



# FINANCIAL REPORT

YEAR ENDED 30 JUNE 2025

SAFEROADS HOLDINGS LIMITED

ABN 81 116 668 538

RELEASED 19 September 2025

# CHAIRMAN AND MANAGING DIRECTOR'S OVERVIEW

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for the year ended 30 June 2025

Dear Shareholders,

## *FINANCIAL OVERVIEW and outlook*

On behalf of the Board, we are pleased to provide the following overview of what has been a transformational year for Saferoads Holdings Limited (**SRH, Saferoads or Company**).

Following the strategic review of the options available to the Board, we decided that a sale of the Road Safety Rentals (RSR) business was the best way to unlock significant unrealized value for shareholders. We conducted an expression of interest process that resulted in the \$10.8m sale of RSR to the international owned On-Site Rentals group (**On-Site**). Upon the successful completion of this transaction, On-Site have now added barrier rentals to their existing and significant Australia-wide equipment hire business. We look forward to working with them to assist with the expansion of that new business segment. As part of this on-going relationship, we have a three-year product supply agreement with On-Site. To date they have ordered over \$3m of our road barrier products that will be shipped in the first half of FY26. We will retain the working capital necessary to continue to support product sales to them to further expand their rental fleet.

The sale of RSR provided the necessary funds to repay all bank and asset finance debt. The overall profit made on the RSR sale was \$4.8m and we distributed a significant portion of that to shareholders in May 2025 with a 10 cent per share fully franked dividend. After that dividend was paid we retained \$3.5m in cash reserves. At this time, these cash reserves will remain largely intact in FY26 as the current outlook for the remaining products sales business is to return to a better than break even trading position for the FY26 financial year.. We are in the process of strengthening our products sales resources with the objective of regaining some market share that we lost during the past few years. We have also recently exercised a five year lease extension option over our Pakenham office and factory facility to ensure stability with our property requirements moving forward.

The attached financial statements clearly show the FY2024 and FY2025 results from our products sales business and the significant contribution in both those years from the RSR business component. The 2025 trading loss of \$923,414 from those continuing operations was a significant reduction from the comparative 2024 trading loss of \$1,962,655 once that result is adjusted for the once off write offs of Intangibles and the Deferred Tax Assets of \$2,214,622. This improvement should continue in FY2026 assisted by the sales of product to On-Site and the significant reduction in overhead expenses. We have an expectation that those On-Site sales will continue however there remains uncertainty on that and also our ability to recapture product sales market share in what remains as a very competitive marketplace.

## *Acknowledgments*

After such a transformational period, we would like to acknowledge and thank our staff and management team for their ongoing commitment to the Company and our business in what was a very challenging year for them. Our special thanks to those members of staff that transferred to On-Site as an important pre-condition of the sale of the RSR business. We also sincerely thank all our shareholders for their continued support. We were of course very pleased with the outcome of the RSR sale and the 10 cent fully franked dividend we were able to pay to you out of the proceeds of the sale. Our primary focus continues to be the improvement of the financial performance and sustainability of our Company, and we believe we have the right people and strategy going forward to achieve this.

**David Ashmore - Chairman**

**Darren Hotchkin - Managing Director**

# DIRECTORS 'REPORT

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The directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'Group') consisting of Saferoads Holdings Limited (referred to hereafter as "Saferoads", the 'company' or 'parent entity') and the entities it controlled at the end of, or during, the year ended 30 June 2025.

## DIRECTORS

The following people were directors of Saferoads Holdings Limited during the whole of the financial year and up to the date of this report, unless otherwise stated:

David Ashmore	Non-Executive Chairman	Appointed 22 November 2012
Darren Hotchkin	Managing Director	Appointed 21 October 2005
Steven Difabrizio	Non-Executive Director	Appointed 7 September 2021

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## DIRECTOR PROFILES

### **David Ashmore (FCA GAICD F.FIN)** **Non-Executive Chairman**

David Ashmore was appointed to the Board on 22 November 2012. He was appointed Chairman of the Board on 19 August 2013. He is Chairman of the Audit and Risk Committee and a member of the Remuneration/Nomination Committee.

David is a career Chartered Accountant with 40 years of professional public practice experience focused on audit, finance, due diligence, risk and governance advisory. He is a Fellow of the Institute of Chartered Accountants in Australia, a Graduate member of the Australian Institute of Company Directors and a Fellow of the Financial Services Institute of Australia.

David has not served as a Director of any other listed companies during the preceding three years.

### **Darren Hotchkin** **Managing Director**

Darren Hotchkin was appointed to the Board on 21 October 2005 as Managing Director. On 7 February 2011 he stepped aside as Managing Director but remained on the Board as a Non-Executive Director. He was re-appointed as Managing Director on 10 April 2012.

Darren is the founder of Saferoads. He has a background in the automotive industry where he owned and operated several businesses. In 1992, he founded the company now trading as our wholly owned subsidiary, Saferoads Pty Ltd, to commercialise his invention of a rubber guidepost, manufactured from recycled car tyres.

As Managing Director, Darren's key contribution to the business is in the strategic development of the Company's product range and manufacturing processes as well as in business development. He continues to be active in Research and Development and in seeking to effectively expand the Company's product base through international research of products that have the potential to find a sustainable place in the Australian market.

Darren has not served as a Director of any other listed companies during the preceding three years.

**Steven Difabrizio (MBA) (BEng (Civ)) (MAICD)  
Non-Executive Director**

Steven Difabrizio was appointed to the Board on 7 September 2021. He is Chairman of the Remuneration/Nomination Committee and a member of the Audit and Risk Committee.

Mr. Difabrizio has over 20 years' experience in industrial rental businesses. Steven commenced his rental industry career in 1998 with Preston Hire. Preston Hire introduced a patented crane loading platform for high rise building construction to the rental market. The business grew to become an industry leader in Victoria and South Australia and in 2015 was sold into the National Preston Hire Group to consolidate the national brand.

Preston Hoists offered vertical hoist access rental solutions for multi-story construction projects. Preston Hoists became the largest supplier of these products in Victoria and South Australia and was subsequently purchased by Coates Hire in 2003. Steven then turned his focus to another venture, Cassaform, a business that offered construction formwork and propping systems to the industrial building market, with both product sales and rental services. The business grew rapidly with a focus on the Victorian market and was sold in 2019 to an internal business partner.

Steven is a civil engineer and has completed a Masters of Business Administration.

Steven has not served as a Director of any other listed companies during the preceding three years.

#### COMPANY SECRETARY

**Mr Chris Lobb** - appointed 3 July 2025

Mr Lobb was appointed company secretary on 3 July 2025. Chris is a Fellow of the Governance Institute of Australia and a CPA.

**Mr Mark Langham** - appointed 27 May 2024 and resigned 19 July 2024

Mr. Langham is a Chartered Accountant and joined Saferoads in March 2023 as the Group's Chief Financial Officer.

**Mr David Ashmore** - appointed 19 July 2024

Mr. Ashmore is a Chartered Accountant and Non-Executive Chairman of Saferoads. He was appointed as Company Secretary following the resignation of the Group's Chief Financial Officer and Company Secretary in July 2024.

#### INTEREST IN SHARES

As at the date of this report, Directors' interests in the shares of the Company are:

Name	Shares
David Ashmore	1,706,548
Darren Hotchkin	11,393,594
Steven Difabrizio	4,340,549

#### DIVIDENDS

A special dividend was paid since the start of the period being a 10 cent per share fully franked dividend paid on 20 May 2025. The directors do not recommend the payment any further dividend in respect of the period.

## PRINCIPAL ACTIVITIES

The principal activity of the Group during the majority of the year continued to be the sale or rental of road safety products and solutions primarily to end users. The Road Safety Rentals (RSR) component of the business was sold on 1 May 2025 and the business from that point onwards consisted of the continued development and sale of our product range.

Products and services provided include flexible guideposts and signage; rubber-based traffic calming products including separation kerbing and wheel stops; variable messaging sign boards; permanent and temporary public solar lighting poles; permanent and temporary crash cushions including bollards and safety barriers.

In all its activities, the Group remains focused on providing innovative products and materials that protect the safety of all road users – including motorists, road construction workers and pedestrians.

### Operating and financial review

Revenue from ongoing product sales and services declined 14 % to \$5,949,589 (2024 \$6,884,784). This decrease was driven by fierce competition for the continued multiple infrastructure project that continue to be downsized or put on hold due to funding cuts. Revenue from rental services declined for the first time mainly attributable to our inability to fund the expansion of the rental fleet.

The Group reported a loss after tax from its ongoing operations of \$923,414 (2024: \$4,177,277) with the 2024 comparative year significantly affected by \$2,214,622 of intangible asset write-downs and an additional charge of \$325,000 for the fine over the 2021 workplace fatality. The results for the RSR component of the business showed a profit of \$482,974 for the 10 months to 1 May 2025 compared to \$359,712 for the full 2024 comparative year. The sale of this business and its assets on 1 May 2025 to a major international owned hire entity, On-Site Rentals group (On-Site), resulted in a very pleasing \$4,785,963 profit.

The proceeds from the sale of RSR were used to repay all bank and asset finance debts and to pay a 10 cent per share fully franked dividend totaling \$4,370,541 to shareholders. As a result, we have a balance sheet that is substantially debt free, with \$3.5 million in cash reserves, enabling us to focus on further developing the product offer and sales component of the business.

## OUTLOOK

The directors continue with their strategic review to assess the strategic options now available to best add value for shareholders. The product sales business will benefit in FY26 from over \$3 million in product orders from On-Site, the buyer of the RSR business and product sales other than that have shown a modest increase to date. Further specialist resources, however, are being engaged to seek additional product sales.

