

Interim Financial Report and Appendix 4D

Complii FinTech Solutions Limited (**Complii** or the **Company**) (CF1.ASX) is pleased to present its Interim Financial Report and Appendix 4D for the half year ended 31 December 2025.

This announcement is authorised by the Board of Complii Fintech Solutions Limited.

- ENDS -

For more information please contact:



Craig Mason
Executive Chairman

0437 444 881
investors@complii.com.au



Alison Sarich
Managing Director

(02) 9235 0028
investors@complii.com.au

Compli 

FinTech Solutions Ltd

INTERIM REPORT
31 DECEMBER 2025
AND APPENDIX 4D

27 FEBRUARY 2025

ABN 71 098 238 585



ASG



Corporate directory

Complii FinTech Solutions Ltd (ASX: CF1) (**Complii, Group or the Company**) – a leading end-to-end compliance and risk management SaaS (**Software as a Service**) platform for equity capital markets participants– is pleased to provide its Interim Financial Report and Appendix 4D for the half year ended 31 December 2025.

ABN 71 098 238 585

Registered Office
📍 Level 8, 8 Spring Street
Sydney NSW 2000
📞 +61 (02) 9235 0028
✉️ info@complii.com.au
🌐 www.complii.com.au

Share Register
Registry Direct
📍 120 Collins Street,
Melbourne VIC 3000
✉️ PO Box 572,
Sandringham VIC 3191
📞 1300 55 66 35
✉️ registry@registrydirect.com.au
🌐 www.registrydirect.com.au

Auditors
Hall Chadwick WA Audit Pty Ltd
📍 283 Rokeby Road
Subiaco WA 6008
📞 +61 (08) 9426 0666

Solicitors
Grillo Higgins
📍 114 William Street
Melbourne VIC 3000

Securities Exchange
Australian Securities Exchange
📍 Level 40, Central Park,
152-158 St Georges Terrace
Perth WA 6000
🌐 www.asx.com.au

ASX Code **CF1**

Current Directors



Craig Mason
Executive Chairman



Alison Sarich
Managing Director



Greg Gaunt
Non-Executive Director



Nick Prosser
Non-Executive Director

Company Secretary



Karen Logan
Company Secretary

Contents

Directors' report	4
Auditor's independence declaration	14
Financial report	15
Statement of profit or loss and other comprehensive income	16
Statement of financial position	18
Statement of changes in equity	19
Statement of cash flows	20
Notes to the financial statements	21
Directors' declaration	37
Independent auditor's review report	38
Appendix 4D	40

General Information

The financial statements cover Complii FinTech Solutions Ltd as a consolidated entity consisting of Complii FinTech Solutions Ltd and the entities it controlled at the end of, or during, the half-year ended 31 December 2025. The financial statements are presented in Australian dollars, which is Complii FinTech Solutions Ltd's functional and presentation currency.

Complii FinTech Solutions Ltd is a listed public company limited by shares, incorporated and domiciled in Australia.

Its registered office and principal place of business is:

📍 Level 8, 8 Spring Street Sydney NSW 2000

A description of the nature of the consolidated entity's operations and its principal activities are included in the Directors' report, which is not part of the financial statements.

The financial statements were authorised for issue, in accordance with a resolution of Directors, on 27 February 2026.

Corporate Governance Statement

The Corporate Governance Statement is available at the Company's website at www.complii.com.au/for-shareholders/corporate-governance

Directors' Report

The Directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'consolidated entity' or 'Group') consisting of Complii FinTech Solutions Ltd (referred to hereafter as the 'Company' or 'parent entity') and the entities it controlled at the end of, or during, the half-year ended 31 December 2025.

Directors

The following persons were Directors of Complii FinTech Solutions Ltd during the whole of the financial half-year and up to the date of this report, unless otherwise stated:

