Director remuneration	-	14,300
(ii) Other transactions	7,450	4,400
	7,450	18,700

DIRECTORS' REPORT

End of Remuneration Report (Audited)

Voting and comments made at the Group's 2022 Annual General Meeting (AGM)

The approval of the remuneration report was passed as indicated in the results of the Annual General Meeting dated 28 November 2022. The Group did not receive specific feedback at the AGM or throughout the year on its remuneration practices.

Proceedings on behalf of the Group

No person has applied for leave of Court to bring proceedings on behalf of the Group or intervene in any proceedings to which the Group is a party for the purpose of taking responsibility on behalf of the Group for all or any part of those proceedings.

The Group was not a party to any such proceedings during the year.

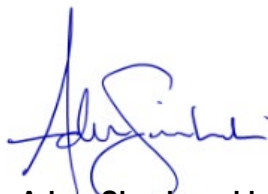
Non-audit services

No non-audit services have been provided by the Group's auditors for the year ended 30 June 2023 (2022: \$Nil). Remuneration paid to the Group's auditors is detailed in Note 16 of this report.

Auditor's independence declaration

The auditor's independence declaration is included on page 10 of the annual report.

Signed in accordance with a resolution of the directors.



Adam Sierakowski
Director

Perth, Western Australia
4 September 2023

AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the audit of the consolidated financial report of Connected IO Limited for the year ended 30 June 2023, I declare that to the best of my knowledge and belief, there have been no contraventions of:

- a) the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
- b) any applicable code of professional conduct in relation to the audit.

Perth, Western Australia
4 September 2023



N G Neill
Partner

hlb.com.au

HLB Mann Judd (WA Partnership) ABN 22 193 232 714

Level 4, 130 Stirling Street, Perth WA 6000 / PO Box 8124 Perth BC WA 6849

T: +61 (0)8 9227 7500 **E:** mailbox@hlbwa.com.au

Liability limited by a scheme approved under Professional Standards Legislation.

HLB Mann Judd (WA Partnership) is a member of HLB International, the global advisory and accounting network.

**CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE
INCOME FOR THE FINANCIAL YEAR ENDED 30 JUNE 2023**

	Note	Consolidated 2023 \$	Consolidated 2022 \$
Interest received		35,522	1,363
Other income		23,548	-
Director fees, salary and wages expense		(168,000)	(180,761)
Professional fees		(266,960)	(197,722)
Administration expense		(69,998)	(55,226)
Interest and facility fee expenses		(11,154)	1,933
Provision for doubtful debts		-	(305,973)
Share based payments	12	-	(845,409)
Loss before tax		(457,042)	(1,581,795)
Income tax expense	4	-	-
Loss for the year from continuing operations		(457,042)	(1,581,795)
Profit after tax from discontinued operations	3	1,309	597,330
Total loss for the year after tax		(455,733)	(984,465)
Other comprehensive income for the year, net of tax		-	-
<i>Items that may be reclassified to profit or loss</i>			
Exchange differences on translation of foreign balances		-	(23,027)
Total comprehensive loss for the year		(455,733)	(1,007,492)
Earnings per share for loss attributable to the ordinary equity holders of the group		Cents	Cents
Basic and diluted loss per share from continuing operations	13	(0.14)	(0.52)
Basic and diluted profit per share from discontinued operations	13	0.00	0.20

The accompanying notes form an integral part of this consolidated statement of profit or loss and other comprehensive income.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 30 JUNE 2023

	Note	Consolidated 2023 \$	Consolidated 2022 \$
Current Assets			
Cash and cash equivalents	5	1,706,273	2,301,931
Trade and other receivables	6	14,773	77,035
Total current assets		<u>1,721,046</u>	<u>2,378,966</u>
Non-current Assets			
Total non-current assets		<u>-</u>	<u>-</u>
Total Assets		<u>1,721,046</u>	<u>2,378,966</u>
Current Liabilities			
Trade and other payables	7	136,034	115,581
Borrowings	8	-	222,640
Total current liabilities		<u>136,034</u>	<u>338,221</u>
Non-current Liabilities			
Total non-current liabilities		<u>-</u>	<u>-</u>
Total Liabilities		<u>136,034</u>	<u>338,221</u>
Net Assets		<u>1,585,012</u>	<u>2,040,745</u>
Equity			
Issued capital	10	76,204,004	76,204,004
Reserves	11	3,697,091	3,697,091
Accumulated losses		(78,316,083)	(77,860,350)
Total Equity		<u>1,585,012</u>	<u>2,040,745</u>

The accompanying notes form an integral part of this consolidated statement of financial position.

**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE FINANCIAL YEAR ENDED 30 JUNE 2023**

Consolidated	Note	Issued Capital \$	Convertible Notes \$	Share-Based Payments Reserve \$	Foreign Currency Translation Reserve \$	Accumulated Losses \$	Total \$
Balance at 1 July 2021		73,530,158	96,456	1,876,349	23,027	(76,875,885)	(1,349,895)
Net loss for the year		-	-	-	-	(984,465)	(984,465)
Other comprehensive income for the year		-	-	-	(23,027)	-	(23,027)
Total comprehensive loss		-	-	-	(23,027)	(984,465)	(1,007,492)
Shares issued	10(a)	4,315,182	-	-	-	-	4,315,182
Share issue costs	10(a)	(1,641,336)	-	-	-	-	(1,641,336)
Share-based payments	11	-	-	1,724,286	-	-	1,724,286
Balance at 30 June 2022		76,204,004	96,456	3,600,635	-	(77,860,350)	2,040,745
Balance at 1 July 2022		76,204,004	96,456	3,600,635	-	(77,860,350)	2,040,745
Net loss for the year		-	-	-	-	(455,733)	(455,733)
Other comprehensive income for the year		-	-	-	-	-	-
Total comprehensive loss		-	-	-	-	(455,733)	(455,733)
Balance at 30 June 2023		76,204,004	96,456	3,600,635	-	(78,316,083)	1,585,012

The accompanying notes form an integral part of this consolidated statement of changes in equity.

**CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE FINANCIAL YEAR ENDED 30 JUNE 2023**

	Note	Consolidated 2023 \$	Consolidated 2022 \$
Cash flows from operating activities			
Receipts from customers		186,326	665,119
Payments to suppliers and employees		(592,860)	(1,842,687)
Royalties received		17,548	-
Interest received		35,522	1,426
Finance costs		(19,554)	(122,619)
Net cash used in operating activities	14(b)	(373,018)	(1,298,761)
Cash flows from investing activities			
Payments for plant and equipment		-	(3,343)
Net cash used in investing activities		-	(3,343)
Cash flows from financing activities			
Proceeds from issue of shares		-	3,500,621
Payments for share issue costs		-	(273,970)
Proceeds from borrowings		-	1,667
Repayment of borrowings	8	(222,640)	(178,097)
Proceeds from US Federal funding assistance		-	696,670
Repayment of US Federal funding assistance		-	(4,622)
Payments of lease liabilities		-	(14,236)
Repayment of convertible notes		-	(1,321,000)
Net cash (used in) / provided by financing activities		(222,640)	2,407,033
Net change in cash and cash equivalents held		(595,658)	1,104,929
Cash and cash equivalents at beginning of the financial year		2,301,931	1,550,376
Cash and cash equivalents disposed of on sale of subsidiary		-	(353,374)
Cash and cash equivalents at end of financial year	14(a)	1,706,273	2,301,931

The accompanying notes form an integral part of this consolidated statement of cash flows.

NOTES TO THE FINANCIAL STATEMENTS

1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of preparation

The financial report is a general purpose financial report, which has been prepared in accordance with the requirements of the *Corporations Act 2001*, Australian Accounting Standards and Interpretations and complies with other requirements of the law.

The accounting policies detailed below have been consistently applied to all of the years presented unless otherwise stated. The financial statements are for the Group consisting of Connected IO Limited and its controlled entities. For the purpose of preparing the consolidated financial statements, the Group is a for-profit entity.

The financial report has been prepared on an accruals basis and is based on historical costs, modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities.

The financial report is presented in Australian dollars.

Connected IO Limited is incorporated in Australia and its shares are currently suspended from quotation on ASX until such time that the Company is able to demonstrate compliance with Listing Rule 12.1.

The Group's principal activity for the year is to continue its supply of Internet of Things (IOT) services through the leveraging of its existing intellectual property.

(b) Adoption of new and revised standards

Standards and Interpretations applicable to 30 June 2023

For the year ended 30 June 2023, the Directors have reviewed all of the new and revised Standards and Interpretations issued by the AASB that are relevant to the Group and effective for the current reporting periods beginning on or after 1 July 2022.

As a result of this review, the Directors have determined that there is no material impact of the new and revised Standards and Interpretations on the Group and therefore no material change is necessary to the Group's accounting policies.