## SIGNIFICANT CHANGES IN STATE OF AFFAIRS

There were significant changes in the state of affairs of the Group during the financial year following the sale of the RSR business with interest bearing debt down by \$2,811,129, non-current assets down by \$6,035,612, and we now have cash reserves of \$3,495,765 at the end of the period.

## SIGNIFICANT EVENTS AFTER reporting DATE

There has been no matter or circumstance which has arisen since 30 June 2025 that has significantly affected, or may significantly affect the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

## LIKELY DEVELOPMENTS AND EXPECTED RESULTS

Likely developments in the operations of the Group and the expected results of these operations have been set out in the Chairman and Managing Director's Overview.

## INDEMNIFICATION AND INSURANCE OF DIRECTORS AND OFFICERS

The company has indemnified the directors and executives of the Group for costs incurred, in their capacity as a director or executive, for which they may be held personally liable, except where there is a lack of good faith. During the financial year, the company paid a premium in respect of a contract to insure the directors and executives of the Group against a liability to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium.

## INDEMNIFICATION AND INSURANCE OF auditor

The company has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the company or any related entity against a liability incurred by the auditor. During the financial year, the company has not paid a premium in respect of a contract to insure the auditor of the company or any related entity.

## ENVIRONMENTAL REGULATION AND PERFORMANCE

The Group's operations are not regulated by any significant environmental regulations under a law of the Commonwealth or of a state or territory. In respect of its own activities, the Group is not a major emitter of greenhouse gases and falls well below the reporting thresholds set by the National Greenhouse and Energy Reporting Act 2007.

## proceedings on behalf of the company

No person has applied to the Court under section 237 of the *Corporations Act 2001* for leave to bring proceedings on behalf of the Company, or to intervene in any proceedings to which the Company is a party, for the purpose of taking responsibility on behalf of the Company for all or part of those proceedings.

## OPTIONS

At the date of this report, there were no un-issued shares of the Company under option.

## REMUNERATION REPORT (audited)

The Company's remuneration policy is to ensure that the level of remuneration paid to key personnel is market competitive and will help to attract and retain the skills and expertise required. To determine what is a competitive level of remuneration the Company refers to salary information provided by various professional organisations.

### key management personnel

Key Management Personnel ("KMP") is defined by *AASB 124 - Related Party Disclosures*. Only Directors and Executive Management that have the authority and responsibility for planning, directing, and controlling the activities of Saferoads, directly or indirectly and are responsible for the entity's governance are classified as KMP.

The key management personnel of the Group consisted of the following Directors and executives during the year:

David Ashmore	Non-executive Chairman
Darren Hotchkin	Managing Director
Steven Difabrizio	Non-executive Director
Mark Langham	Chief Financial Officer (resigned 19 July 2024)
Trent Loveless	Chief Operating Officer (transferred with RSR business 1 May 2025)
Brendan Price	General Manager (promoted 1 May 2025)

### Remuneration of Directors and Key Management Personnel

#### Non-executive Directors

Total remuneration for non-executive Directors for 2024-25 was \$234,575. Their remuneration packages comprised only fixed Directors' fees plus statutory superannuation (where applicable) and were within the limits set out in the Company's constitution. Currently this limit is set at \$350,000 per annum and can only be changed at a general meeting.

#### Executive Director

Mr Darren Hotchkin, Managing Director, received total remuneration of \$382,049 (2024 \$445,275) In addition, Mr Hotchkin was eligible for but did not receive a discretionary bonus based on the Company's financial performance exceeding the targeted profit for FY2025.

### PERFORMANCE-BASED REMUNERATION

A performance-based bonus of \$50,000 was paid to the Chief Operating Officer who was instrumental in the development of the RSR business and transferred with it to the purchaser. No other amounts were paid or are payable to key management personnel, including the Managing Director for the year (FY2024: NIL).

A summary of Company performance for the past five financial years is below.

	2025	2024	2023	2022	2021
EPS (cents)	9.94	(9.54))	(0.53)	0.17	1.44
Net profit/(loss) (\$)	4,345,523	(3,817,565)	(197,407)	64,289	535,173
Share price -year end	\$0.10	\$0.05	\$0.13	\$0.14	\$0.21

## EMPLOYMENT CONTRACTS

Executive employment agreements have been entered into with the Managing Director, Chief Operating Officer and the Chief Financial Officer as disclosed. These agreements are of a standard form containing provisions of confidentiality and restraint of trade usually required in such agreements. Payments to be made on termination of an executive employment contract have been clearly detailed and are limited to payout of accrued leave entitlements and up to four months' salary as redundancy or termination pay.

## REMUNERATION OF DIRECTORS AND Key management personnel

30 June 2025

	Short Term					Long Term	Share Based Payment	Total	Performance Related
	Salaries & Fees	** Non-monetary	Cash Bonus	Termination Payment	Super-annuation	Long Service Leave	Options		
	\$	\$	\$	\$	\$	\$	\$	\$	%
<b>Non Executive Directors</b>									
D Ashmore ***	108,374	-	-	-	7,426	-	-	115,800	-
S. Difabrizio ***	118,775	-	-	-	-	-	-	118,775	-
<b>Executive Director</b>									
D Hotchkin	298,708	48,230	-	-	28,279	6,832	-	382,049	-
<b>Executive</b>									
T Loveless*	182,000	-	50,000	-	20,930	-	-	252,930	
B Price*	43,333	-	-	-	4,983	8,077	-	56,393	-
M Langham*	12,115	-	-	5,292	1,393	-	-	18,800	-
<b>Total</b>	<b>763,305</b>	<b>48,230</b>	<b>50,000</b>	<b>5,292</b>	<b>63,011</b>	<b>14,909</b>	<b>-</b>	<b>944,747</b>	<b>-</b>

\* Mr. Langham resigned as Chief Financial Officer on 19 July 2024, Mr Loveless transferred with RSR to On Site Rentals on 1 May 2025 and Mr Price was promoted to General Manager on 1 May 2025.

\*\* Non-monetary benefits comprise entirely of motor vehicle fringe benefits

\*\*\* Amounts include fees for temporary executive accounting and secretarial services

30 June 2024

	Short Term					Long Term	Share Based Payment	Total	Performance Related
	Salaries & Fees	Non-monetary*	Cash Bonus	Termination Payment	Super-annuation	Long Service Leave	Options		
	\$	\$	\$	\$	\$	\$	\$	\$	%
<b>Non Executive Directors</b>									
D Ashmore	65,158	-	-	-	6,842	-	-	72,000	-
S. Difabrizio	56,000	-	-	-	-	-	-	56,000	-
<b>Executive Director</b>									
D Hotchkin	298,708	73,765	-	-	26,786	46,018**	-	445,275	-
<b>Executive</b>									
T Loveless	212,940	14,228	-	-	23,423	4,439	-	255,030	
M Langham	<b>204,750</b>	-	-	-	<b>22,523</b>	<b>(12)</b>	-	<b>227,261</b>	-
<b>Total</b>	<b>837,263</b>	<b>87,991</b>	-	-	<b>79,867</b>	<b>50,445</b>	-	<b>1,055,566</b>	-

\* Non-monetary benefits comprise entirely of motor vehicle fringe benefits

\*\* The amount for Mr Hotchkin is for his pro-rata entitlement relating to multiple years of service.

## SHAREholdings of key management personnel

Shares held in Saferoads Holdings Limited:

	<b>Balance at 1 July 2024</b>	<b>Acquired through On- Market trade</b>	<b>Acquired through Dividend Reinvestment Plan</b>	<b>Acquired through Rights Issue</b>	<b>Sold</b>	<b>Balance at 30 June 2025</b>
<b>Directors</b>						
D Hotchkin	11,393,594	-	-	-	-	11,393,594
D Ashmore	1,706,548	-	-	-	-	1,706,548
S Difabrizio	4,340,549	-	-	-	-	4,340,549
<b>Executive</b>						
M Langham	-	-	-	-	-	-
T Loveless	-	-	-	-	-	-
B Price						
<b>Total</b>	<b>17,440,691</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>17,440,691</b>

All equity transactions with Key Management Personnel have been entered into under terms and conditions no more favourable than those the entity would have adopted if dealing at arm's length.

### Other transactions with key management personnel

During the financial year the Group purchased consumable manufacturing materials at normal commercial rates from an entity related to Mr D. Hotchkin. Mr D. Hotchkin is an unpaid director and shareholder of this entity. The total payments were \$25,649 (2024: \$39,842), with nil included in Trade payables at 30 June 2025 (2024: \$3,000).

During the financial year the Group purchased design and modelling services at normal commercial rates from an entity related to Mr D. Hotchkin. Mr D. Hotchkin is not a director or employee of this entity, and his interest is as a Shareholder only. The total payments were \$27,600 (2024: \$171,020), with \$6,000 in Trade payables at 30 June 2025 (2024: \$nil).

During the 2024 financial year an entity related to Mr D. Hotchkin purchased goods at normal commercial rates for \$6,000

During the 2025 financial year an entity related to Mr S Difabrizio purchased goods at normal commercial rates for \$2,350 (2024 \$nil) with no amount owing in trade receivables at 30 June 2025.

End of audited Remuneration Report.

### DIRECTORS 'MEETINGS

The number of meetings of Directors (including meetings of committees of Directors) held during the year, and the number of meetings attended by each Director, were as follows:

Names	Directors		Audit & Risk		Remuneration/Nomination	
	Eligible	Attended	Eligible	Attended	Eligible	Attended
Mr D Ashmore	10	10	6	6	1	1
Mr D Hotchkin	10	10	6	4	1	1
Mr S Difabrizio	10	10	6	6	1	1

### non-AUDIT services

During the year, Crowe Audit Australia, the Company's auditors, performed no other services in addition to their statutory audit duties. Details of the amounts paid to the auditors for audit services provided during the year are set out in Note 22 to the financial statements.