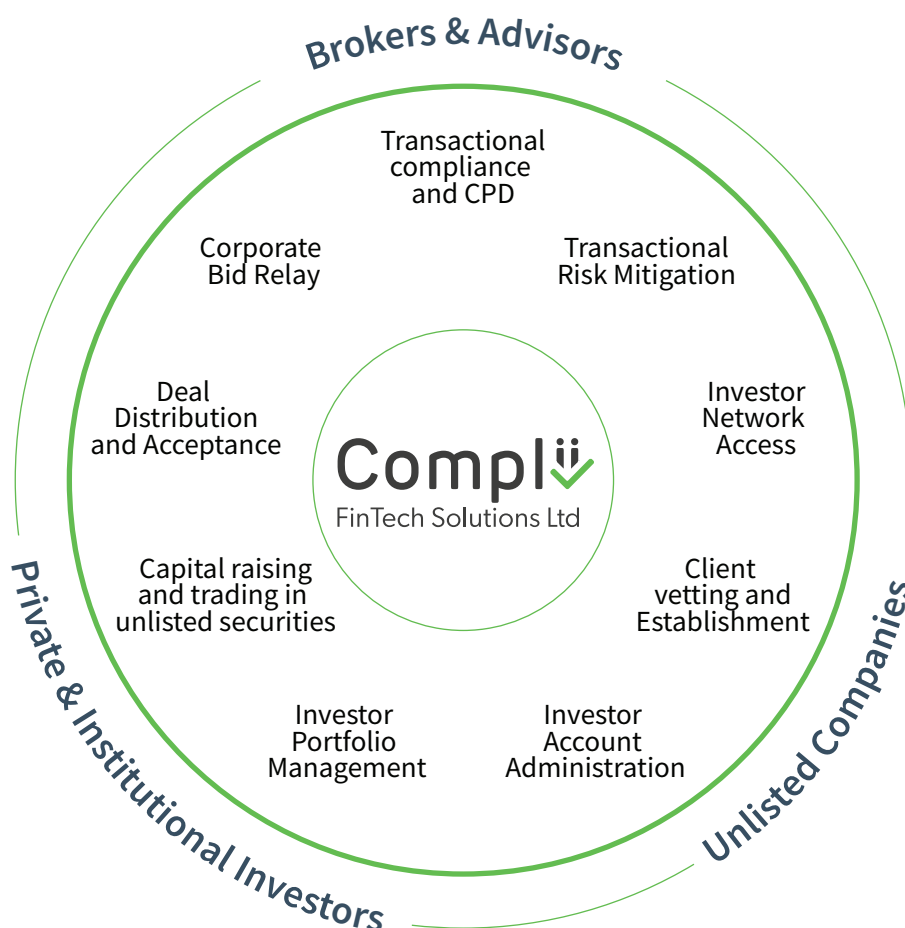
Craig Mason	Executive Chairman
Alison Sarich	Managing Director
Greg Gaunt	Non-Executive Director
Nick Prosser	Non-Executive Director

Principal activities

Complii FinTech Solutions is a leading end-to-end compliance and risk management SaaS (Software as a Service) platform for equity capital markets participants, from dealers / brokers, financial advisers, financial planners, wealth advisers, to listed and unlisted companies and investors.

Complii Group is Australia's first fully integrated Corporate & Adviser management platform, which serves as the backbone of equity capital markets, enabling new levels of operating efficiencies and competitive advantage for AFSL holders and their thousands of licenced users.

Complii's range of products covers the whole corporate lifecycle with a focus on capital raise, corporate deal flow services, and risk and compliance management technology, including:



Directors' Report continued

Established in 2007 and listed in 2020, Complii Group offers technology solutions to the Australian financial services sector. The company delivers premium, end-to-end Software as a Service (SaaS) based technology solutions for Australian Financial Services License (AFSL) entities from dealers / brokers, financial advisors, financial planners, wealth advisors, to listed and unlisted companies and investors.

Complii serves over 28% of the addressable AFSL target market and is continuously expanding this market through both organic and M&A activity, as well as driving cross-selling opportunities amongst its existing client base.

Within the highly regulated financial services industry, registered users benefit from compliance modules for their capital raising, risk and compliance management and operational needs; as well as a global trading platform for securities of unlisted companies and funds.

Through innovative research and development (R&D) and complementary business acquisitions, Complii Group has built Australia's only integrated, modular SaaS platform for managing compliance, control and capital markets engagement.

Complii Group modules trading facilities whilst unlisted, new capital raising (pre-IPO rounds + IPO listing + placements post listing), administration tools plus all the compliance controls required for those AFSL holders and their registered users dealing for and in capital markets.

Complii Group client entities and their users extend across AFSL holders dealing with listed and unlisted issuers, retail, professional, sophisticated, and institutional investors.