Standards and Interpretations in issue not yet effective

The Directors have also reviewed all of the new and revised Standards and Interpretations in issue not yet effective for the year ended 30 June 2023.

As a result of this review the Directors have determined that there are no new and revised Standards and Interpretations that may have a material effect on the application in future periods and therefore, no material change is necessary to the Group's accounting policies.

(c) Statement of compliance

The financial report was authorised for issue on 4 September 2023.

The financial report complies with Australian Accounting Standards, which include Australian equivalents to International Financial Reporting Standards (AIFRS). Compliance with AIFRS ensures that the financial report comprising the financial statements and notes thereto, complies with International Financial Reporting Standards (IFRS).

(d) Going concern

This report has been prepared on the going concern basis, which contemplates the continuity of normal business activity and the realisation of assets and settlement of liabilities in the normal course of business.

NOTES TO THE FINANCIAL STATEMENTS

1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(e) Basis of consolidation

The consolidated financial statements comprise of the financial statements of Connected IO Limited ("the Company") and its controlled entities ("the Group") as at 30 June 2023.

The financial statements of the subsidiaries are prepared for the same reporting period as the parent company, using consistent accounting policies.

In preparing the consolidated financial statements, all intercompany balances and transactions, income and expenses and profit and losses resulting from intra-Group transactions have been eliminated in full.

Subsidiaries are fully consolidated from the date on which control is transferred to the Group and cease to be consolidated from the date on which control is transferred out of the Group. Control exists where the Group has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing when the Group controls another entity.

Unrealised gains or transactions between the Group and its associates are eliminated to the extent of the Group's interests in the associates. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of associates have been changed where necessary to ensure consistency with the policies adopted by the Group.

When the Group loses control of a subsidiary, a gain or loss is recognised in profit or loss and is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill) and liabilities of the subsidiary and any non-controlling interests. When assets of the subsidiary are carried at revalued amounts or fair values and the related cumulative gain or loss has been recognised in other comprehensive income and accumulated in equity, the amounts previously recognised in other comprehensive income and accumulated in equity are accounted for as if the Group has directly disposed of the relevant assets (i.e. reclassified to profit or loss or transferred directly to retained earnings as specified by applicable Standards). The fair value of any investment retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under AASB 139 *Financial Instruments: Recognition and Measurement* or, when applicable, the cost on initial recognition of an investment in an associate or jointly controlled entity.

(f) Revenue recognition

The Group is in the business of providing Internet of Things (IOT) services and products in the Australasia region via the supply of consultancy services and related hardware products.

The revenue and profits recognised in any period are based on the delivery of performance obligations and an assessment of when control is transferred to the customer.

In determining the amount of revenue and profits to record, and related statement of financial position items (such as contract fulfilment assets, capitalisation of costs to obtain a contract, trade receivables, accrued income and deferred income) to recognise in the period, management is required to form a number of key judgements and assumptions. This includes an assessment of the costs the Group incurs to deliver the contractual commitments and whether such costs should be expensed as incurred or capitalised.

Revenue is recognised either when the performance obligation in the contract has been performed ('point in time' recognition) or 'over time' as control of the performance obligation is transferred to the customer.

NOTES TO THE FINANCIAL STATEMENTS

1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(f) Revenue recognition (continued)

At contract inception the total transaction price is estimated, being the amount to which the Group expects to be entitled and has rights to under the present contract.

The transaction price does not include estimates of consideration resulting from change orders for additional goods and services unless these are agreed.

Once the total transaction price is determined, the Group allocates this to the identified performance obligations in proportion to their relative stand-alone selling prices and recognises revenue when (or as) those performance obligations are satisfied.

For each performance obligation, the Group determines if revenue will be recognised over time or at a point in time. Where the Group recognises revenue over time for long term contracts, this is in general due to the Group performing and the customer simultaneously receiving and consuming the benefits provided over the life of the contract.

For each performance obligation to be recognised over time, the Group applies a revenue recognition method that faithfully depicts the Group's performance in transferring control of the goods or services to the customer. This decision requires assessment of the real nature of the goods or services that the Group has promised to transfer to the customer. The Group applies the relevant output or input method consistently to similar performance obligations in other contracts.

When using the output method the Group recognises revenue on the basis of direct measurements of the value to the customer of the goods and services transferred to date relative to the remaining goods and services under the contract. Where the output method is used, in particular for long term service contracts where the series guidance is applied, the Group often uses a method of time elapsed which requires minimal estimation. Certain long term contracts use output methods based upon estimation of number of users, level of service activity or fees collected.

If performance obligations in a contract do not meet the over time criteria, the Group recognises revenue at a point in time. This may be at the point of physical delivery of goods and acceptance by a customer or when the customer obtains control of an asset or service in a contract with customer-specified acceptance criteria.

The Group disaggregates revenue from contracts with customers by type of good or service as management believe this best depicts how the nature, amount, timing and uncertainty of the Group's revenue and cash flows.

The nature of contracts or performance obligations categorised within this revenue type includes sales of hardware. The service contracts in this category include contracts with either a single or multiple performance obligations.

The Group considers that the services provided meet the definition of a series of distinct goods and services as they are (i) substantially the same and (ii) have the same pattern of transfer as the series constitutes services provided in distinct time increments and therefore treats the series as one performance obligation.

Sale of goods

The Group's contracts with customers for the sale of hardware generally include one performance obligation. The Group has concluded that revenue from sale of equipment should be recognised at the point in time when control of the asset is transferred to the customer, generally on delivery of the equipment. Therefore, the adoption of AASB 15 did not have an impact on the timing of revenue recognition.

NOTES TO THE FINANCIAL STATEMENTS

1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(f) Revenue recognition (continued)

Interest income

Interest revenue is recognised as it accrues, taking into account the effective yield on the financial asset.

(g) Cash and cash equivalents

Cash comprises cash at bank and in hand. Cash equivalents are short term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

For the purposes of the Statement of Cash Flows, cash and cash equivalents consist of cash and cash equivalents as described above, net of outstanding bank overdrafts.

(h) Trade and other receivables

Trade receivables are measured on initial recognition at fair value and are subsequently measured at amortised cost using the effective interest rate method, less any allowance for expected credit loss. Trade receivables are generally due for settlement within 30 days.

The Group has applied the simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance. To measure the expected credit loss, trade receivables have been grouped based on days overdue.

Other receivables are recognised at amortised cost less any allowance for expected credit losses.

(i) Foreign currency translation

The presentation currency of the Group and its controlled entities in these financial statements is Australian dollars. Each entity in the Group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency.

Transactions in foreign currencies are initially recorded in the functional currency by applying the exchange rates ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the balance date.

All exchange differences in the consolidated financial report are taken to profit or loss with the exception of differences on foreign currency borrowings that provide a hedge against a net investment in a foreign entity. These are taken directly to equity until the disposal of the net investment, at which time they are recognised in profit or loss.

Tax charges and credits attributable to exchange differences on those borrowings are also recognised in equity.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate as at the date of the initial transaction.

Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

As at the reporting date the assets and liabilities of these subsidiaries are translated into the presentation currency of the Group at the rate of exchange ruling at the balance date and their statements of comprehensive income are translated at the weighted average exchange rate for the year.

NOTES TO THE FINANCIAL STATEMENTS

1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(i) Foreign currency translation (continued)

The exchange differences arising on the translation are taken directly to a separate component of equity.

On disposal of a foreign entity, the deferred cumulative amount recognised in equity relating to that particular foreign operation is recognised in profit or loss.

(j) Income tax

The income tax expense or benefit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

Current tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the balance date.

Deferred income tax is provided on all temporary differences at the balance date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred income tax liabilities are recognised for all taxable temporary differences except:

- when the deferred income tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and that, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; or
- when the taxable temporary difference is associated with investments in subsidiaries, associates or interests in joint ventures, and the timing of the reversal of the temporary difference can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income tax assets are recognised for all deductible temporary differences, carry-forward of unused tax assets and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry-forward of unused tax credits and unused tax losses can be utilised, except:

- when the deferred income tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; or
- when the deductible temporary difference is associated with investments in subsidiaries, associates or interests in joint ventures, in which case a deferred tax asset is only recognised to the extent that it is probable that the temporary difference will reverse in the foreseeable future and taxable profit will be available against which the temporary difference can be utilised.

The carrying amount of deferred income tax assets is reviewed at each balance date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Unrecognised deferred income tax assets are reassessed at each balance date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

NOTES TO THE FINANCIAL STATEMENTS

1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(j) Income tax (continued)

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the balance date.

Income taxes relating to items recognised directly in equity are recognised in equity and not in profit or loss.

Deferred tax assets and deferred tax liabilities are offset only if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and liabilities relate to the same taxable entity and the same taxation authority.