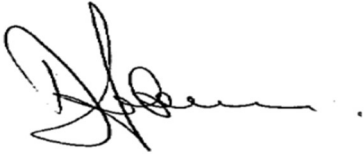
### Rounding of amounts

Saferoads Holdings Limited is a type of Company that is referred to in ASIC Corporations (Rounding in Financial/Directors 'Reports) Instrument 2016/191 and therefore the amounts contained in this report and in the financial report have been rounded to the nearest dollar.

### AUDITORS 'INDEPENDENCE DECLARATION

The attached independence declaration has been obtained from the Company's auditors, Crowe Audit Australia.

Signed in accordance with a resolution of Directors

A handwritten signature in black ink, appearing to read 'David Ashmore', with a small dot at the end.

**David Ashmore**

**Director**

**19 September 2025**

## Auditor's Independence Declaration Under Section 307c of the *Corporations Act 2001*

To the Directors of Saferoads Holdings Limited

I declare that, to the best of my knowledge and belief, during the year ended 30 June 2025, there have been:

- (i) no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit;  
and
- (ii) no contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Saferoads Holdings Limited and the entity it controlled during the year.

Crowe Audit Australia

**Crowe Audit Australia**



**Gordon Robertson**

Partner

19 September 2025

Melbourne

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**SAFEROADS HOLDINGS LIMITED**  
**Consolidated Statement of Profit or Loss**  
**and Other Comprehensive Income**  
**FOR THE YEAR ENDED 30 JUNE 2025**



	Notes	CONSOLIDATED	
		2025 \$	2024 \$
<b>Revenue from continuing operations</b>			
Revenue from product sales	4	5,949,589	6,884,784
Other income	4	114,668	143,172
<b>Total revenue and other income from continuing operations</b>		<b>6,064,257</b>	<b>7,027,955</b>
Raw material, finished goods and logistics		(3,296,432)	(4,002,373)
Employee benefits		(1,923,188)	(2,739,961)
Insurance		(109,942)	(131,012)
Motor vehicle costs		(31,021)	(68,388)
Occupancy costs		(72,574)	(56,419)
Professional fees		(348,817)	(277,787)
Travel and accommodation costs		(23,017)	(96,812)
IT & Communications costs		(108,333)	(83,619)
Warehouse costs		(120,647)	(119,921)
Marketing costs		(182,226)	(164,511)
Other expenses		(230,489)	(380,971)
Impairment of intangible assets		-	(1,062,029)
Depreciation and amortisation	4	(448,319)	(763,003)
Earnings before interest and tax (EBIT) from continuing operations		(830,748)	(2,918,850)
Finance costs	4	(92,667)	(105,835)
<b>Profit/(loss) before income tax from continuing operations</b>		<b>(923,414)</b>	<b>(3,024,684)</b>
Income tax benefit/(expense)	5	-	(1,152,593)
<b>Net profit/(loss) from continuing operations</b>		<b>(923,414)</b>	<b>(4,177,277)</b>
<b>Net profit/(loss) from discontinuing operations</b>	8	<b>5,268,937</b>	<b>359,712</b>
<b>Net profit/(loss) attributable to members of the parent</b>		<b>4,345,523</b>	<b>(3,817,565)</b>
Other comprehensive income		-	-
Total comprehensive income/(loss) for the period		4,345,523	(3,817,565)
<b>Total comprehensive income/(loss) attributable to members of the parent</b>		<b>4,345,523</b>	<b>(3,817,565)</b>
<b>Earnings per share</b>		<b>Cents</b>	<b>Cents</b>
- Basic for profit/(loss) for the full year	6	9.94	(9.54)
- Diluted for profit/(loss) for the full year	6	9.94	(9.54)
Dividend paid per share (cents)	7	10.00	-

*The accompanying notes form part of these financial statements*

**SAFEROADS HOLDINGS LIMITED**  
**Consolidated Statement of Financial Position**  
AS AT 30 JUNE 2025



	Notes	CONSOLIDATED	
		2025 \$	2024 \$
<b>ASSETS</b>			
<b>Current Assets</b>			
Cash and cash equivalents	9	3,495,765	-
Trade and other receivables	10	1,040,257	1,631,611
Inventories	11	1,279,310	1,667,745
Prepayments		520,152	171,751
<b>Total Current Assets</b>		<b>6,335,485</b>	<b>3,471,107</b>
<b>Non-current Assets</b>			
Property, plant and equipment	12	2,131,977	8,144,215
Intangible assets	13	-	-
Deferred tax assets	5	-	-
Other non-current assets		111,880	135,254
<b>Total Non-current Assets</b>		<b>2,243,857</b>	<b>8,279,469</b>
<b>TOTAL ASSETS</b>		<b>8,579,342</b>	<b>11,750,576</b>
<b>LIABILITIES</b>			
<b>Current Liabilities</b>			
Bank overdraft	9	-	361,716
Trade and other payables	14	997,269	1,741,189
Contract liabilities		172,072	297,502
Interest-bearing loans and borrowings	15	45,020	2,414,881
Lease liabilities	16	266,639	760,265
Provisions	17	393,357	487,376
<b>Total Current Liabilities</b>		<b>1,874,356</b>	<b>6,062,930</b>
<b>Non-current Liabilities</b>			
Interest-bearing loans and borrowings	15	56,481	136,633
Trade and other payables	14	420,000	-
Lease liabilities	16	1,512,167	791,536
Provisions	17	8	18,131
<b>Total Non-current Liabilities</b>		<b>1,988,655</b>	<b>946,300</b>
<b>TOTAL LIABILITIES</b>		<b>3,863,012</b>	<b>7,009,229</b>
<b>NET ASSETS</b>		<b>4,716,330</b>	<b>4,741,347</b>
<b>EQUITY</b>			
Contributed equity	18	6,012,220	6,012,220
Retained earnings / (Accumulated losses)	18	(1,295,890)	(1,270,873)
<b>TOTAL EQUITY</b>		<b>4,716,330</b>	<b>4,741,347</b>

*The accompanying notes form part of these financial statements*

**SAFEROADS HOLDINGS LIMITED**  
**Consolidated Statement of Changes in Equity**  
**FOR THE YEAR ENDED 30 JUNE 2025**



	Contributed Equity	Retained Earnings (Losses)	Total Equity
	\$	\$	\$
<b>CONSOLIDATED</b>			
<b>At 1 July 2023</b>	5,593,998	2,546,693	8,140,691
Net profit/(loss) for the period	-	(3,817,565)	(3,817,565)
Other comprehensive income for the period	-	-	-
<b>Total comprehensive income for the period</b>	-	(3,817,565)	(3,817,565)
<b>Transactions with owners in their capacity as owners:</b>			
Contributions of equity, net of transaction costs	418,222	-	418,222
<b>At 30 June 2024</b>	<b>6,012,220</b>	<b>(1,270,872)</b>	<b>4,741,348</b>
<b>At 1 July 2024</b>	<b>6,012,220</b>	<b>(1,270,872)</b>	<b>4,741,348</b>
Net profit/(loss) for the period	-	4,345,523	4,345,523
Other comprehensive income for the period	-	-	-
<b>Total comprehensive income for the period</b>	-	<b>4,345,523</b>	<b>4,345,523</b>
<b>Transactions with owners in their capacity as owners:</b>			
Dividends paid	-	(4,370,541)	(4,370,541)
<b>At 30 June 2025</b>	<b>6,012,220</b>	<b>(1,295,890)</b>	<b>4,716,330</b>

*The accompanying notes form part of these financial statements*

**SAFEROADS HOLDINGS LIMITED**  
**Consolidated Statement of Cash Flows**  
**FOR THE YEAR ENDED 30 JUNE 2025**



	Notes	CONSOLIDATED	
		2025 \$	2024 \$
<b>Cash flows from operating activities</b>			
Receipts from customers		12,439,813	13,547,121
Payments to suppliers and employees		(11,192,778)	(12,515,562)
<b>Net cash from / (used) operating activities</b>	9	<b>1,247,035</b>	<b>1,031,559</b>
<b>Cash flows from investing activities</b>			
Proceeds from sale of plant & equipment		137,544	88,404
Net proceeds from sale of RSR assets		8,933,981	-
Purchase of plant and equipment		(45,592)	(700,887)
Product development costs	13	-	(230,672)
R&D tax incentive received		-	396,344
<b>Net cash from / (used in) investing activities</b>		<b>9,025,933</b>	<b>(446,811)</b>
<b>Cash flows from financing activities</b>			
Proceeds from borrowings		-	596,208
Repayment of loans and borrowings		(997,809)	(1,210,557)
Repayment of lease & HP liabilities		(821,854)	(630,053)
Proceeds from issue of shares	18	-	437,053
Payment of dividend		(4,370,541)	-
Share issue costs	18	-	(18,831)
Interest received	4	8,448	2,252
Interest paid		(233,731)	(342,646)
<b>Net cash from / (used in) financing activities</b>		<b>(6,415,487)</b>	<b>(1,166,574)</b>
Net increase/(decrease) in cash and cash equivalents		3,857,481	(581,826)
Cash and cash equivalents at beginning of period		(361,716)	220,111
Effects of exchange rate changes on cash		-	(1)
<b>Cash and cash equivalents at end of period</b>	9	<b>3,495,765</b>	<b>(361,716)</b>

*The accompanying notes form part of these financial statements*



## 1 CORPORATE INFORMATION

Saferoads Holdings Limited is a company limited by shares incorporated in Australia whose shares are publicly traded on the Australian Securities Exchange (ASX).