The Complii Group is the only tech vendor for financial services firms offering an end-to-end, modular solution.

Half-Year Highlights



Annual Recurring Revenue

\$1.8m

Group ARR of \$1.802m (up 0.1% compared to H2 FY25 and up 6.0% compared to H2 FY25).



Cash at Bank

\$1.2m

Group cash at Bank of \$1.192m including Term Deposits.



Research and Development

\$1.2m



Research and Development (R&D) grant income of \$1.217m received for FY25 activities.

Directors' Report continued

Business Units

The Complii Group is comprised of the below six distinct business units, each operating under its own management reporting to Group management, and each responsible for its own P&L.

Each of Complii's business units has the overlay of Group activities such as common Directors, back-office, accounting, marketing, investor relations and cross-selling activities..

 <p>Catering to AFSL holders, providing risk and compliance solutions and corporate deal flow services, including:</p>	Corporate Highway	<p>An online network whereby all trading and investment opportunities will be able to be accessed and cross promoted to all of Complii's AFSL client firms.</p>
	Adviser Bid	<p>Complii's Proprietary Capital Raising System - an online, seamless tool for automatically offering documentation, bidding, scale backs, subscription documentation, e-signature, manage flow of funds from subscribers to issuers supplemented with fulsome broker management and reporting tools.</p> <p>During the half-year ended 31 December 2025, \$12.141B of new capital funds was raised on the Complii platform across 2,074 unique offerings from numerous AFSL client firms.</p>
	Retail Compliance	<p>Investors can be profiled using electronic KYC and investor risk profiling, with compliance documentation being issued based on the client's profile, ensuring Complii Customer's clients base are compliant.</p>
	Risk Management	<p>A new, bank-grade module to identify, manage and control operational workflow risks across entire organisations.</p>
		<p>A module that AFSL client firms use via a distinctly branded client portal to onboard, establish and manage their global client base for AML/KYC/CTF regimes and client accounts.</p>
	Other modules	<p>Include complaints, financial crimes, risk management, model portfolio and rebalancer, and staff trading.</p>



Enables AFSL client financial planners and wealth managers to manage their client information and undertake paraplanning activities online.



Provides mandatory training to enable AFSL client firms and their registered users plus their registered clients and individuals to satisfy and maintain their individual required professional accreditations.



Provides new capital raising and online trading platform for securities in unlisted companies and funds, connecting unlisted companies and funds to a global investor network.



A specialised operational risk and compliance consultancy, including digital tools such as RegsWeb (Digital Regulatory Web Service that combines MIntegrity's regulatory domain expertise with access to our digital regulatory library) and MIWize (e-Learning solution delivered through Caddie's portal)..



Provides corporate-authorized representative services and applicable AFSL supervisory functions to financial services firms and their advisers.

Review of operations - Group

During the first half of the financial year, the Group delivered solid operational momentum, strengthened platform capability, and advanced multiple strategic growth initiatives. Collectively, the businesses are executing a cohesive strategy that enhances platform capability, broadens distribution, and builds recurring, regulation-aligned revenue streams—positioning the Group for improved operating leverage into H2 FY26 and FY27.