(k) Other taxes

Revenues, expenses and assets are recognised net of the amount of GST except:

- when the GST incurred on a purchase of goods and services is not recoverable from the taxation authority, in which case the GST is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and
- receivables and payables, which are stated with the amount of GST included.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the Statement of Financial Position.

Cash flows are included in the Statement of Cash Flows on a gross basis and the GST component of cash flows arising from investing and financing activities, which is recoverable from, or payable to, the taxation authority are classified as operating cash flows.

Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the taxation authority.

(l) Financial instruments

Recognition and de-recognition

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the financial instrument.

Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and substantially all the risks and rewards are transferred.

A financial liability is derecognised when it is extinguished, discharged, cancelled or expires.

Classification and initial measurement of financial assets

Except for those trade receivables that do not contain a significant financing component and are measured at the transaction price in accordance with AASB 15, all financial assets are initially measured at fair value adjusted for transaction costs (where applicable).

For the purpose of subsequent measurement, financial assets, other than those designated and effective as hedging instruments, are classified into the following categories:

- amortised cost;
- fair value through profit or loss (FVTPL);
- equity instruments at fair value through other comprehensive income (FVOCI); or
- debt instruments at fair value through other comprehensive income (FVOCI).

NOTES TO THE FINANCIAL STATEMENTS

1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(l) Financial instruments (continued)

All income and expenses relating to financial assets that are recognised in profit or loss are presented within finance costs, finance income or other financial items, except for impairment of trade receivables which is presented within other expenses.

The classification is determined by both:

- the entity's business model for managing the financial asset; and
- the contractual cash flow characteristics of the financial asset.

Subsequent measurement of financial assets

Financial assets at amortised cost

Financial assets are measured at amortised cost if the assets meet the following conditions (and are not designated as FVTPL):

- they are held within a business model whose objective is to hold the financial assets to collect its contractual cash flows; and
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial recognition, these are measured at amortised cost using the effective interest method. Discounting is omitted where the effect of discounting is immaterial. The Group's cash and cash equivalents, trade and most other receivables fall into this category of financial instruments as well as listed bonds.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets that are held within a different business model other than 'hold to collect' or 'hold to collect and sell' are categorised at fair value through profit or loss. Further, irrespective of business model, financial assets whose contractual cash flows are not solely payments of principal and interest are accounted for at FVTPL. All derivative financial instruments fall into this category, except for those designated and effective as hedging instruments, for which the hedge accounting requirements apply.

The category also contains an equity investment. The Group accounts for the investment at FVTPL and did not make the irrevocable election to account for the investment in unlisted and listed equity securities at fair value through other comprehensive income (FVOCI). The fair value was determined in line with the requirements of AASB 9, which does not allow for measurement at cost.

Assets in this category are measured at fair value with gains or losses recognised in profit or loss.

The fair values of financial assets in this category are determined by reference to active market transactions or using a valuation technique where no active market exists.

Equity instruments at fair value through other comprehensive income (Equity FVOCI)

Investments in equity instruments that are not held for trading are eligible for an irrevocable election at inception to be measured at FVOCI.

Under Equity FVOCI, subsequent movements in fair value are recognised in other comprehensive income and are never reclassified to profit or loss.

Dividends from these investments continue to be recorded as other income within the profit or loss unless the dividend clearly represents return of capital.

This category includes unlisted equity securities.

NOTES TO THE FINANCIAL STATEMENTS

1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(l) Financial instruments (continued)

Any gains or losses recognised in other comprehensive income (OCI) are not recycled upon de-recognition of the asset.

Debt instruments at fair value through other comprehensive income (Debt FVOCI)

Financial assets with contractual cash flows representing solely payments of principal and interest and held within a business model of collecting the contractual cash flows and selling the assets are accounted for at debt FVOCI.

The Group accounts for financial assets at FVOCI if the assets meet the following conditions:

- they are held under a business model whose objective it is to “hold to collect” the associated cash flows and sell financial assets; and
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Any gains or losses recognised in other comprehensive income (OCI) will be recycled upon de-recognition of the asset.

Impairment of financial assets

Instruments within the scope include loans and other debt-type financial assets measured at amortised cost and FVOCI, trade receivables, contract assets recognised and measured under AASB 15, loan commitments and some financial guarantee contracts (for the issuer) that are not measured at fair value through profit or loss.

Recognition of credit losses by the Group is based on a broader range of information when assessing credit risk and measuring expected credit losses, including past events, current conditions, reasonable and supportable forecasts that affect the expected collectability of the future cash flows of the instrument.

In applying this forward-looking approach, a distinction is made between:

- financial instruments that have not deteriorated significantly in credit quality since initial recognition or that have low credit risk (‘Level 1’);
- financial instruments that have deteriorated significantly in credit quality since initial recognition and whose credit risk is not low (‘Level 2’); and
- ‘Level 3’ would cover financial assets that have objective evidence of impairment at the reporting date.

‘12-month expected credit losses’ are recognised for the first category while ‘lifetime expected credit losses’ are recognised for the second category.

Measurement of the expected credit losses is determined by a probability-weighted estimate of credit losses over the expected life of the financial instrument.

Trade and other receivables and contract assets

The Group makes use of a simplified approach in accounting for trade and other receivables as well as contract assets and records the loss allowance as lifetime expected credit losses. These are the expected shortfalls in contractual cash flows, considering the potential for default at any point during the life of the financial instrument. In calculating, the Group uses its historical experience, external indicators and forward-looking information to calculate the expected credit losses using a provision matrix.

The Group assess impairment of trade receivables on a collective basis and as they possess shared credit risk characteristics they have been grouped based on the days past due.

NOTES TO THE FINANCIAL STATEMENTS

1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(l) Financial instruments (continued)

Classification and measurement of financial liabilities

The Group's financial liabilities include borrowings, trade and other payables and derivative financial instruments.

Financial liabilities are initially measured at fair value, and where applicable, adjusted for transaction costs unless the Group designated a financial liability at fair value through profit or loss.

Subsequently, financial liabilities are measured at amortised cost using the effective interest method except for derivatives and financial liabilities designated at FVTPL, which are carried subsequently at fair value with gains or losses recognised in profit or loss (other than derivative financial instruments that are designated and effective as hedging instruments).

All interest-related charges and, if applicable, changes in an instrument's fair value that are reported in profit or loss are included within finance costs or finance income.

(m) Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

The fair value of the liability portion of a convertible note is determined using a market interest rate for an equivalent non-convertible note. This amount is recorded as a liability on an amortised cost basis until extinguished on conversion or maturity of the note. The remainder of the proceeds is allocated to the conversion option. This is recognised and included in shareholder's equity, net of income tax effects.

Borrowings are removed from the Statement of Financial Position when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other income or finance costs.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

(n) Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not recognised for future operating losses.

NOTES TO THE FINANCIAL STATEMENTS

1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(n) Provisions (continued)

When the Group expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the Statement of Profit or Loss and Other Comprehensive Income net of any reimbursement.

Provisions are measured at the present value or management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects the risks specific to the liability.

When discounting is used, the increase in the provision due to the passage of time is recognised as an interest expense.

(o) Impairment of assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Group makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of its fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets and the asset's value in use cannot be estimated to be close to its fair value. In such cases the asset is tested for impairment as part of the cash-generating unit to which it belongs. When the carrying amount of an asset or cash-generating unit exceeds its recoverable amount, the asset or cash-generating unit is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Impairment losses relating to continuing operations are recognised in those expense categories consistent with the function of the impaired asset unless the asset is carried at revalued amount (in which case the impairment loss is treated as a revaluation decrease).

An assessment is also made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If that is the case the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in profit or loss unless the asset is carried at revalued amount, in which case the reversal is treated as a revaluation increase. After such a reversal the depreciation charge is adjusted in future periods to allocate the asset's revised carrying amount, less any residual value, on a systematic basis over its remaining useful life.

(p) Trade and other payables

Trade payables and other payables are carried at amortised costs and represent liabilities for goods and services provided to the Group prior to the end of the financial year that are unpaid and arise when the Group becomes obliged to make future payments in respect of the purchase of these goods and services. Trade and other payables are presented as current liabilities unless payment is not due within 12 months.

NOTES TO THE FINANCIAL STATEMENTS

1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(q) Share-based payment transactions

Equity settled transactions:

The Group provides benefits to employees (including senior executives) of the Group in the form of share-based payments, whereby employees and consultants render services in exchange for shares or rights over shares (equity-settled transactions).

When provided, the cost of these equity-settled transactions with employees and consultants, where the fair value of the services is not readily determinable, is measured by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by an external valuer using a binomial model.

In valuing equity-settled transactions, no account is taken of any performance conditions, other than conditions linked to the price of the shares of Connected IO Limited (market conditions) if applicable.

The cost of equity-settled transactions is recognised, together with a corresponding increase in equity, over the period in which the performance and/or service conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the award (the vesting period).