## 2 SUMMARY OF MATERIAL ACCOUNTING POLICIES

The accounting policies that are material to the consolidated entity are set out below. The accounting policies are consistent with those of the previous financial year, unless otherwise stated.

### (a) Basis of preparation

The financial report is a general purpose financial report prepared in accordance with Australian Accounting Standards, Australian Accounting Interpretations of the authoritative pronouncements of the Australian Accounting Standards Board and the Corporations Act 2001. The financial report has also been prepared on a historical cost basis.

Saferoads Holdings Limited is a for-profit entity for the purposes of preparing the financial statements.

### (b) Statement of compliance

The financial report has been prepared in accordance with the requirements of the Corporations Act 2001, Australian Accounting Standards and other authoritative pronouncements of the Australian Accounting Standards Board (AASB). Compliance with Australian Accounting Standards results in full compliance with the International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

#### **New and revised standards that are effective for these financial statements**

The Group has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period.

Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

The adoption of these Accounting Standards and interpretations did not have any significant impact on the financial performance or position of the Group.

The financial statements were authorised for issue by the Directors on 29 August 2025. The Directors have the power to amend and reissue the financial statements.

### (c) Basis of consolidation

The consolidated financial statements comprise the financial statements of the legal parent entity, Saferoads Holdings Limited and one wholly owned subsidiary ('the Group'). The separate financial statements of the parent entity have not been presented within this financial report as permitted by the Corporations Act 2001. Supplementary information about the parent entity is disclosed in Note 24.

The financial statements of the subsidiary are prepared for the same reporting period as the parent company, using consistent accounting policies. Adjustments are made to bring into line any dissimilar accounting policies that may exist. Subsidiaries are those entities over which the consolidated entity has control. The consolidated entity controls an entity when the consolidated entity is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the consolidated entity. They are de-consolidated from the date that control ceases.

All intercompany balances and transactions, including unrealised profits arising from intra-group transactions, have been eliminated in full.

### (d) Foreign currency translation

#### **Functional and presentation currency**

The functional currency of each of the Group's entities is measured using the currency of the primary economic environment in which that entity operates. The consolidated financial statements are presented in Australian dollars which is the parent entity's functional and presentation currency.

#### **Transactions and balances**

Foreign currency transactions are translated into functional currency using the exchange rates prevailing at the date of the transaction. Foreign currency monetary items are translated at the year end exchange rate. Non monetary items measured at historical cost continue to be carried at the exchange rate at the date of the transaction. Non monetary items measured at fair value are reported at the exchange rate at the date when fair values were determined.

Exchange differences arising on the translation of monetary items are recognised in the statement of profit or loss and other comprehensive income.



**(e) Property, plant and equipment**

Property, plant and equipment are stated at cost less any accumulated depreciation and any impairment in value.

Depreciation is calculated on a diminishing value basis or prime cost method, over the estimated useful life, as denoted below:

- Property/leasehold improvements (prime cost - 10% to 50%)
- Plant and equipment (diminishing value and prime cost - 5% to 50%)
- Motor vehicles (diminishing value 18% to 25%)
- Rental equipment (prime cost 5% to 33%)

**(f) Finance costs**

Finance costs attributable to qualifying assets are capitalised as part of the asset. All other finance costs are expensed in the period in which they are incurred.

**(g) Impairment of non-financial assets other than goodwill**

The Group assesses whether there is any indication that an asset may be impaired when events or changes in circumstances indicate the carrying value may not be recoverable. Where an indicator of impairment exists, the Group makes a formal estimate of recoverable amount. Where the carrying amount of an asset exceeds its recoverable amount the asset is considered impaired and is written down to its recoverable amount.

Recoverable amount is the greater of fair value less costs to sell and value in use. It is determined for an individual asset, unless the asset's value in use cannot be estimated to be close to its fair value less costs to sell and it does not generate cash inflows that are largely independent of those from other assets or groups of assets, in which case, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

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.

**(h) Intangible assets**

*Intangibles*

Intangible assets acquired separately are capitalised at cost. Following initial recognition, the cost model is applied to the class of intangible. The useful lives of these intangible assets are assessed to be either finite (between 1 to 10 years) or indefinite.

Where amortisation is charged on assets with finite lives, this expense is taken to the statement of profit or loss and other comprehensive income through the amortisation line item.

Intangible assets, excluding product development costs, created within the business are not capitalised and expenditure is charged against profits in the period in which the expenditure is incurred.

Capitalised Intangible assets are tested for impairment where an indicator of impairment exists, and in the case of indefinite life intangibles annually, either individually or at the cash generating unit level. Useful lives are also examined on an annual basis and adjustments, where applicable, are made on a prospective basis.

*Research and development costs*

Research costs are expensed as incurred. Product Development expenditure incurred on an individual project is carried forward when its future recoverability is probable. Following the initial recognition of the development expenditure, the cost model is applied requiring the asset to be carried at cost less any accumulated amortisation and accumulated impairment losses. Any expenditure carried forward is amortised over the period of expected future sales from the related project. The carrying value of each development project is reviewed for impairment annually when the asset is not yet in use, or more frequently when an indicator of impairment arises during the reporting year indicating that the carrying value may not be recoverable.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss and other comprehensive income when the asset is derecognised.

Any Research and Development tax rebates received or receivable are offset against the respective capitalised development costs to the extent to which they relate to the claim. Research and Development tax rebates are recognised when there is reasonable assurance that the entity will comply with the conditions and that the grants will be received.



**(i) Inventories**

Inventories are valued at the lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

- Raw materials: purchase cost on a first-in, first-out basis;
- Finished goods and work-in-progress: cost of direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity but excluding borrowing costs.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

**(j) Trade and other receivables**

Trade receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any allowance for expected credit losses. 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 losses, trade receivables have been grouped based on days overdue.

**(k) Cash and cash equivalents**

Cash in the statement of financial position comprises cash at bank. For the purposes of the statement of cash flows, cash and cash equivalents consists of cash and cash equivalents as defined above, net of any outstanding bank overdrafts.

**(l) Interest-bearing loans and borrowings**

All loans and borrowings are initially recognised at cost, being the fair value of the consideration received net of issue costs associated with the borrowing. Interest expense is recognised as it accrues. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the effective interest method. Gains and losses are recognised in the statement of profit or loss and other comprehensive income when the liabilities are derecognised as well as through the amortisation process.

**(m) Leases**

For any new contracts entered into, the Group considers whether a contract is, or contains a lease. A lease is defined as 'a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration'. To apply this definition the Group assesses whether the contract meets three key evaluations which are whether:

- the contract contains an identified asset, which is either explicitly identified in the contract or implicitly specified by being identified at the time the asset is made available to the Group
- the Group has the right to obtain substantially all of the economic benefits from use of the identified asset throughout the period of use, considering its rights within the defined scope of the contract
- the Group has the right to direct the use of the identified asset throughout the period of use. The Group assesses whether it has the right to direct 'how and for what purpose' the asset is used throughout the period of use.

At lease commencement date, the Group recognises a right-of-use asset and a lease liability on the balance sheet. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Group, an estimate of any costs to dismantle and remove the asset at the end of the lease, and any lease payments made in advance of the lease commencement date (net of any incentives received).

The Group depreciates the right-of-use assets on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Group also assesses the right-of-use asset for impairment when such indicators exist.

At the commencement date, the Group measures the lease liability at the present value of the lease payments unpaid at that date, discounted using the interest rate implicit in the lease if that rate is readily available or the Group's incremental borrowing rate.

Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed), variable payments based on an index or rate, amounts expected to be payable under a residual value guarantee and payments arising from options reasonably certain to be exercised.

Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is remeasured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments.

The Group has elected to account for short-term leases and leases of low-value assets using the practical expedients. Instead of recognising a right-of-use asset and lease liability, the payments in relation to these are recognised as an expense in profit or loss on a straight-line basis over the lease term.



**(n) Provisions**

Provisions are recognised when the Group has a present obligation (legal and 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.

Where 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.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

**(o) Contributed equity**

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.

**(p) Revenue**

To determine whether to recognise revenue, the Group follows a 5-step process:

1. Identifying the contract with a customer
2. Identifying the performance obligations
3. Determining the transaction price
4. Allocating the transaction price to the performance obligations
5. Recognising revenue when/as performance obligation(s) are satisfied

In all transactions, the total price for a contract is allocated amongst the various performance obligations based on their relative stand-alone selling prices. The transaction price for a contract excludes any amounts collected on behalf of third parties.

Revenue is recognised either at a point in time or over time, when (or as) the Group satisfies performance obligations by transferring the promised goods or services to its customers.

The Group's future obligation to transfer goods or services to a customer for which the Group has received consideration from the customer, that consideration is recognised as a contract liability, and reports these amounts as such in its statement of financial position, until such time as the performance obligations are satisfied. If the Group satisfies a performance obligation before it receives the consideration, the Group recognises either a contract asset or a receivable in its statement of financial position, depending on whether something other than the passage of time is required before the consideration is due.

*Sales of goods*

Revenue is recognised at an amount that reflects the consideration to which the Group is expected to be entitled in exchange for transferring goods or services to a customer. For each contract with a customer, the Group: identifies the contract with a customer; identifies the performance obligations in the contract; determines the transaction price which takes into account estimates of variable consideration and the time value of money; allocates the transaction price to the separate performance obligations on the basis of the relative stand-alone selling price of each distinct good or service to be delivered; and recognise revenue when or as each performance obligation is satisfied in a manner that depicts the transfer to the customer of the goods or services promised.

Revenue from the sale of goods is recognised at the point in time when the performance obligation is satisfied and the customer obtains control of the goods, which is generally at the time of delivery.