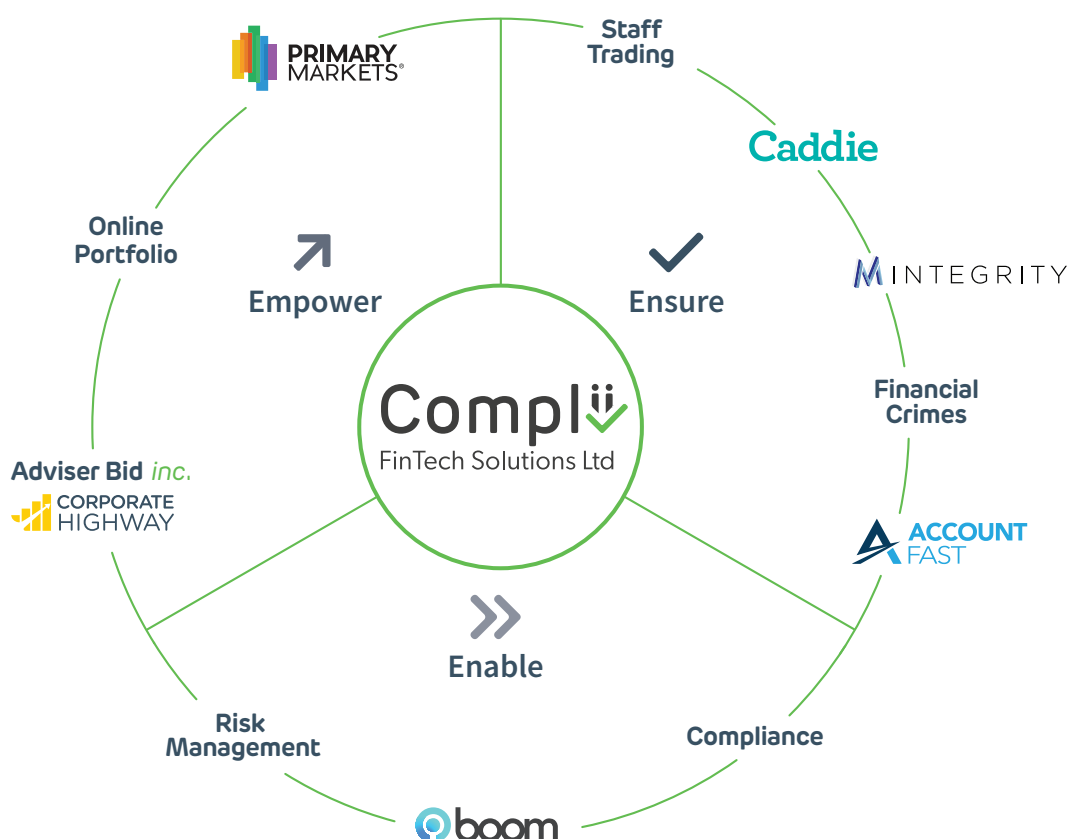
Across the Group, we continue to execute on a strategy centred on expanding cross-selling opportunities and leveraging our unique ecosystem of integrated solutions. This approach is delivering strong recurring revenue growth and validates both our acquisition pathway and our broader strategic vision. By integrating capabilities across our business units, the Complii Group now provides the only true end-to-end platform for managing corporate activity—from company inception and pre-IPO liquidity through to capital raising, compliance, and ongoing operational efficiency. This positions us to capture increasing value across the entire lifecycle of our clients.

We are investing deliberately behind building a differentiated platform and strengthening our go-to-market execution, laying the foundation for continued ARR expansion

and improved operating leverage. With recent cost reductions implemented, the Group is now focused on further decreasing customer acquisition costs (CAC) while increasing customer lifetime value through deeper cross-sell penetration. These initiatives are designed to accelerate organic growth and support the pathway toward sustainable profitability.

Our total addressable market (TAM) continues to grow as we broaden our product suite and increase the potential share of wallet among existing and prospective clients. The market's preference for end-to-end technology partners—offering simplicity, reduced operational overheads, and lower cost—plays directly to our strengths. This strengthens customer stickiness and reinforces our competitive differentiation.

The Complii Group remains committed to its long-term ambition of becoming the essential technology backbone of equity capital markets. Our integrated offering—spanning cost-effective capital raising, comprehensive compliance assurance, risk mitigation, and operational efficiency—provides compelling value for clients and underpins the Group's ability to drive durable growth and shareholder returns.



Review of operations - Business Units

Complii



During H1 FY26, the Complii platform facilitated approximately \$12.141Bn in new capital raised across 2,074 unique offerings, driven by extensive use of Complii's proprietary Capital Raising System ("Adviser Bid/Corporate Highway") by numerous AFSL client firms. During this period, Complii progressed advanced conversations with tier 1 client opportunities, with requirements finalised in Q2 and anticipated signings in Q3 FY26. Development also commenced on a significant upgrade of features for the Capital Raising and Institutional modules linked to this tier 1 opportunity.

A major organisational milestone was achieved with the completion of Stage 1 of the new CRM—representing a full rebuild of Complii's core system and infrastructure into a modern, compliance-driven CRM designed for significantly improved performance, user experience, and fully configurable "build-your-own" workflows for any compliance or operational requirement. This upgrade addresses the limitations of the legacy system, which relies on developer-built workflows, and transitions the platform into a scalable, modular SaaS framework where clients can subscribe to selected functions such as staff trading or AML checks.