The cumulative expense recognised for equity-settled transactions at each reporting date until vesting date reflects (i) the extent to which the vesting period has expired and (ii) the Group's best estimate of the number of equity instruments that will ultimately vest. No adjustment is made for the likelihood of market performance conditions being met as the effect of these conditions is included in the determination of fair value at grant date. The Statement of Profit or Loss and Other Comprehensive Income charge or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period.

No expense is recognised for awards that do not ultimately vest, except for awards where vesting is only conditional upon a market condition.

If the terms of an equity-settled award are modified, as a minimum an expense is recognised as if the terms had not been modified. In addition, an expense is recognised for any modification that increases the total fair value of the share-based payment arrangement, or is otherwise beneficial to the employee, as measured at the date of modification.

If an equity-settled award is cancelled, it is treated as if it had vested on the date of cancellation, and any expense not yet recognised for the award is recognised immediately. However, if a new award is substituted for the cancelled award and designated as a replacement award on the date that it is granted, the cancelled and new award are treated as if they were a modification of the original award, as described in the previous paragraph.

The dilutive effect, if any, of outstanding options is reflected as additional share dilution in the computation of earnings per share (see Note 13).

(r) Issued capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

NOTES TO THE FINANCIAL STATEMENTS

1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(s) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors of the Group.

(t) Parent entity financial information

The financial information for the parent entity, Connected IO Limited, disclosed in Note 21 has been prepared on the same basis as the consolidated financial statements, except as set out below.

Investments in subsidiaries, associates and joint venture entities

Investments in subsidiaries, associates and joint venture entities are accounted for at cost in the parent entity's financial statements. Dividends received from associates are recognised in the parent entity's profit or loss, rather than being deducted from the carrying amount of these investments.

Share-based payments

The grant by the Group of options over its equity instruments to the employees of subsidiary undertakings in the Group is treated as a capital contribution to that subsidiary undertaking. The fair value of employee services received, measured by reference to the grant date fair value, is recognised over the vesting period as an increase to investment in subsidiary undertakings, with a corresponding credit to equity.

(u) Earnings/loss per share

Basic earnings/loss per share is calculated as net profit/loss attributable to members of the parent, adjusted to exclude any costs of servicing equity (other than dividends) and preference share dividends, divided by the weighted average number of ordinary shares, adjusted for any bonus element.

Diluted earnings/loss per share is calculated as net profit/loss attributable to members of the parent, adjusted for:

- costs of servicing equity (other than dividends) and preference share dividends;
- the after tax effect of dividends and interest associated with dilutive potential ordinary shares that have been recognised as expenses; and
- other non-discretionary changes in revenues or expenses during the period that would result from the dilution of potential ordinary shares, divided by the weighted average number of ordinary shares and dilutive potential ordinary shares, adjusted for any bonus element.

(v) Critical accounting estimates and judgments

The application of accounting policies requires the use of judgements, estimates and assumptions about carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions are recognised in the period in which the estimate is revised if it effects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

NOTES TO THE FINANCIAL STATEMENTS

1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(v) Critical accounting estimates and judgments (continued)

Share-based payment transactions

The Group measures the cost of equity-settled transactions with employees and consultants, where the fair value of the services is not readily determinable, by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined using the Black-Scholes model based on the assumptions as detailed in Note 12.

The Group measures the cost of cash-settled share-based payments at fair value at the grant date using the Black-Scholes model taking into account the terms and conditions upon which the instruments were granted.

2. INVESTMENTS

The consolidated financial statements include financial statements of Connected IO Limited and the following subsidiaries:

<i>Name</i>	<i>Country of Incorporation</i>	<i>% Equity Interest</i>	
		<i>2023</i>	<i>2022</i>
Connected IO (Asia) Pty Ltd	Australia	100%	100%
Connected IO (USA) LLC	USA	100%	100%

Connected IO Limited is the ultimate Australian parent entity and ultimate parent of the Group.

Balances between the Group and its subsidiaries, which are related parties of the Group, have been eliminated on consolidation and not disclosed in this note.

NOTES TO THE FINANCIAL STATEMENTS

3. DISCONTINUED OPERATIONS

During the year ended 30 June 2023, the Group's Memorandum of Understanding (MOU) with Yojee Limited expired. Although the Group remained focused on growing the Australasian business through the leveraging of its intellectual property in Internet of Things (IOT) devices, IOT Cloud Management Platform and associated software development services, the Group recognised the intensive capital and time investment required to organically grow in this sector. As a result, the Group focused on expanding its capability and capacity in this market through potential complementary acquisition opportunities.

Following the expiry of the MOU with Yojee Limited, the Group's Internet of Things (IOT) devices, IOT Cloud Management Platform and associated software development services has been classified as discontinued operations for the year ended 30 June 2023.

	Note	Consolidated 2023 \$	Consolidated 2022 \$
Revenue		133,376	902,645
Other income		-	204,162
Expenses		(132,067)	(1,396,111)
Profit/(loss) before tax from discontinued operations		1,309	(289,304)
Income tax expense		-	-
Profit/(loss) after tax from discontinued operations		1,309	(289,304)
Profit on sale before income tax	9(b)	-	886,634
Income tax expense		-	-
Profit on sale after income tax		-	886,634
Total profit after tax from discontinued operations		1,309	597,330
Discontinued operation assets			
Current assets		65,207	63,746
Non-current assets		-	-
Total segment assets		65,207	63,746
Discontinued operation liabilities			
Current liabilities		-	-
Non-current liabilities		-	-
Total segment liabilities		-	-
Net discontinued operation assets		65,207	63,746
Cash flows from discontinued operation			
Net cash flows provided by/(used in) operating activities		54,610	(388,552)
Net cash flows used in investing activities		-	(3,343)
Net cash flows provided by financing activities		-	584,714
Net cash flows from discontinued operations		54,610	192,819
Cash at beginning of year		10,597	171,152
Cash transferred to continuing operations		(65,207)	-
Cash disposed of on sale of subsidiary		-	(353,374)
Cash at end of year		-	10,597

NOTES TO THE FINANCIAL STATEMENTS

4. INCOME TAX

	Consolidated 2023 \$	Consolidated 2022 \$
(a) Income tax recognised in profit or loss		
Tax expense comprises:		
Current tax expense	-	-
Deferred tax expense	-	-
Total tax expense relating to continuing operations	-	-

The prima face income tax expense on pre-tax accounting loss from operations reconciles to the income tax expense in the financial statements as follows:

Loss for the year	(455,733)	(984,465)
Income tax benefit calculated at 25% (2022: 25%)	(113,933)	(246,116)

Add/(Less):

- Non-deductible items	-	205,139
- Unused tax losses and tax offset not recognised as deferred tax assets	109,151	(18,639)
- Other deferred tax assets and tax liabilities not recognised	4,782	105,548
- Difference in tax rate of subsidiaries	-	(6,363)
- Change in tax rate	-	(39,569)
Income Tax Expense	-	-

(b) Unrecognised deferred tax balances

The following deferred tax assets and liabilities have not been brought to account 25% (2022: 25%):

Deferred tax assets comprise:

Accrued expenses and liabilities	34,008	18,126
Share issue expenses	44,859	63,145
Blackhole expenses	5,865	-
Depreciation timing differences	12,112	12,245
Losses available for offset against future taxable income – revenue	3,688,616	3,579,465
Total deferred tax assets	3,785,460	3,672,981

Deferred tax assets have not been recognised in respect of the above items because it is not considered probable that future taxable profit will be available against which the Group can utilise the benefits thereof. Deferred tax liabilities have not been recognised in respect of these taxable temporary differences as the entity is able to control the timing of the reversal of the temporary differences and it is probable that the temporary differences will not reverse in the foreseeable future.

	Consolidated 2023 \$	Consolidated 2022 \$
(c) Income tax expense not recognised directly in equity during the year:		
Share issue costs	-	68,493
	-	68,493

NOTES TO THE FINANCIAL STATEMENTS

5. CASH AND CASH EQUIVALENTS

	Consolidated 2023 \$	Consolidated 2022 \$
Cash at bank	1,706,273	2,301,931
Closing balance	1,706,273	2,301,931

6. TRADE AND OTHER RECEIVABLES

	Consolidated 2023 \$	Consolidated 2022 \$
Current		
Trade receivables	-	53,150
Other receivables	14,773	23,885
Loan receivable – Yakov Temov	305,973	305,973
Less: provision for doubtful debt	(305,973)	(305,973)
Closing balance	14,773	77,035

Trade receivables are non-interest bearing and are generally on 30 day terms. All amounts are short term. The carrying value of trade receivables is considered a reasonable approximation of fair value.

Loan receivable – Yakov Temov

During the year ended 30 June 2022, as part of the Company's disposal of CIO Technology, Inc. (CIO Tech) to its previous Managing Director, Mr Yakov Temov agreed to accept responsibility for the repayment of a \$400,000 loan owed by CIO Tech to the Company. The loan is interest free, secured against Mr Temov's shareholding in the Company along with a personal guarantee to the loan and repayable by 30 June 2022.