*Rendering of services*

The Group rents its equipment to customers and recognises revenue over time based on fixed daily rental rates. Revenue for these transactions is therefore recognised over time based on monthly billing in arrears for rental services provided. In this respect, the Group has a right to the consideration and the amount billed corresponds directly with the value to the customer for the Group's performance completed to date. If a product is returned before month end, revenue is recognised when returned for the period it has been rented. Customers are charged a fee for the deployment to site and the demobilisation of the rental unit. Lease components are recognised separately from performance revenue.



**(q) Income Tax**

Current tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to taxation authorities based on the current period's taxable income. The tax rates and tax laws used to compare the amount are those that are enacted by the reporting date.

Deferred income tax assets are recognised for all deductible temporary differences, carry-forward or 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 future unused tax assets and unused tax losses can be utilised.

The carrying amount of deferred income tax assets is reviewed at each reporting 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.

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

**(r) Other taxes**

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

- where 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 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 the 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.

**(s) Employee benefits**

Provision is made for the Group's liability for employee benefits arising from services rendered by employees to reporting date. Employee benefits expected to be settled wholly within one year have been measured at the amounts expected to be paid when the liability is settled plus related on-costs. All other employee benefit liabilities are measured at the present value of the estimated future cash outflows to be made for those benefits.

**(t) Trade and other payables**

Trade payables and other payables 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.

**(u) Discontinued operations**

A discontinued operation is a component of the consolidated entity that has been disposed of or that represents a separate major line of business or geographical area of operations or is part of single co-ordinated plan to dispose of such a line of business or area of operations. The results of discontinued operations are presented separately on the face of the statement of profit or loss and other comprehensive income.

**(v) Critical Accounting Estimates and Judgements**

The Directors evaluate estimates and judgements incorporated into the financial report based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and are based on current trends and economic data, obtained both externally and within the Group.

**Key Judgements**

**(i) Provision for impairment of receivables**

The provision for impairment of receivables assessment requires a degree of estimation and judgement. It is based on the lifetime expected credit loss, grouped based on days overdue, and makes assumptions to allocate an overall expected credit loss rate for each group. These assumptions include recent sales experience, historical collection rates and forward-looking information that is available. The provision for impairment of receivables is calculated based on the information available at the time of preparation. The actual credit losses in future years may be higher or lower.



**(ii) Provision for impairment of inventories**

The provision for impairment of inventories assessment requires a degree of estimation and judgement. The level of the provision is assessed by taking into account the recent sales experience, the ageing of inventories and other factors that affect inventory obsolescence.

**(iii) Intangible assets - capitalised development costs**

Development expenditure incurred on an individual project is carried forward when its future recoverability is probable. Determining whether the recognition requirements for the capitalisation of these development costs are met requires judgement. After capitalisation, management monitors whether there are any indicators that capitalised costs may be impaired.

**(iv) Recognition of deferred tax assets**

The extent to which deferred tax assets can be recognised is based on an assessment of the probability that future taxable income will be available against which the deductible temporary differences and tax loss carry-forwards can be utilised. No deferred tax assets have been recognised.

**(v) Impairment of Intangibles**

At the end of each reporting period, the Group assesses whether there is any indication that an intangible asset may be impaired. The assessment will include the consideration of external and internal sources of information including whether the net assets of the Group exceed its market capitalisation at reporting date. If such an indication exists, an impairment test is carried out on the asset by comparing the recoverable amount of the asset, being the higher of the asset's fair value less costs of disposal and value in use, to the asset's carrying amount. Any excess of the asset's carrying amount over its recoverable amount is recognised immediately in profit or loss. The Group specifically considers the potential impairment of intangible assets, represented by:

- Capitalised development costs
- Right of use assets

Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

**(vi) Going Concern**

The financial statements have been prepared on the basis that the Group is a going concern, which assumes that the Group will continue normal business activities and the realisation of assets and the settlement of liabilities in the ordinary course of business.



### 3 SEGMENT INFORMATION

The Group's chief operating decision maker (Managing Director) reviews financial information on a consolidated basis and makes strategic decisions based on this consolidated information.

The Group operates predominantly in Australia.

### 4 REVENUES AND EXPENSES

#### From continuing operations Specific Items

Profit/(loss) before income tax expense includes the following revenues and expenses whose disclosure is relevant in explaining the performance of the entity:

#### Disaggregation of revenue

The disaggregation of revenue from contracts with customers is as follows:

	CONSOLIDATED	
	2025	2024
	\$	\$
<b>(i) Revenue</b>		
Revenue from product sales - point in time	5,806,054	6,709,456
Revenue from provision of services - over time	143,535	175,328
	<b>5,949,589</b>	<b>6,884,784</b>
<b>(ii) Other income</b>		
Net gain/(loss) on sale of assets	94,384	(15,019)
Interest	8,448	2,252
R&D tax rebate	7,857	142,878
Net foreign exchange gains/(losses)	(3,991)	(16,759)
Other	7,970	29,818
	<b>114,668</b>	<b>143,172</b>
	<b>6,064,257</b>	<b>7,027,955</b>
<b>(iii) Expenses</b>		
Depreciation and amortisation		
- Property, plant & equipment	265,079	357,838
- Right-of-use assets	183,240	192,500
- Intangible assets	-	212,664
	<b>448,319</b>	<b>763,003</b>
Impairment of non-current assets		
- Intangible assets	-	1,062,029
	-	<b>1,062,029</b>
Finance costs		
- Bank borrowings	62,131	67,079
- Leasing arrangements	30,536	38,755
	<b>92,667</b>	<b>105,834</b>
Bad debts written off	-	13,839
Provision for expected credit losses	(18,336)	3,205

**SAFEROADS HOLDINGS LIMITED**  
**Notes to the Financial Statements**  
**FOR THE YEAR ENDED 30 JUNE 2025**



**5 INCOME TAX**

	<b>CONSOLIDATED</b>	
	<b>2025</b>	<b>2024</b>
	<b>\$</b>	<b>\$</b>
<b>(a) Income tax (expense)/ benefit</b>		
Current income tax	-	-
Write off of Deferred Tax Asset	-	(1,152,593)
	-	(1,152,593)
<i>Numerical reconciliation of income tax benefit and tax at the statutory rate</i>		
Profit/(loss) before income tax expense	<b>4,345,523</b>	(2,664,973)
Tax at the statutory tax rate of 25.00% (2024: 25.00%)	<b>1,086,381</b>	(666,243)
Tax effect amounts which are not (deductible) / taxable in calculating taxable income:		
Temporary differences	<b>(46,184)</b>	270,366
Non-deductible expenses - Worksafe Fine	-	81,274
Effect of R&D Rebate @ 43.5% of eligible expenses	-	76,779
R&D tax incentive income - non assessable	-	(35,719)
Deferred Tax Asset on tax losses not recognised - current period	-	273,543
Deferred tax assets derecognised	-	1,152,593
Recognition of deferred tax asset from carried forward tax losses to offset current year tax expense	<b>(1,040,197)</b>	-
	-	<b>1,152,593</b>
<b>(b) Movement in deferred tax assets</b>		
Opening balance	-	1,152,593
Transferred to profit and loss	-	(1,152,593)
Closing Balance	-	-
<b>(c) Deferred tax assets not brought to account at reporting date</b>		
Operating losses	<b>756,134</b>	1,708,639
Temporary Differences	<b>159,966</b>	25,109
Capital losses	<b>458,037</b>	458,037

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.



## 6 EARNINGS PER SHARE

Basic earnings per share amounts are calculated by dividing net profit/(loss) for the year attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares outstanding during the year.

Diluted earnings per share amounts are calculated by dividing the net profit/(loss) attributable to ordinary shareholders by the weighted average number of ordinary shares outstanding during the year (adjusted for the effects of dilutive options).

The following reflects the income and share data used in the total operation's basic and diluted earnings per share computations:

	CONSOLIDATED	
	2025 \$	2024 \$
Net profit/(loss) from continuing operations	(923,414)	(4,177,277)
Net profit/(loss) from discontinuing operations	5,268,937	359,712
Net profit/(loss) attributable to equity holders	4,345,523	(3,817,565)
Net profit/(loss) attributable to equity holders of the parent	4,345,523	(3,817,565)
Net profit/(loss) attributable to ordinary shareholders for diluted earnings per share	4,345,523	(3,817,565)
Weighted average number of ordinary shares for basic earnings per share	43,705,405	40,020,644
Adjusted weighted average number of ordinary shares for diluted earnings per share	43,705,405	40,020,644
	<b>Cents</b>	Cents
- Basic for profit/(loss) for the full year from continuing operations	(2.11)	(10.44)
- Diluted for profit/(loss) for the full year from continuing operations	(2.11)	(10.44)
- Basic for profit/(loss) for the full year from discontinuing operations	12.05	0.90
- Diluted for profit/(loss) for the full year from discontinuing operations	12.05	0.90
- Basic for profit/(loss) for the full year	9.94	(9.54)
- Diluted for profit/(loss) for the full year	9.94	(9.54)

For the purpose of calculating earnings and dividends per share, it is the ordinary shares of the legal parent that is used, being the proportionate weighting of the 43,705,405 (2024: 43,705,405) shares on issue.

## 7 DIVIDENDS PAID AND PROPOSED

	CONSOLIDATED	
	2025 \$	2024 \$
<b>Equity dividends on ordinary shares:</b>		
Interim franked dividend paid for 2025: 10.0 cents (2024: 0.0 cents)	4,370,541	-
Dividends proposed and not recognised as a liability:		
Final franked dividend for 2025: 0.0 cents (2024: 0.0 cents)	-	-
<b>Franking Credit Balance:</b>		
The amount of franking credits available for future reporting periods after the payment of income tax, adjustment for R&D grants receivable and the impact of dividends proposed.	1,393,743	2,858,447



**8 DISCONTINUED OPERATIONS**

On 24 March 2025 the group signed an agreement to sell the Road Safety Rental assets to Onsite Rental Group (Onsite) for consideration of \$10.8 million. The sale required the transfer of the complete rental fleet, key personnel, long term rental contracts and a leased site. The road safety rental business operated for the 10 months until settlement date of 1 May 2025 and the 2025 discounting operating results are for the 10 months to 1 May 2025.