With Stage 1 delivered to the initial client in Q2 FY26, work is now shifting toward Stages 2, 3, and 4, which will convert existing modules into the new core system and migrate customers to the new modern environment. These stages are expected to deliver structural efficiencies, reduce support needs, optimise infrastructure, and position the business unit and platform to become cash-positive (system expenses vs. usage revenue) in FY27.

PrimaryMarkets



Across the first half of the financial year, PrimaryMarkets continued to build momentum despite subdued broader market conditions. In Q1 FY26, the business strengthened its Platform, deepened investor engagement, and advanced several strategic initiatives to support sustainable growth. Engagement levels increased meaningfully, with higher open and viewing rates across regular investor updates and consistently strong readership of Saturday feature articles. Operationally, a two-factor authentication (2FA) security enhancement was implemented to improve compliance and member account protection. The business also expanded its pipeline of capital raise and liquidity opportunities while progressing partnership discussions with aligned financial service providers.

Momentum accelerated significantly in Q2 FY26, driven largely by heightened activity in Animoca Brands following a series of market-facing developments, including a reverse-merger listing announcement and further strategic clarity provided at a December shareholder meeting. This generated elevated investor attention, enquiries, and a rapid increase in live bids and offers on the Platform. Trading activity remained steady across a broader range of securities, reinforcing PrimaryMarkets' role as a trusted venue for transparent private market liquidity and price discovery. The business unit further advanced strategic ecosystem initiatives, strengthened distribution through new third-party collaborations, and established a referral arrangement with a major private company to direct qualified buyers to the Platform. A growing pipeline of initiatives across both Capital Raise and Liquidity product lines is now underway to improve deal flow, enhance investor engagement, and increase overall platform efficiency.

Directors' Report continued

Review of operations - Business Units continued

MIntegrity



H1 FY26 opened steadily for MIntegrity, with Q1 FY26 marked by moderate activity and a strategic focus on expense control and new business development. A significant leadership change occurred as Co-Founder and Co-CEO Andrew Tait resigned after 12 years, leaving Amanda Mark as the sole CEO. Despite this transition, the team delivered a strong uplift in client work late in the quarter, securing multiple new projects and progressing several substantial proposals.

Momentum carried into Q2 FY26, which began with a particularly strong October before easing into the typical seasonal slowdown as major engagements wrapped up ahead of the December holidays. This quarter represented the first full period under Amanda Mark's sole leadership. Key operational efforts centred on major AML/CTF uplift projects, driven by the 31 March 2026 AUSTRAC deadline, alongside continued development of AML training content in partnership with ThinkCaddie. MIntegrity also advanced a major strategic initiative with Complii, finalising the Complii Lite Compliance Subscription offering—an integration of Complii's technology and MIntegrity's compliance expertise—scheduled for launch in Q3 FY26.

ThinkCaddie



Across the first half of FY26, Caddie maintained strong momentum in both content development and the advancement of key strategic initiatives. The team focused on enriching the platform's learning libraries—releasing 49 new learning activities and expanding both technical and compliance content, further strengthening both core library segments. The business unit also saw progress in acquiring new clients, converting trial users, and shaping several new business initiatives. A major milestone was the completion of scoping and development planning for an AML product built in collaboration with the MIntegrity business unit. Designed as a standalone product aligned to upcoming Tranche 2 requirements, development commenced in the half year, with launch scheduled for Q3 FY26. This initiative positions Caddie to broaden its market reach while leveraging combined MIntegrity and Caddie capabilities for enhanced product and revenue opportunities. The team also completed additional development for further standalone products, notably a 9-hour ethics CPD pack, designed to expand Caddie's offering and create new revenue channels. Collectively, these initiatives reflect a strong first half focused on scalable product growth, regulatory-aligned innovation, and continued investment in high-value content.

Directors' Report continued

Financial Review

Operating Loss

The loss for the consolidated entity after providing for income tax amounted to \$1,346,679 (31 December 2024: \$1,206,023).