In January 2022, Mr Temov partially repaid \$94,027 of the loan via the sale of 2,293,333 ordinary shares held in the Company, with the balance of \$305,973 outstanding as at 30 June 2022.

Due to the uncertainty regarding the recoverability of the outstanding loan receivable, the Directors resolved to recognise a provision for doubtful debt for the entire outstanding balance as at 30 June 2022.

During the year ended 30 June 2023, the Company engaged an external debt recovery agency to assist with the recovery of the outstanding loan receivable. As at the date of this report, the matter regarding the recovery of the loan remains on foot.

For further details of the disposal of CIO Tech, refer to Note 9.

Expected credit losses

The Group applies the AASB 9 simplified model of recognising lifetime expected credit losses for all trade receivables as these items do not have a significant financing component.

In measuring the expected credit losses, the trade receivables have been assessed on a collective basis as they possess shared credit risk characteristics. They have been grouped based on the days past due.

The current expected loss rates are based on the payment profile for sales over the past 24 months before 30 June 2023 and 30 June 2022 respectively as well as the corresponding historical credit losses during that period. The historical rates are adjusted to reflect current and forwarding looking factors affecting the customer's ability to settle the amount outstanding. The expected credit loss at 30 June 2023 and 2022 was nil.

NOTES TO THE FINANCIAL STATEMENTS

7. TRADE AND OTHER PAYABLES

	Consolidated 2023 \$	Consolidated 2022 \$
Current		
Other payables	-	20,378
Accruals – director fees	-	14,300
Accruals – other	136,034	72,503
Accrued interest – borrowings and convertible notes	-	8,400
Closing balance	136,034	115,581

8. BORROWINGS

	Consolidated 2023 \$	Consolidated 2022 \$
Loan – Tyche Investments Pty Ltd	-	222,640
Closing balance	-	222,640
Opening balance	222,640	498,397
Advances	-	1,667
Repayments - cash	(222,640)	(178,097)
Repayments - other	-	(94,027)
Disposal of subsidiary	-	(14,146)
Foreign currency differences	-	8,846
Closing balance	-	222,640

Tyche Investments Pty Ltd

During the year ended 30 June 2020, the Group secured a line of credit facility of \$500,000 with Tyche Investments Pty Ltd to drive manufacturing acceleration. This facility was increased to an available limit of \$700,000 on 21 November 2019. The facility is debt-only and does not dilute the existing shareholders. Interest is calculated at 5% p.a. on any amount outstanding. Any outstanding accrued interest on the facility will be required to be repaid in cash.

During the year ended 30 June 2022, the Group repaid \$179,027 of the facility, of which \$85,000 was repaid in cash and \$94,027 via the sale of shares owned by Mr Yakov Temov. In addition, the Group repaid \$107,573 of accrued interest via the issue of shares (refer to Note 12(c)) and further re-negotiated and extended its line of credit facility to 30 June 2023 with a maximum amount available of \$222,640.

On 8 June 2023, the Group was notified that Tyche Investments Pty Ltd would not be renewing or extending the loan. The total amount repaid was \$233,772 of which \$11,132 represented interest payable on the loan for the year.

9. SALE OF CIO TECHNOLOGY, INC.

During the year ended 30 June 2022, the Company completed a strategic review of its business. Based on the review and the current environment, the Company determined that it was appropriate for it to re-structure its US business by divesting its wholly owned subsidiary, CIO Technology, Inc. (CIO Tech), to the Company's previous Managing Director, Mr Yakov Temov whilst retaining an exclusive perpetual license to utilise the existing intellectual property outside of North America.

Pursuant to the share transfer deed entered into with Mr Temov, the Company agreed to sell 100% of the issued capital in CIO Tech with the key terms of the agreement set out as follows:

- The consideration payable by Mr Temov to the Company of \$1.00; and
- Mr Temov agrees to accept transfer of the CIO Tech shares and the responsibility for the repayment of a \$400,000 loan owed by CIO Tech to Connected IO Limited. The loan is interest free and secured against Mr Temov's shareholding in the Company along with a personal guarantee to the loan.

NOTES TO THE FINANCIAL STATEMENTS

9. SALE OF CIO TECHNOLOGY, INC. (continued)

Following shareholder approval granted at the Company's 2021 Annual General Meeting held on 6 January 2022, the Company successfully completed the sale of CIO Tech.

Financial information relating to the US business for the period to the date of disposal is set out below.

	\$
(a) Financial Performance	
Sales revenue	758,615
Cost of goods sold	(606,301)
Other expenses	(446,738)
Loss before income tax	(294,424)
Income tax expense	-
Loss after income tax	(294,424)
Gain on disposal of subsidiary after income tax (see (b) below)	886,634
Total gain on disposal of subsidiary	592,210
	\$
(b) Details of the disposal of the subsidiary	
Consideration received or receivable	
- Cash	1
Total disposal consideration	1
Carrying amount of net liabilities sold (see (c) below)	853,489
Gain on disposal before income tax and reclassification of foreign currency translation reserve	853,490
Reclassification of foreign currency translation reserve	23,027
Foreign currency translation for the period up to disposal	10,117
Income tax expense	-
Gain on disposal after tax	886,634
	\$
(c) The carrying amounts of assets and liabilities as at the date of disposal (6 January 2022)	
Cash and cash equivalents	353,374
Trade receivables and prepayments	204,559
Inventory	210,184
Property, plant and equipment	11,065
Total assets	779,182
Trade payables	(424,470)
Other payables	(717,308)
Borrowings	(14,146)
Lease liabilities	(76,747)
Parent loan	(400,000)
Total liabilities	(1,632,671)
Net assets/(deficiency of assets)	(853,489)

10. ISSUED CAPITAL

	Consolidated 2023 \$	Consolidated 2022 \$
Issued and paid up capital		
Ordinary shares fully paid (a)	76,204,004	76,204,004
	76,204,004	76,204,004

NOTES TO THE FINANCIAL STATEMENTS

10. ISSUED CAPITAL (continued)

Movements in issued and paid up capital

	Number	Consolidated \$
(a) Ordinary shares fully paid		
Balance as at 1 July 2021	1,266,159,324	73,530,158
Consolidation on a 1:10 basis (7 Jul 2021)	(1,139,543,489)	-
Placement (stage 2) (26 Jul 2021, \$0.02 per share)	162,500,000	3,250,000
Directors and company secretarial shares – in lieu of fees (26 Jul 2021, \$0.05 per share) (refer to Note 12(b))	10,925,000	546,250
Line of credit shares – in lieu of accrued interest (26 Jul 2021, \$0.02 per share) (refer to Note 12(c))	5,378,630	268,932
Placement – Underwritten shares (stage 2) (3 Aug 2021, \$0.02 per share)	12,500,000	250,000
Costs directly attributable to issue of share capital	-	(1,641,336)
Balance as at 30 June 2022	317,919,465	76,204,004
	Number	Consolidated \$
Balance as at 1 July 2022	317,919,465	76,204,004
Balance as at 30 June 2023	317,919,465	76,204,004

(b) Options

The following unlisted options were issued as at 30 June 2023:

Exercise price	\$1.00	\$0.03
Expiry date	22 December 2022	1 July 2024
Opening balance	750,000	71,000,000
Issued during the year	-	-
Expired during the year	(750,000)	-
Exercised during the year	-	-
Closing balance	-	71,000,000

(c) Performance Rights

	Number	Consolidated \$
Balance as at 1 July 2021	20,000,000	-
Consolidation on a 1:10 basis	(18,000,000)	-
Balance as at 30 June 2022	2,000,000	-
Balance as at 1 July 2022	2,000,000	-
Balance as at 30 June 2023	2,000,000	-

In December 2019, 10,000,000 Class A Performance Rights and 10,000,000 Class B Performance Rights (pre-consolidation) were granted to Mr Yakov Temov as an incentive to provide ongoing dedicated services to the Group. During the year ended 30 June 2021, Mr Yakov resigned as Managing Director of the Group. As a result of his resignation, the conditions associated with the Performance Rights were not satisfied and therefore an amount of \$142,528 previously expensed in respect of these rights was reversed during the year ended 30 June 2021.

The Performance Rights are still on issue and will expire on 31 December 2023.

NOTES TO THE FINANCIAL STATEMENTS

11. RESERVES

	Consolidated 2023 \$	Consolidated 2022 \$
Share-based payments reserve	3,600,635	3,600,635
Convertible notes reserve	96,456	96,456
	3,697,091	3,697,091

	Foreign Currency Translation \$	Share-Based Payments \$	Convertible Notes \$	Total \$
Balance at 30 June 2021	23,027	1,876,349	96,456	1,995,832
Issue of options	-	1,724,286 ¹	-	1,724,286
Foreign currency movement	(23,027)	-	-	(23,027)
Balance at 30 June 2022	-	3,600,635	96,456	3,697,091
Balance at 30 June 2023	-	3,600,635	96,456	3,697,091

¹ Refer to Notes 12(a) and 12(d).