**Financial performance information**

	<b>CONSOLIDATED</b>	
	<b>2025</b>	<b>2024</b>
	<b>\$</b>	<b>\$</b>
<b>Revenue</b>		
Revenue from road safety rental	<b>4,292,228</b>	5,702,033
<b>Expenses</b>		
Raw material, finished goods and logistics	<b>(1,221,389)</b>	(1,532,201)
Employee benefits	<b>(845,582)</b>	(1,293,963)
Fines and penalties	-	(325,000)
Insurance	<b>(89,449)</b>	(111,249)
Motor vehicle costs	<b>(81,194)</b>	(140,725)
Occupancy costs	<b>(9,446)</b>	(13,643)
Travel and accommodation costs	<b>(43,367)</b>	(40,183)
IT & Communications costs	<b>(85,251)</b>	(67,536)
Warehouse costs	<b>(75,012)</b>	(155,365)
Marketing costs	<b>(81,224)</b>	(51,312)
Other expenses	<b>(33,307)</b>	(109,227)
Impairment of fixed assets	-	(105,091)
Earnings before interest, tax depreciation and amortisation	<b>1,727,008</b>	1,756,537
Depreciation and amortisation	<b>(1,064,052)</b>	(1,160,900)
Earnings before interest and tax	<b>662,956</b>	595,637
Finance costs	<b>(179,983)</b>	(235,926)
<b>Profit / (Loss) before income tax</b>	<b>482,974</b>	359,712
Income tax benefit / (expense)	-	-
<b>Profit / (Loss) from discontinuing operations</b>	<b>482,974</b>	359,712
Profit / (Loss) on disposal of discontinuing operations	<b>4,785,963</b>	-
<b>Profit/(loss) after income tax expense from discontinuing operations</b>	<b>5,268,937</b>	359,712



**8 DISCONTINUED OPERATIONS (continued)**

**Carrying amounts of assets and liabilities disposed**

	CONSOLIDATED	
	2025 \$	2024 \$
Property plant and equipment - rental assets	5,698,862	-
Total assets	5,698,862	-
Employee benefits	(114,030)	-
Total liabilities	(114,030)	-
Net assets disposed	5,584,832	-

**Details of the disposal**

	CONSOLIDATED	
	2025 \$	2024 \$
Sale price	10,800,000	-
less adjustments; - Other	(43,821)	-
	10,756,179	-
Carrying amount of net assets disposed	(5,584,832)	-
Disposal costs	(385,384)	-
Profit on sale before income tax	4,785,963	-
Income tax expense	-	-
Profit on sale after income tax	4,785,963	-



**9 NOTES TO THE STATEMENT OF CASH FLOWS**

	CONSOLIDATED	
	2025 \$	2024 \$
<b>Reconciliation of cash</b>		
For the purposes of the statement of cash flows, cash and cash equivalents comprise the following at 30 June:		
Cash at bank (overdraft) and on hand	3,495,765	(361,716)
<b>Reconciliation from the net profit/(loss) after tax to the net cash flows from operations</b>		
<b>Profit/(loss) after tax for the year</b>	4,345,523	(3,817,565)
Deferred Tax written off	-	1,152,593
Depreciation and amortisation	1,512,371	1,923,902
Impairment of fixed assets	-	105,091
Impairment of intangible assets	-	1,062,029
Net (profit)/loss on disposal of plant and equipment	(94,384)	15,019
Net (profit) / loss on disposal of RSR assets	(4,785,963)	-
Net (profit)/loss on termination of lease	(37,028)	-
Movement in slow moving stock provision	-	112,466
Movement in expected credit loss provision	(18,336)	3,205
Effects of exchange rate changes on cash	-	1
Interest received	(8,448)	(2,252)
Interest paid	233,731	342,646
<b>Changes in assets and liabilities</b>		
(Increase)/decrease in trade and other receivables	585,927	(444,649)
(Increase)/decrease in inventories	388,435	40,084
(Increase)/decrease in other assets	(324,639)	136,363
(Increase)/decrease in other non-current assets	23,375	-
(Decrease)/increase in trade and other payables	(323,921)	660,784
(Decrease)/increase in contract liabilities	(125,430)	29,158
(Decrease)/increase in provisions	(124,178)	(287,315)
<b>Net cash from operating activities</b>	<b>1,247,035</b>	<b>1,031,559</b>

**10 TRADE AND OTHER RECEIVABLES (CURRENT)**

	CONSOLIDATED	
	2025 \$	2024 \$
Trade receivables	1,035,093	1,414,422
Other receivables	14,936	245,297
Less: Allowance for expected credit losses	(9,772)	(28,108)
	<b>1,040,257</b>	<b>1,631,611</b>
<b>Ageing of trade receivables (net of allowance for expected credit losses)</b>		
1 - 30 days	363,904	791,050
31 - 60 days	571,658	518,374
61 - 90 days	50,096	55,942
91 days and over	39,663	20,948
	<b>1,025,321</b>	<b>1,386,314</b>
Trade receivables are non-interest bearing.		
<b>Movement in allowance for expected credit losses</b>		
Balance at the beginning of financial year	28,108	24,903
Amounts written off	-	(13,839)
Allowance for expected credit losses recognised/(released)	(18,336)	17,044
	<b>9,772</b>	<b>28,108</b>



**11 INVENTORIES**

	CONSOLIDATED	
	2025 \$	2024 \$
Stock on hand	1,446,274	1,834,709
Less: Allowance for slow moving or obsolete stock	(166,964)	(166,964)
	<b>1,279,310</b>	<b>1,667,745</b>

During the year, the Group expensed \$Nil for an additional provision against slow moving or obsolete inventories (2024: \$112,466).

**12 PROPERTY, PLANT AND EQUIPMENT**

	CONSOLIDATED	
	2025 \$	2024 \$
Property, plant & equipment at cost	5,844,939	16,274,117
Less accumulated depreciation	(3,712,962)	(8,024,811)
Less accumulated impairment	-	(105,091)
<b>Total plant &amp; equipment</b>	<b>2,131,977</b>	<b>8,144,215</b>

Movements in Carrying Amounts	ROU Property & Leasehold improvements	Plant & equipment	Motor vehicles	Rental equipment	Total
	\$	\$	\$	\$	\$
Balance at 1 July 2023	930,544	704,745	253,758	6,567,912	8,456,959
Additions	631,304	81,991	263,657	330,463	1,307,415
Depreciation expense	(474,066)	(181,718)	(107,285)	(943,825)	(1,706,893)
Disposals	-	(844)	(48,861)	(94,466)	(144,171)
Assets transferred from inventories	2,398	-	-	333,598	335,996
Impairment	-	-	-	(105,091)	(105,091)
<b>Carrying amount at 30 June 2024</b>	<b>1,090,180</b>	<b>604,174</b>	<b>361,269</b>	<b>6,088,591</b>	<b>8,144,215</b>
Balance at 1 July 2024	1,090,180	604,174	361,269	6,088,591	8,144,214
Additions	1,675,763	14,818	-	18,530	1,709,111
Depreciation expense	(515,090)	(145,271)	(74,563)	(777,447)	(1,512,371)
Disposals	(490,494)	(224,776)	(164,033)	(5,329,674)	(6,208,977)
Assets transferred from inventories	-	-	-	-	-
Impairment	-	-	-	-	-
<b>Carrying amount at 30 June 2025</b>	<b>1,760,359</b>	<b>248,946</b>	<b>122,673</b>	<b>-</b>	<b>2,131,977</b>

Included in Property, plant and equipment are right-of-use assets as follows:

2024	Net carrying amount b/f	Additions	Disposals	Depreciation	Net carrying amount
	\$	\$	\$	\$	\$
Property - Right of Use	825,043	606,528	-	(409,575)	1,021,996
Equipment under finance lease	704,508	-	-	(88,426)	616,082
<b>Total right-of-use assets</b>	<b>1,529,551</b>	<b>606,528</b>	<b>-</b>	<b>(498,001)</b>	<b>1,638,078</b>
2025	Net carrying amount b/f	Additions	Disposals	Depreciation	Net carrying amount
	\$	\$	\$	\$	\$
Property - Right of Use	1,021,996	1,663,519	(469,610)	(469,844)	1,746,061
Equipment under finance lease	616,082	-	(543,531)	(72,551)	-
<b>Total right-of-use assets</b>	<b>1,638,078</b>	<b>1,663,519</b>	<b>(1,013,141)</b>	<b>(542,395)</b>	<b>1,746,061</b>

Refer to note 16 for further information on Right-of-use asset leases.





**14 TRADE AND OTHER PAYABLES**

	CONSOLIDATED	
	2025	2024
	\$	\$
<b>Current</b>		
Trade payables	745,725	1,473,863
Accrued expenses	240,647	207,701
GST payable	10,897	59,625
	<b>997,269</b>	<b>1,741,189</b>
<b>Non-current</b>		
Trade payables	420,000	-
	<b>420,000</b>	<b>-</b>

Trade payables are non-interest bearing and are normally settled between 30 and 60-day terms.

Current trade payables includes \$120,000 (2024 \$654,369) and Non-current trade payables includes \$420,000 (2024 Nil) for court ordered fines and costs relating to the WorkSafe case. As reported in 2024 the Group entered into a payment plan with Fines Victoria requiring monthly payments of \$10,000 that began on 1 August 2024 and will continue until all outstanding fines have been paid in full.