Revenue and other income

		31 December 2025	31 December 2024	Change	Change
		\$	\$	\$	%
Revenue	Licence fees (recurring)	1,385,856	1,228,706	157,150	13%
	Service fees (recurring and trading)	2,008,608	2,038,754	(30,146)	(1%)
	Other revenue	148,338	152,557	(4,219)	(3%)
	Total Revenue	3,542,802	3,420,017	122,785	4%
Research and development grant	1,217,167	1,502,069	(284,902)	(19%)	
Other income	Other income	-	1,169	(1,169)	(100%)
	Interest income	2,735	29,547	(26,812)	(91%)
	Total other income	2,735	30,716	(27,981)	(91%)

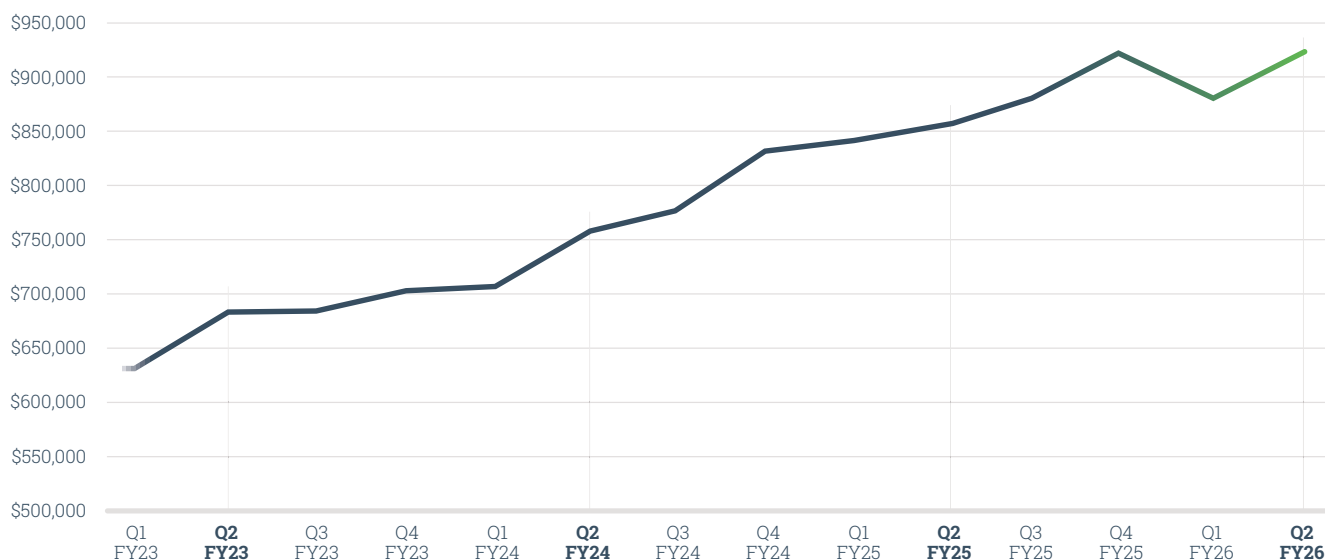
The key components of revenue and other income:

- Licence fees were \$1.386m up 13% on pcp. Our focus has been on growing revenue and ARR through both cross selling to our expanded customer base and customer acquisition.
- Service fees totalled \$2.09m, in line with pcp.
- Research and development grant \$1.217m down 19% on pcp. The Board believes that a significant portion of development activities completed to date in FY26 may be classified as R&D activities which may enable the Group to again be the recipient of significant government grants for FY26 activities.
- Interest income decreased 91% on pcp. This is due to a decrease in interest income earned on cash held in Term Deposits.

Directors' Report continued

As a SaaS business, ARR is a key metric for us and a key focus through sales and marketing efforts as well as integration of the businesses acquired and cross-selling to the expanded customer base.

Group Annual Recurring Revenue (ARR)*



* Excludes Registry Direct. MIntegrity from date of acquisition

Group

↑.1% on H2 FY25

Group ARR up 0.1% compared to H2 FY25 and up 6.0% compared to H1 FY25, **with:**

Complii FinTech

↑8% on H2 FY25

Complii up 7.6% on H2 FY25 and up 12.8% compared to H1 FY25

PRIMARY MARKETS.com

↑9% on H2 FY25

PrimaryMarkets up 8.8% on H2 FY25 and up 1.9% compared to H1 FY25

Caddie

↑1% on H2 FY25

ThinkCaddie up 1.0% on H2 FY25 and up 5.9% compared to H1 FY25

ASG Adviser Solutions Group

↓43% on H2 FY25

Advisor Solutions Group (ASG) down 42.7% on H2 FY25 and down 48.9% compared to H1 FY25

M INTEGRITY

↓8% on H2 FY25

MIntegrity down 8.3% on H2 FY25 and down 21.0% compared to H1 FY25

Having strongly reduced our underlying cost base and refocused on our core services and offering through the Registry Direct divestment, our focus is back on growing revenue and ARR through both cross-selling to our expanded client base and customer acquisition.