Nature and purpose of reserves

Foreign currency translation reserve

The foreign currency translation reserve is used to record exchange differences arising from the translation of the financial statements of foreign subsidiaries. It is also used to record the effect of hedging net investments in foreign operation.

Share-based payments reserve

This reserve is used to record the value of equity benefits provided to employees and Directors as part of their remuneration. Refer to Note 12 for further details of these plans.

Equity component of convertible note

The option premium on convertible notes represents the equity component (conversion rights) of convertible notes issued during the year ended 30 June 2019.

12. SHARE-BASED PAYMENTS

Year ended 30 June 2023

There were no share based payments made during the year.

Year ended 30 June 2022

During the year ended 30 June 2022, the following transactions were recognised as share-based payments by the Group:

	2022 \$
Director options (Note 12(a))	356,300
Director and company secretarial shares (Note 12(b))	327,750
Line of credit – accrued interest shares (Note 12(c))	161,359
Amount expensed in profit or loss	845,409
Underwriter options (Note 12(d)) charged to equity	1,367,986
Total share based payments	2,213,395

NOTES TO THE FINANCIAL STATEMENTS

12. SHARE-BASED PAYMENTS (continued)

(a) Director Options

On 30 June 2021, the Group obtained shareholder approval to issue 9,000,000 unlisted options (post-consolidation) to Mr Ferguson, Mr Sierakowski and Mr Bosio, in consideration of services provided to the Group.

The total fair value of the options granted to the Directors was \$357,300. During the year ended 30 June 2022, the balance of \$356,300 was expensed as a share-based payment.

Pursuant to the Black-Scholes option valuation model, the fair value and model inputs for the share-based payments expensed during the year ended 30 June 2022 are as follows:

	Mr Ferguson	Mr Sierakowski	Mr Bosio	Total
Number Issued	5,000,000	2,000,000	2,000,000	9,000,000
Grant Date	30 June 2021	30 June 2021	30 June 2021	
Expected Vesting Date	30 June 2022	30 June 2022	30 June 2022	
Vesting Period (days)	365	365	365	
Value per Option	\$0.0397	\$0.0397	\$0.0397	
Total Value per Option	\$198,500	\$79,400	\$79,400	\$357,300
Amount Expensed at 30 June 2021	\$556	\$222	\$222	\$1,000
Amount Expensed at 30 June 2022	\$197,944	\$79,178	\$79,178	\$356,300

(b) Director and Company Secretarial Shares

During the year ended 30 June 2022, following shareholder approval granted at the Company's General Meeting held on 30 June 2021, shares were issued to Directors and their related parties in satisfaction of outstanding Director and Company Secretarial fees owed. For accounting purposes, the shares issued have been valued at \$546,250, being the Company's closing share price of \$0.05 (post-consolidation) as at the date of the General Meeting, with the difference recognised as an expense.

The details of the equity issued are as below:

Recipient	Liability Settled	Number of Shares	Value of Shares Issued	Additional Expense Recognised
Dougal Ferguson	\$46,500	2,325,000	\$116,250	\$69,750
Adam Sierakowski	\$118,000	5,900,000	\$295,000	\$177,000
Davide Bosio	\$54,000	2,700,000	\$135,000	\$81,000
Total	\$218,500	10,925,000	\$546,250	\$327,750

(c) Line of Credit – Accrued Interest Shares

During the year ended 30 June 2022, following shareholder approval granted at the Company's General Meeting held on 30 June 2021, shares were issued to Tyche Investments Pty Ltd in satisfaction of accrued interest owed on a line of credit facility. For accounting purposes, the shares issued were valued at \$268,932, being the Company's closing share price of \$0.05 (post-consolidation) as at the date of the General Meeting, with the difference recognised as an expense during the year ended 30 June 2022.

The details of the equity issued are as below:

Recipient	Liability Settled	Number of Shares	Value of Shares Issued	Additional Expense Recognised
Tyche Investments Pty Ltd	\$107,573	5,378,630	\$268,932	\$161,359

(d) Underwriter Options

In August 2021, following the Group's successful completion of its capital raising to sophisticated and institutional investors, 42,000,000 unlisted options were issued in relation to the underwriting of the rights issue and placement. For the year ended 30 June 2022, \$1,367,986 was charged to share issue costs.

NOTES TO THE FINANCIAL STATEMENTS

12. SHARE-BASED PAYMENTS (continued)

The fair value of the equity-settled share options granted is estimated as at the date of grant using the Black-Scholes option valuation model taking into account the terms and conditions upon which the options were granted.

Weighted average exercise price (cents)	3.00 cents
Weighted average life of the options (years)	2.93 years
Weighted average underlying share price (cents)	4.70 cents
Expected share price volatility	100%
Risk-free interest rate	0.20%
Grant date	27 July 2021
Expiry date	1 July 2024
Value per option	\$0.03257

The following share-based payment arrangements were in place during the current and prior periods:

	Number	Grant date	Expiry date	Exercise price \$	Fair value at grant date \$	Vesting date
Options \$1	750,000	28-11-2018	20-12-2022	\$1.00	\$0.15	28-11-2018
Director Options 3 cents	9,000,000	30-06-2021	01-07-2024	\$0.03	\$0.0397	30-06-2022
A.C.N. Options 3 cents	20,000,000	30-06-2021	01-07-2024	\$0.03	\$0.0397	30-06-2021
Underwriter options 3 cents	42,000,000	27-07-2021	01-07-2024	\$0.03	\$0.03257	27-07-2021

There has been no alteration of the terms and conditions of the above share-based payment arrangements since grant date.

The following table illustrates the number and weighted average exercise prices of and movements in share options issued during the period:

	2023		2022	
	Number	Weighted average exercise price \$	Number	Weighted average exercise price \$
Outstanding at the beginning of the year	71,750,000	0.0401	297,500,000	0.0054
Granted during the year	-	-	42,000,000	0.032
Forfeited during the year	-	-	-	-
Exercised during the year	-	-	-	-
Expired during the year	(750,000)	(0.0046)	-	-
Consolidation on a 1:10 basis	-	-	(267,750,000)	0.0491
Outstanding at the end of the period	71,000,000	0.0355	71,750,000	0.0401
Exercisable at the end of the period	71,000,000	0.0355	71,750,000	0.0401

The share options outstanding at the end of the year had a weighted average exercise price of \$0.04 (2022: \$0.04) and a weighted average remaining contractual life of 1 year (2022: 2 years).

The weighted average fair value of options granted during the year was nil (2022: \$0.032).

No options were exercised during the year (2022: nil).

NOTES TO THE FINANCIAL STATEMENTS

13. EARNINGS/LOSS PER SHARE (EPS)

	Consolidated 2023 cents	Consolidated 2022 cents
Basic and diluted loss per share from continuing operations	(0.14)	(0.52)
Basic and diluted profit per share from discontinued operations	0.00	0.20

The loss and weighted average number of ordinary shares used in the calculation of basic and diluted loss per share is as follows:

	Consolidated 2023 \$	Consolidated 2022 \$
Loss for the year from continuing operations	(457,042)	(1,581,795)
Profit for the year from discontinued operations	1,309	597,330
	Number	Number
Weighted average number of ordinary shares	317,919,465	304,542,504

14. NOTES TO THE CASH FLOW STATEMENT

(a) Reconciliation of cash and cash equivalents

For the purpose of the cash flow statement, cash includes cash on hand and in banks and deposits at call, net of outstanding bank overdrafts. Cash at the end of the financial year as shown in the Statement of Cash Flows is reconciled to the related items in the balance sheet as follows:

	Consolidated 2023 \$	Consolidated 2022 \$
Cash at bank	1,706,273	2,301,931
Balance at 30 June	1,706,273	2,301,931

(b) Reconciliation of loss for the period to net cash flows from operating activities

	Consolidated 2023 \$	Consolidated 2022 \$
Loss after income tax	(455,733)	(984,465)
Non-Cash Items:		
Depreciation and amortisation	-	3,677
Share based payments (refer Note 12)	-	845,409
Debt forgiven	-	(204,099)
Provision for doubtful debt (refer to Note 6)	-	305,973
Gain on disposal of subsidiary (refer Note 9)	-	(886,634)
Changes in Assets and Liabilities		
(Increase)/decrease in trade and other receivables	62,262	(145,879)
(Increase)/decrease in inventory	-	121,525
(Increase)/decrease in other assets	-	4,170
Increase/(decrease) in trade and other payables	20,453	(358,438)
Net cash used in operating activities	(373,018)	(1,298,761)

NOTES TO THE FINANCIAL STATEMENTS

14. NOTES TO THE CASH FLOW STATEMENT (continued)

(c) Non-cash financing and investing activities

Year ended 30 June 2023

The Group did not engage in any non-cash financing and investing activities during the year ended 30 June 2023.