**15 INTEREST-BEARING LOANS AND BORROWINGS**

	CONSOLIDATED	
	2025	2024
	\$	\$
<b>Current</b>		
Bank loans	-	997,809
Borrowings for asset finance	45,020	1,417,072
	<b>45,020</b>	<b>2,414,881</b>
<b>Non-current</b>		
Borrowings for asset finance	56,481	136,633
	<b>56,481</b>	<b>136,633</b>

**Financing facilities available**

At reporting date, the Group had the following financing facilities.

	CONSOLIDATED	
	2025	2024
	\$	\$
<b>Total facilities:</b>		
- term loan	-	999,015
- asset finance contracts	101,501	2,000,000
- overdraft	-	500,000
- bank charge card	75,000	75,000
	<b>176,501</b>	<b>3,574,015</b>
<b>Facilities used at reporting date</b>		
- term loan	-	997,809
- asset finance contracts	101,501	1,237,338
- overdraft	-	361,716
- bank charge card	680	17,630
	<b>102,181</b>	<b>2,614,493</b>
<b>Facilities unused at reporting date</b>		
- term loan	-	1,206
- asset finance contracts	-	762,662
- overdraft	-	138,284
- bank charge card	74,320	57,370
	<b>74,320</b>	<b>959,522</b>

The bank facilities are secured by a registered charge over certain assets and undertakings, and also a registered charge over the assets and undertakings of Saferoads Holdings Ltd.

The asset finance contracts comprise a series of individual contracts where the asset financed is the prime security.



**16 LEASE LIABILITIES**

	CONSOLIDATED	
	2025 \$	2024 \$
<b>Current</b>		
Right-of-use asset leases	266,639	760,265
	<b>266,639</b>	<b>760,265</b>
<b>Non-current</b>		
Right-of-use asset leases	1,512,167	791,536
	<b>1,512,167</b>	<b>791,536</b>

**Lease payments not recognised as a liability**

The Group has elected not to recognise a lease liability for short term leases (leases with an expected term of 12 months or less) or for leases of low value assets. Payments made under such leases are expensed on a straight-line basis.

The Group continues to lease its Pakenham head office and warehouse facility and has exercised an option to extend the lease for a further 5 years commencing from November 2025. The Nar Nar Goon site lease was assigned as part of the sale of Road Safety Rental (RSR) assets. The Queensland lease was terminated without penalty and the NSW lease concluded in August 2025 having being sublet since the RSR transaction date.

There are no material make good obligations with leases, individually or in the aggregate.

**17 PROVISIONS**

	CONSOLIDATED	
	2025 \$	2024 \$
<b>Current</b>		
Employee benefits	393,357	487,376
	<b>393,357</b>	<b>487,376</b>
<b>Non-Current</b>		
Employee benefits	8	18,131
	<b>8</b>	<b>18,131</b>

**Movement in provisions**

	2025 \$	2024 \$
<b>Employee benefits</b>		
Carrying amount at the start of the year	505,507	467,822
Movement during the year	(112,143)	37,685
	<b>393,365</b>	<b>505,507</b>



**18 EQUITY**

	CONSOLIDATED	
	2025	2024
	\$	\$
<b>Contributed Equity</b>		
<b>Ordinary shares</b>		
Balance at beginning of period	6,012,220	5,593,998
Issue of Shares under Rights Issue	-	437,053
Share Issue costs	-	(18,831)
Issued and fully paid	<b>6,012,220</b>	<b>6,012,220</b>
<b>Movements in ordinary shares on issue (legal parent)</b>		
		No. of shares
Balance at beginning of the period	43,705,405	37,461,783
Issue of Shares under Rights Issue	-	6,243,622
<b>Balance at end of period</b>	<b>43,705,405</b>	<b>43,705,405</b>

Ordinary shares carry one vote per share, either in person or by proxy, at a meeting of the Company, and carry the rights to dividends and the proceeds on winding up of the parent entity in proportion to the number of shares held.

**Retained Earnings**

	CONSOLIDATED	
	2025	2024
	\$	\$
Movements in retained earnings are as follows:		
Balance at beginning of period	(1,270,872)	2,546,693
Net profit / (loss) for the year	4,345,523	(3,817,565)
Less: Dividend paid (refer note 7)	(4,370,541)	-
<b>Balance at end of period</b>	<b>(1,295,890)</b>	<b>(1,270,872)</b>

**19 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES**

The Group's principal financial instrument assets comprise, cash at bank and trade receivables. The Group's principal financial instrument liabilities comprise trade creditors and lease liabilities.

The totals for each category of financial instruments are as follows:

	CONSOLIDATED	
	2025	2024
	\$	\$
<b>Financial Assets</b>		
- Cash and cash equivalents	3,495,765	-
- Trade and other receivables	1,040,257	1,631,611
<b>Total Financial Assets</b>	<b>4,536,022</b>	<b>1,631,611</b>
<b>Financial Liabilities</b>		
- Bank overdraft	-	361,716
- Financial liabilities at amortised cost	2,636,928	5,636,803
<b>Total Financial Liabilities</b>	<b>2,636,928</b>	<b>5,998,519</b>

The Group's financial instruments of trade debtors and trade creditors arise directly from its operations. It is, and has been throughout the period under review, the Group's policy that no trading in financial derivatives shall be undertaken. The main risks arising from the Group's financial instruments are interest rate risk, liquidity risk, foreign currency risk and credit risk. The Board reviews and agrees policies for managing each of these risks and they are summarised below.

The Group also monitors the market price risk arising from all financial instruments.



**19 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)**

**(a) Interest rate risk**

The Group's exposure to market risk for changes in interest rates relates primarily to the Group's long-term debt obligations.

The Group's exposure to interest rate risk, which is the risk that the Financial Instrument's value will fluctuate as a result of changes in market interest rates and the effective weighted average interest rates on classes of financial assets and financial liabilities, is as follows:

	Weighted Average Interest Rate	Non Interest Bearing	Variable Interest Rate	Fixed Interest Rate Maturing			Total
				Within 1 year	2 to 5 years	Later than 5 years	
<b>2025</b>	<b>%</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>
<b>Financial Assets</b>							
- Cash	2.26%	3,495,765	-	-	-	-	3,495,765
- Receivables	N/A	1,040,257	-	-	-	-	1,040,257
<b>Total Financial Assets</b>		<b>4,536,022</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>4,536,022</b>
<b>Financial Liabilities</b>							
- Payables	N/A	756,622	-	-	-	-	756,622
- Asset finance borrowings	6.30%	-	-	45,020	56,481	-	101,501
- Lease liabilities	7.35%	-	-	266,639	1,512,167	-	1,778,806
<b>Total Financial Liabilities</b>		<b>756,622</b>	<b>-</b>	<b>311,659</b>	<b>1,568,648</b>	<b>-</b>	<b>2,636,928</b>
<b>2024</b>	<b>%</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>
<b>Financial Assets</b>							
- Cash	N/A	-	-	-	-	-	-
- Receivables	N/A	1,631,611	-	-	-	-	1,631,611
<b>Total Financial Assets</b>		<b>1,631,611</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,631,611</b>
<b>Financial Liabilities</b>							
- Payables	N/A	1,533,488	-	-	-	-	1,533,488
- Bank overdraft	9.04%	-	361,716	-	-	-	361,716
- Bank loans	7.93%	-	997,809	-	-	-	997,809
- Asset finance borrowings	6.30%	-	-	1,417,072	136,633	-	1,553,705
- Lease liabilities	6.68%	-	-	760,265	791,536	-	1,551,801
<b>Total Financial Liabilities</b>		<b>1,533,488</b>	<b>1,359,525</b>	<b>2,177,337</b>	<b>928,169</b>	<b>-</b>	<b>5,998,519</b>

**(b) Credit risk**

The Group trades only with recognised, credit worthy third parties.

It is the Group's policy that all customers who wish to trade on credit terms are subject to credit verification procedures and pre-agreed credit limits.

In addition, receivable balances are monitored on an ongoing basis with the result that the Group's exposure to bad debts is managed closely.

The maximum exposure to credit risk, excluding the value of any collateral or other security, at reporting date recognised as financial assets is the carrying amount, net of the allowance for expected credit losses of \$9,772 at 30 June 2025 (2024: \$28,108), as disclosed in the statement of financial position and notes to the financial statements. The Group holds no collateral or security in relation to financial assets.

As at reporting date, the amount of financial assets past due, but not impaired, is \$661,417 (2024: \$76,890).

The Group does not have any material unmanaged credit risk to any single debtor or group of debtors under financial instruments entered into by the Group.



**19 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)**

**(c) Liquidity risk**

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of current working capital and lease liabilities.

Maturity analysis of financial liabilities:

	Within 1 Year	1 to 5 Years	Over 5 Years	Total
	\$	\$	\$	\$
<b>2025</b>				
- Payables	756,622	-	-	756,622
- Borrowings for asset finance	45,020	56,481	-	101,501
- Lease liabilities	266,639	1,512,167	-	1,778,806
<b>Total Financial Liabilities</b>	<b>1,068,281</b>	<b>1,568,648</b>	<b>-</b>	<b>2,636,928</b>
	Within 1 Year	1 to 5 Years	Over 5 Years	Total
	\$	\$	\$	\$
<b>2024</b>				
- Payables	1,533,488	-	-	1,533,488
- Bank overdraft	361,716	-	-	361,716
- Bank loans	997,809	-	-	997,809
- Borrowings for asset finance	1,417,072	136,633	-	1,553,705
- Lease liabilities	760,265	791,536	-	1,551,801
<b>Total Financial Liabilities</b>	<b>5,070,350</b>	<b>928,169</b>	<b>-</b>	<b>5,998,519</b>

**(d) Fair Values**

The carrying amount of financial assets and liabilities recorded in the financial statements represents their respective fair values, determined in accordance with the accounting policies disclosed in Note 2 to the financial statements.