Directors' Report continued

Total expenses

Total expenses were \$6.1m, up 1% on pcp.

This section outlines the key variances in expenses for the reporting period, highlighting factors that influenced year-on-year changes. Our focus remains on optimising cost efficiencies while maintaining strategic investments in compliance, technology, and talent.

	31 December 2025	31 December 2024	Change	Change	Commentary
	\$	\$	\$	%	
Consulting fees	348,363	393,321	(44,958)	(11%)	Consulting fees decreased 11% to \$348k. The completion of Stage 1 of the Complii CRM during the half-year ended 31 December 2025 allowed us to reduce reliance on external consultants.
Corporate secretarial fees	35,120	49,621	(14,501)	(29%)	Corporate secretarial fees decreased 29% to \$35k, this reflects improvements in the Group's internally managed regulatory and governance processes, resulting in a reduced reliance on external corporate secretarial support.
Employee benefits expense	3,274,335	3,488,841	(214,506)	(6%)	Employee benefits expense decreased 6% to \$3,274k due to a reduction in permanent headcount (36 vs. 38 in the prior comparable period), offset partially by an increase in the superannuation guarantee.
Legal expenses	141,971	35,957	106,014	295%	Legal expenses increased 295% to \$142k mainly due to one-off legal matters during the half-year.
Depreciation and amortisation expense	448,900	521,555	(72,655)	(14%)	Depreciation and amortisation expense down 14% to \$449k.
Licensing fees	491,018	477,952	13,066	3%	Licensing fees increased 3% to \$491k mainly due to higher escrow fees in PrimaryMarkets in line with transactional revenue growth.
Security fees	75,274	19,091	56,183	294%	Security fees increased 294% to \$75k, mainly driven by one off costs for security upgrades relating to ISO27001 certification reinforcing our commitment to security and compliance.
Other expenses	620,857	577,346	43,511	8%	Other expenses increased 8% to \$621k mainly due to new office lease outgoings expenses.
Finance costs	13,869	9,860	4,009	41%	Finance costs increased 41% to \$14k due to increased interest charges on new rental lease in accordance with AASB16 Leases.
Professional fees	63,700	61,263	2,437	4%	Professional fees increased 4% to \$64k.
Share based payments expense	341,973	203,773	138,200	68%	Share based payments expense increased 68% to \$342k. Share based payments are recognised for performance rights issued to staff, KMP and Directors.
Other employment expenses	229,294	183,748	45,546	25%	Other employment expenses increased 25% to \$229k due to additional payroll tax obligations.
Travel and Entertainment	24,889	33,489	(8,600)	(26%)	Travel and Entertainment expenses decreased 26% to \$25k due to less travel in current period.
TOTAL	6,109,563	6,055,817	53,746	1%	

Directors' Report continued

The Complii Group continues to focus on client acquisition, cross-selling opportunities, cost reduction, and broader operational efficiency. Strategic efforts continue to optimise costs while maintaining investment in compliance, technology, and growth initiatives. Moving forward, we expect continued benefits from internalisation initiatives, process efficiencies, and revenue synergies across our expanding client base, positioning the Group for sustainable long-term growth.

Significant changes in the state of affairs

Other than the acquisition mentioned above, there were no other significant changes in the state of affairs of the consolidated entity during the financial half-year.

Future Developments, Prospects and Business Strategies

Likely developments, future prospects and business strategies of the operations of the Group and the expected results of those operations have not been included in this report as the Directors believe that the inclusion of such information would be likely to result in unreasonable prejudice to the Group.

Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out immediately after this Directors' report.

This report is made in accordance with a resolution of Directors, pursuant to section 306(3)(a) of the Corporations Act 2001.