Year ended 30 June 2022

During the year the Group engaged in the following non-cash financing and investing activities:

- On 26 July 2021, 5,378,630 ordinary shares (post-consolidation) were issued upon the conversion of convertible notes plus accrued interest of \$107,573 at a conversion price of \$0.02 per share. Refer to Note 12(c) for further details.
- On 26 July 2021, 10,925,000 ordinary shares (post-consolidation) were issued to Directors and their related parties in satisfaction of outstanding Director and Company Secretarial fees owed. Refer to Note 12(b) for further details.
- On 27 July 2021, 42,000,000 unlisted options (post-consolidation) were issued in relation to the underwriting of the rights issue and placement. Refer to Note 12(d) for further details.

15. RELATED PARTY TRANSACTIONS

Transactions with key management personnel

Key management personnel compensation

The aggregate compensation made to key management personnel of the Group is set out below:

	Consolidated 2023	Consolidated 2022
	\$	\$
Short term employee benefits	168,000	294,506
Share based payments (Note 12(a) & 12(b))	-	684,050
	168,000	978,556

Transactions with key management personnel and related parties

Transactions with key management personnel related parties are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated.

	2023 \$	2022 \$
(i) Payments to Trident Management Services Pty Ltd, a company of which Adam Sierakowski is a Director and shareholder, for accounting and company secretarial services provided.	48,000	48,000
(ii) Payments to Palisade Corporate Lawyers Pty Ltd (formerly Price Sierakowski Pty Ltd), a company of which Adam Sierakowski is a Director and shareholder, for legal services provided.	33,256	22,362
(iii) Payments to Trident Capital Pty Ltd, a company of which Adam Sierakowski is a Director and Shareholder, for corporate advisory services provided.	12,000	-

Amounts outstanding at reporting date

Aggregates amount payable to key management personnel and their related entities at reporting date.

(i) Director remuneration	-	14,300
(ii) Other transactions	7,450	4,400
	7,450	18,700

NOTES TO THE FINANCIAL STATEMENTS

16. AUDITORS' REMUNERATION

	Consolidated 2023 \$	Consolidated 2022 \$
Remuneration of the auditor of the Group (HLB Mann Judd) for:		
- auditing or reviewing the financial report	31,909	82,047
	<u>31,909</u>	<u>82,047</u>

17. FINANCIAL INSTRUMENTS

(a) Capital risk management

The Group manages its capital to ensure that entities in the Group will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. The Group's overall strategy remains unchanged from 2022.

The capital structure of the Group consists of cash and cash equivalents, borrowings and equity attributable to equity holders of the parent, comprising issued capital, reserves and retained earnings.

None of the Group's entities are subject to externally imposed capital requirements.

Operating cash flows are used to maintain and expand operations, as well as to make routine expenditures such as tax, dividends and general administrative outgoings.

Gearing levels are reviewed by the Board on a regular basis in line with its target gearing ratio, the cost of capital and the risks associated with each class of capital.

(b) Financial risk management policies

The Group is exposed to market risk (which includes interest rate risk and foreign currency risk) credit risk and liquidity risk. The main purpose of these financial instruments is to manage the working capital needs of the Group's operations. It is the Group's policy that no trading in financial instruments shall be undertaken. The board reviews and agrees policies for managing this risk is summarised below.

(i) Credit risk management

Credit risk is the risk that a counterparty fails to discharge an obligation to the Group. The group is exposed to credit risk from financial assets including cash and cash equivalents held at banks and trade and other receivables.

The credit risk is managed on a group basis based on the Group's credit risk management policies and procedures.

The credit risk in respect of cash balances held with banks and deposits with banks are managed via diversification of bank deposits and are only with major reputable financial institutions.

The Group continuously monitors the credit quality of customers. Where available, external credit ratings and/or reports on customers are obtained and used. The group's policy is to deal only with credit worthy counterparties. The credit terms range between 30 and 90 days. The credit terms for customers as negotiated with customers are subject to an internal approval process. The ongoing credit risk is managed through regular review of ageing analysis, together with credit limits per customer.

(ii) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has built an appropriate liquidity risk management framework for the management of the Group's short, medium and long-term funding and liquidity management requirements. The Group manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities.

NOTES TO THE FINANCIAL STATEMENTS

17. FINANCIAL INSTRUMENTS (continued)

	Interest Rate	1 year or less \$	1 to 5 years \$	Non-interest Bearing \$	Total \$
Consolidated 30 June 2023					
<i>Financial assets</i>					
Cash and cash equivalents	1.77%	1,706,273	-	-	1,706,273
Trade and other receivables	-	-	-	14,773	14,773
Total financial assets		1,706,273	-	14,773	1,721,046
<i>Financial liabilities</i>					
Trade and other payables	-	-	-	(136,034)	(136,034)
Borrowings	-	-	-	-	-
Total financial liabilities		-	-	(136,034)	(136,034)
Consolidated 30 June 2022					
<i>Financial assets</i>					
Cash and cash equivalents	0.10%	2,301,931	-	-	2,301,931
Trade and other receivables	-	-	-	77,035	77,035
Total financial assets		2,301,931	-	77,035	2,378,966
<i>Financial liabilities</i>					
Trade and other payables	-	-	-	(115,581)	(115,581)
Borrowings	5.00%	(222,640)	-	-	(222,640)
Total financial liabilities		(222,640)	-	(115,581)	(338,221)

(iii) Interest rate risk

The financial instruments which primarily expose the Group to interest rate risk are cash and cash equivalents held at banks. The Group's exposure to interest rate risk and the effective interest rate for classes of financial assets and financial liabilities are detailed in the table above.

Sensitivity Analysis

An increase/decrease in interest rates on cash at bank of 100 basis points (1.00%) would have a favourable/adverse effect on profit before tax of \$19,360 per annum.

(iv) Foreign currency risk

The Group operates internationally and is exposed to foreign exchange risk arising from exposures to the US dollar. Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the entity's functional currency.

Sensitivity Analysis

The Group's sensitivity to an increase/decrease in the Australian dollar against the United States dollar is not material and have therefore not undertaken any further analysis.

NOTES TO THE FINANCIAL STATEMENTS

17. FINANCIAL INSTRUMENTS (continued)

(v) Fair value of financial instruments

AASB 7 *Financial Instruments* requires disclosure of fair value measurements by level of the following fair value measurement hierarchy:

- quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1);
- inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices) (level 2); and
- inputs for the asset or liability that are not based on observable market data (unobservable inputs) (level 3).

The fair value of financial assets and liabilities must be estimated for recognition and measurement or for disclosure purposes.

The carrying value less impairment allowance of trade receivables and payables are assumed to approximate their fair values due to their short term nature.

The Group's principal financial instruments consist of cash and deposits with banks (Level 1), trade and other receivables and trade and other payables (Level 2). The main purpose of these non-derivative financial instruments is to finance the Group's operations.

18. OPERATING SEGMENTS

AASB 8 *Operating Segments* requires operating segments to be identified on the basis of internal reports about components of the Group that are regularly reviewed by the chief operating decision maker in order to allocate resources to the segment and to assess its performance.

The Group's operating segments have been determined with reference to the monthly management accounts used by the Chief Operating Decision Maker to make decisions regarding the Group's operations and allocation of working capital. Due to the size and nature of the Group, the Board as a whole has been determined as the Chief Operating Decision Maker.

The Group has identified only one reportable segment, being the provision of Internet of Things (IOT) services and products in the Australasia region.

The revenues and results of this segment are those of the Group as a whole and are set out in the Consolidated Statement of Profit or Loss and Other Comprehensive Income. The segment assets and liabilities of this segment are those of the Group and are set out in the Consolidated Statement of Financial Position.

19. CONTINGENT LIABILITIES

The Directors of the Group are not aware of any contingent liabilities which require disclosure in the financial year ended 30 June 2023.

20. SUBSEQUENT EVENTS

In July 2023, the Group further received approximately \$6,000 from Focus Minerals Ltd (ASX: FML) in respect to a historical royalty granted to the Company in 1995 over a mining tenement near Coolgardie, Western Australia which has been brought to account at 30 June 2023.

No other matters or circumstance has arisen since 30 June 2023 that has affected, or may significantly affect the Group's operations, the result of those operations, or the Group's state of affairs in future financial years.

NOTES TO THE FINANCIAL STATEMENTS

21. PARENT ENTITY INFORMATION

The following detailed information is related to the parent entity, Connected IO Limited, as at 30 June 2023 and 30 June 2022.