**(e) Foreign Exchange Risk**

Exposure to foreign exchange risk may result in the fair value or future cash flows of a financial instrument fluctuating due to movement in foreign exchange rates of currencies in which the Group holds financial instruments which are other than the AUD functional currency of the Group.

**(f) Sensitivity Analysis**

The following table illustrates sensitivities to the Group's exposures to changes in interest rates on borrowings and exchange rates on purchases. The table indicates the impact on how profit and equity values reported at reporting date would have been affected by changes in the relevant risk variable that management considers to be reasonably possible. These sensitivities assume that the movement in a particular variable is independent of other variables. The following sensitivities are based on market experience over the last 12 months.

	CONSOLIDATED	
	Profit/(loss)	Equity
	\$	\$
<b>Year Ended 30 June 2025</b>		
+/-2% in interest rates	+/- Nil	+/- Nil
+/-5c in AUD / USD	+/- 120,000	+/- 120,000
<b>Year Ended 30 June 2024</b>	\$	\$
+/-2% in interest rates	+/- 27,190	+/- 27,190
+/-5c in AUD / USD	+/-129,479	+/-129,479



## 20 SUBSIDIARIES

The consolidated financial statements include the financial statements of Saferoads Holdings Limited and the subsidiaries listed in the following table.

Name	Country of incorporation	% equity interest	
		2025	2024
Saferoads Pty Ltd	Australia	100%	100%

## 21 RELATED PARTIES

### Transactions with Key Management Personnel

During the financial year the Group purchased consumable manufacturing materials at normal commercial rates from an entity related to Mr D. Hotchkin. Mr D. Hotchkin is an unpaid director and shareholder of that entity. The total payments were \$25,649 (2024: \$39,842), with Nil included in Trade payables at 30 June 2025 (2024: \$3,000).

During the financial year the Group purchased design and modelling services at normal commercial rates from an entity related to Mr D. Hotchkin. Mr D. Hotchkin is not a director or employee of that entity, and his interest is as a shareholder only. The total payments were \$27,600 (2024: \$171,020), with \$6,000 in Trade payables at 30 June 2025 (2024: Nil).

During the financial year an entity related to Mr D. Hotchkin purchased goods at normal commercial rates for Nil (2024: \$6,000), with NIL in Trade receivables at 30 June 2025 (2024: Nil).

During the financial year an entity related to Mr S Difabrizio purchased goods at normal commercial rates for \$2,350 (2024 \$Nil), with NIL in Trade receivables at 30 June 2025 (2024: Nil).

## 22 AUDITORS' REMUNERATION

		2025	2024
		\$	\$
Amounts received or due and receivable by:			
<b>Crowe Audit Australia</b>	- for audit and review services for the 2025 year	70,000	-
	- for other services	-	-
		<b>70,000</b>	<b>-</b>
<b>Grant Thornton</b>	- for the audit of the 2024 financial report	94,343	142,824
	- for other services; taxation services related to the 2024 R & D tax rebate	2,410	28,840
		<b>96,753</b>	<b>171,664</b>

Note: Crowe Audit Australia fee estimate to audit the 30 June 2025 financial report has been recognised as an expense in the 30 June 2025 financial. The 2025 financial report also includes Grant Thornton invoices received subsequent to 30 June 2024 to complete the audit of the 30 June 2024 financial report and assistance with transition to Crowe Audit Australia for the 31 December 2024 half year review engagement. Grant Thornton fee estimate to complete the 30 June 2024 audit were not accrued at 30 June 2024.



## 23 KEY MANAGEMENT PERSONNEL DISCLOSURES

### (a) Details of Management Personnel

#### (i) Directors

David Ashmore	Non-Executive Chairman
Darren Hotchkin	Managing Director
Steven Difabrizio	Non-Executive

#### (ii) Executives

Brendan Price	General Manager (promoted 1 May 2025)
Trent Loveless	Chief Operating Officer (Transferred to Onsite Rental Group as part of sale of RSR)
Mark Langham	Chief Financial Officer ( <i>resigned 19 July 2024</i> )

### (b) Compensation of Key Management Personnel

Details of the nature and amount of each element of the remuneration of Key Management Personnel ("KMP") are disclosed in the Remuneration Report section of the Directors' Report.

	2025 \$	2024 \$
Compensation of Key Management Personnel by category:		
- Short-term employee benefits	866,827	925,254
- Post-employment benefits	63,012	79,867
- Long-term employee benefits	14,909	50,445
	<b>944,748</b>	<b>1,055,566</b>

## 24 PARENT ENTITY DISCLOSURES

	2025 \$	2024 \$
Current assets	-	-
Total assets	4,716,330	4,741,347
Current liabilities	-	-
Total liabilities	-	-
Net assets	4,716,330	4,741,347
Issued capital	6,012,220	6,012,220
Retained earnings	(1,295,890)	(1,270,873)
Profit/(loss) of the parent entity	(25,017)	(1,276,897)
Total comprehensive income of the parent entity	(25,017)	(1,276,897)
Guarantees entered into by the parent entity in relation to debts of its subsidiary	500,781	500,781

## 25 CONTINGENT ASSETS AND LIABILITIES

There were no contingent liabilities as at 30 June 2025 (2024: NIL).

There were no contingent assets as at 30 June 2025 (2024: NIL).

## 26 SUBSEQUENT EVENTS

There has not been any matter or circumstance occurring since 30 June 2025 that has significantly affected, or may significantly affect, the operations of the Group, the results of those operations, or the state of affairs of the Group.

**SAFEROADS HOLDINGS LIMITED**  
**Consolidated Entity Disclosure Statement**  
FOR THE YEAR ENDED 30 JUNE 2025



Entity Name	Entity Type	% Ownership Interest	Country of Incorporation	Australian or Foreign Tax Resident	Country of Residency for tax purposes
Saferoads Holdings Limited Saferoads Pty Ltd	Body Corporate Body Corporate	Not Applicable 100%	Australia Australia	Australian Australian	Australia Australia

The Group does not have any interest in a Trust, a Partnership or a Joint Venture

The Group has only one tax jurisdiction being Australia.

This Consolidated Entity Disclosure Statement has been prepared in accordance with the Corporations Act 2021 and includes information for each entity that was part of the group as at the end of the financial year in accordance with AASB 10 Consolidated Financial Statements.

# DIRECTOR 'DECLARATION

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In the opinion of the Directors of Saferoads Holdings Limited and its controlled entities:

- (a) the financial statements and notes of the consolidated entity and the remuneration disclosures that are contained in the Remuneration Report that forms part of the Directors 'Report are in accordance with the *Corporations Act 2001* (Cth), including:
  - i) giving a true and fair view of the consolidated entity's financial position as at 30 June 2025 and of its performance for the year ended that date; and
  - ii) complying with Accounting Standards and *Corporations Regulations 2001*.
- (b) There are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable;
- (c) The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as reported in Note 2.
- (d) The information in the consolidated entity disclosure statement is true and correct.

This declaration has been made after receiving the declarations required to be made to the Directors by the Managing Director and the Chief Financial Officer in accordance with section 295A of the *Corporations Act 2001* (Cth).

Signed in accordance with a resolution of the Directors.

On behalf of the Board.



**David Ashmore**

**Director**

**19 September 2025**

## Independent Auditor's Report

To the Members of Saferoads Holdings Limited

Report on the Audit of the Financial Report

### Opinion

We have audited the financial report of Saferoads Holdings Limited (the Company) and its subsidiaries (collectively "the Group"), which comprises the consolidated statement of financial position as at 30 June 2025, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, the consolidated entity disclosure statement and accompanying basis of preparation as at 30 June 2025; and notes to the financial statements including a summary of material accounting policies as at 30 June 2025, 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 2025 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.

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We have determined the matter described below to be the key audit matter to be communicated in our report.

**Key audit matter**

**How our audit addressed the key audit matter**

**Revenue from product sales and services – Note 4**

The total revenue from product sales and services earned by Saferoads Holdings Limited was \$X. The Group generates revenue from the sale of goods and rendering of services under individual agreements and contractual arrangements.

Under AASB 15 *Revenue from Contracts with Customers*, revenue may be recognised at a point in time or over time as performance obligations are satisfied.

This is a key audit matter due to the volume of associated transactions and the importance of revenue as a financial measure to the Group's stakeholders.

Our procedures included, amongst others:

- Documenting the design and effectiveness of internal controls relating to revenue streams;
- Assessing revenue recognition policies to ensure compliance with AASB 15;
- Selecting and testing a sample of revenue recognition during the year to supporting documents to verify occurrence;
- Evaluating sales transactions around reporting date to assess whether revenue is recognised in the current period; and
- Assessing the appropriateness of related disclosures in the financial statements.

**Other Information**

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 2025 but does not include the financial report and our auditor's report thereon.

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 the 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities with the Group to express an opinion on the financial report. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

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 the 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, action 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 the 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 the auditor's 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 in pages 6 to 10 of the Directors' Report for the year ended 30 June 2025.

In our opinion, the Remuneration Report of Saferoads Holdings Limited, for the year ended 30 June 2025, complies with section 300A of the *Corporations Act 2001*.

### **Responsibilities**

The directors of the Group 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.

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### **Crowe Audit Australia**

A handwritten signature in black ink, appearing to read "G. Robertson".

**Gordon Robertson**  
Partner

19 September 2025  
Pakenham