	2023	2022
	\$	\$
Current assets	1,721,046	2,378,966
Non-current assets	-	-
Total assets	1,721,046	2,378,966
Current liabilities	136,034	338,221
Non-current liabilities	-	-
Total liabilities	136,034	338,221
Contributed equity	76,204,004	76,204,004
Reserves	3,663,946	3,663,946
Accumulated losses	(78,282,938)	(77,827,205)
Total equity	1,585,012	2,040,745
Loss for the year	(455,733)	(1,208,316)
Other comprehensive loss for the year	-	-
Total comprehensive loss for the year	(455,733)	(1,208,316)

DIRECTORS' DECLARATION

The Directors of the Company declare that:

1. in the Directors' opinion, the financial statements and accompanying notes are in accordance with the *Corporations Act 2001* and:
 - (a) comply with Accounting Standards and the *Corporations Regulations 2001*; and
 - (b) give a true and fair view of the Group's financial position as at 30 June 2023 and of its performance for the year ended on that date;
2. Note 1 confirms that the financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board;
3. in the directors' opinion, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable;
4. the remuneration disclosures included in the directors' report (as part of the audited Remuneration Report), for the year ended 30 June 2023, comply with section 300A of the *Corporations Act 2001*; and

This declaration is made in accordance with a resolution of the Board of Directors and is signed for and on behalf of the directors by:



Adam Sierakowski
Director

Perth, Western Australia
4 September 2023

INDEPENDENT AUDITOR'S REPORT

To the Members of Connected IO Limited

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Connected IO Limited ("the Company") and its controlled entities ("the Group"), which comprises the consolidated statement of financial position as at 30 June 2023, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

In our opinion, the accompanying financial report of the Group is in accordance with the *Corporations Act 2001*, including:

- (a) giving a true and fair view of the Group's financial position as at 30 June 2023 and of its financial performance for the year then ended; and
- (b) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* ("the Code") that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined that there are no key audit matters to be communicated in our report.

Information Other than the Financial Report and Auditor's Report Thereon

The directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 30 June 2023, but does not include the financial report and our auditor's report thereon.

hlb.com.au

HLB Mann Judd (WA Partnership) ABN 22 193 232 714

Level 4, 130 Stirling Street, Perth WA 6000 / PO Box 8124 Perth BC WA 6849

T: +61 (0)8 9227 7500 **E:** mailbox@hlbwa.com.au

Liability limited by a scheme approved under Professional Standards Legislation.

HLB Mann Judd (WA Partnership) is a member of HLB International, the global advisory and accounting network.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report, or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the Financial Report

The directors of the Company are responsible for the preparation of the 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 financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial report of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON THE REMUNERATION REPORT

Opinion on the Remuneration Report

We have audited the Remuneration Report included within the directors' report for the year ended 30 June 2023.

In our opinion, the Remuneration Report of Connected IO Limited for the year ended 30 June 2023 complies with Section 300A of the *Corporations Act 2001*.

Responsibilities

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.



HLB Mann Judd
Chartered Accountants

Perth, Western Australia
4 September 2023



N G Neill
Partner

ASX ADDITIONAL INFORMATION

Pursuant to the Listing Rules of the Australian Securities Exchange, the shareholder information set out below was applicable as at 25 August 2023.

A. Distribution of Equity Securities

Analysis of numbers of shareholders by size of holding:

Distribution	Number of Shareholders	Number of Shares	% Units
1 – 50,000	486	5,733,165	1.80
50,001 – 500,000	189	39,099,130	12.30
500,001 – 1,000,000	24	17,940,280	5.64
1,000,001 – 2,000,000	11	14,784,058	4.65
2,000,001 – 4,000,000	24	67,693,447	21.29
4,000,001 Over	23	172,669,385	54.32
	757	317,919,465	100.00

Shareholding of less than a marketable parcel of ordinary shares is unable to be calculated due to the suspension of the Company and no share price being available.

B. Substantial Shareholders

An extract of the Group's Register of Substantial Shareholders (who hold 5% or more of the issued capital) is set out below:

	Shareholder Name	Issued Ordinary Shares	
		Number	%
1	MR MATTHEW LUMB	21,000,000	5.36

C. Twenty Largest Shareholders

The names of the twenty largest holders of quoted shares are listed below:

	Shareholder Name	Issued Ordinary Shares	
		Number	%
1	MR MATTHEW LUMB	21,000,000	5.36
2	AUSTRALIAN EXECUTOR TRUSTEES LIMITED <NO 1 ACCOUNT>	15,800,000	4.03
3	924 PTY LTD	14,286,996	3.65
4	ACN 633 210 125 PTY LTD <633 210 125 A/C>	13,932,124	3.56
5	MRS SHARON LUMB	12,922,803	3.30
6	CESA NOMINEES PTY LTD <CESA INVESTMENT A/C>	12,900,000	3.29
7	SPLENDOR LIMITED	12,600,000	3.22
8	IML HOLDINGS PTY LTD	9,168,064	2.34
9	MRS ROBYN MAREE MELVILLE + MR SIMON THOMAS MELVILLE <S & R MELVILLE SF A/C>	8,013,227	2.05
10	BENGAL CAPITAL PTY LTD <BENGAL CAPITAL FAMILY A/C>	7,500,000	1.91
11	PRAHA NOMINEES PTY LTD <JAG UNIT A/C>	7,100,000	1.81
12	CITICORP NOMINEES PTY LIMITED	6,388,540	1.63
13	SINO JOY GROUP LIMITED	6,250,000	1.60
14	HARDWOOD HOLDINGS PTY LTD	6,000,000	1.53
14	WESTEND CAPITAL PTY LTD <HAWKSTONE A/C>	6,000,000	1.53

ASX ADDITIONAL INFORMATION (CONTINUED)

	Shareholder Name	Issued Ordinary Shares	
		Number	%
16	PONDEROSA INVESTMENTS WA PTY LTD <THE PONDEROSA INVESTMENT A/C>	5,786,354	1.48
17	MS JACQUELINE GRACE DOHERTY <JACQUELINE DOHERTY TT A/C>	5,250,000	1.34
17	MR JOSHUA KIERAN DOHERTY <JOSHUA DOHERTY TT A/C>	5,250,000	1.34
17	MR NICHOLAS JAMES DOHERTY <NICHOLAS DOHERTY TT A/C>	5,250,000	1.34
17	MR SIMON CHARLES DOHERTY <SIMON DOHERTY TT A/C>	5,250,000	1.34
	TOTAL	186,648,108	47.65

D. Listed Options

As at the date of this report there were nil listed options on issue in the Group.

E. Voting Rights

In accordance with the Company's Constitution, voting rights in respect of ordinary shares are on a show of hands whereby each member present in person or by proxy shall have one vote and upon a poll, each share will have one vote.

F. Unquoted Securities

Class A Performance Rights		
Number of Class A Performance Rights	1,000,000	
Number of Holders	1	
Holders with more than 20%	Mr Yakov Temov – 100%	
Class B Performance Rights		
Number of Class B Performance Rights	1,000,000	
Number of Holders	1	
Holders with more than 20%	Mr Yakov Temov – 100%	
Unlisted Options (\$0.03; 1 Jul 2024)		
Number of Unlisted Options	62,000,000	
Number of Holders	9	
Holders with more than 20%	Mr Matthew Lumb - 34%	
Unlisted Options (\$0.03; 1 Jul 2024)		
Number of Unlisted Options	9,000,000	
Number of Holders	3	
Holders with more than 20%	Shenton James Pty Ltd – 56%	

ASX ADDITIONAL INFORMATION (CONTINUED)

G. On Market Buy-Back

There is no current on market buy-back for any of the Group's securities.

H. Restricted Securities

There are currently no restricted securities on issue.

I. Details of Performance Rights

In December 2019, following shareholder approval granted at the Group's 2019 Annual General Meeting, 1,000,000 Class A Performance Rights and 1,000,000 Class B Performance Rights (post-consolidation) were granted to Mr Temov as an incentive to provide ongoing dedicated services to the Group. The Performance Rights were granted at nil consideration, do not have an exercise price and will expire on 31 December 2023. Each Performance Right will vest and convert to one fully paid ordinary share subject to the satisfaction of certain Performance Milestones, completion of a vesting period of 12 months and Mr Temov's continued engagement as Managing Director.

The Performance Milestones are:

- (i) Class A Performance Rights – The Company and its subsidiaries achieve aggregate gross revenue of greater than AUD \$4 million during any calendar year ending on or before 31 December 2022.
- (ii) Class B Performance Rights – The Company and its subsidiaries achieve aggregate gross revenue of greater than AUD \$8 million during any calendar year ending on or before 31 December 2022.

During the year ended 30 June 2021, Mr Temov resigned as Managing Director of the Group. As a result of his resignation, the conditions associated with the Performance Rights have not been satisfied and therefore the Performance Rights will not vest to Mr Temov.