On behalf of the Directors



Mr Craig Mason
Executive Chairman

27 February 2025

To the Board of Directors

AUDITOR'S INDEPENDENCE DECLARATION UNDER SECTION 307C OF THE CORPORATIONS ACT 2001

As lead audit director for the review of the financial statements of Complii FinTech Solutions Limited and its controlled entities for the half year ended 31 December 2025, I declare that to the best of my knowledge and belief, there have been no contraventions of:

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

Yours Faithfully,

Hall Chadwick

HALL CHADWICK WA AUDIT PTY LTD

Mark Delaurentis

MARK DELAURENTIS CA
Director

Dated this 27th day of February 2026
Perth, Western Australia

FINANCIAL REPORT



ASG



Financial Report

Statement of profit or loss and other comprehensive income

for the half-year ended 31 December 2025

		Consolidated			
		31 December 2025	31 December 2024		
		\$	\$		
	Note				
Revenue and other income	Revenue from continuing operations	3	3,542,802	3,420,017	
	Research and development grant		1,217,167	1,502,069	
	Other income	4	2,735	30,716	
Expenses	Consulting fees		(348,363)	(393,321)	
	Corporate secretarial fees		(35,120)	(49,621)	
	Employee benefits expense	5	(3,274,335)	(3,488,841)	
	Legal expenses		(141,971)	(35,957)	
	Depreciation and amortisation expense	5	(448,900)	(521,555)	
	Licensing fees		(491,018)	(477,952)	
	Security costs		(75,274)	(19,091)	
	Other expenses	5	(620,857)	(577,346)	
	Finance costs	5	(13,869)	(9,860)	
	Professional fees		(63,700)	(61,263)	
	Share based payments expense	5	(341,793)	(203,773)	
	Other employment expenses		(229,294)	(183,748)	
	Travel and Entertainment		(24,889)	(33,489)	
Loss before income tax expense from continuing operations			(1,346,679)	(1,103,015)	
Income tax expense			-	-	
Loss after income tax expense from continuing operations			(1,346,679)	(1,103,015)	
Loss after income tax expense from discontinued operations		6	-	(103,008)	
Loss after income tax expense for the half-year attributable to the owners of Complii FinTech Solutions Ltd		19	(1,346,679)	(1,206,023)	
Other comprehensive loss	Items that will not be reclassified subsequently to profit or loss				
	Gain on the revaluation of equity instruments at fair value through other comprehensive income, net of tax		128,655	(5,805)	
	Other comprehensive loss for the half-year, net of tax		128,655	(5,805)	
	Total comprehensive loss for the half-year attributable to the owners of Complii FinTech Solutions Ltd			(1,218,024)	(1,211,828)
	Total comprehensive loss for the half-year is attributable to:				
		Continuing operations	(1,218,024)	(1,108,820)	
		Discontinued operations	-	(103,008)	
			(1,218,024)	(1,211,828)	

The above statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes

Financial Report continued

Statement of profit or loss and other comprehensive income

for the half-year ended 31 December 2025

		Consolidated	
		31 December 2025	31 December 2024
		Cents	Cents
Earnings per share for loss from continuing operations attributable to the owners of Complii FinTech Solutions Ltd	Basic earnings per share	24	(0.23)
	Diluted earnings per share	24	(0.23)
Earnings per share for loss from discontinued operations attributable to the owners of Complii FinTech Solutions Ltd	Basic earnings per share	24	-
	Diluted earnings per share	24	-
Earnings per share for loss attributable to the owners of Complii FinTech Solutions Ltd	Basic earnings per share	24	(0.23)
	Diluted earnings per share	24	(0.23)

The above statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes

Financial Report continued

Statement of financial position

As at 31 December 2025

		Consolidated			
		31 December 2025	30 June 2025		
		\$	\$		
		Note			
Current assets	Cash and cash equivalents	7	1,029,297	2,050,569	
	Trade and other receivables	8	341,190	395,762	
	Other assets	9	151,033	239,660	
	Total current assets		1,521,520	2,685,991	
Assets	Financial assets		382,888	89,704	
	Property, plant and equipment		33,796	12,652	
	Non-current assets	Right-of-use assets	10	235,284	282,837
		Intangible assets	11	3,907,504	4,267,229
		Deposits	12	162,551	162,566
		Total non-current assets		4,722,023	4,814,988
	Total assets		6,243,543	7,500,979	
Current liabilities	Trade and other payables	13	964,407	1,219,383	
	Lease liabilities	14	172,690	151,099	
	Provisions		725,493	755,306	
	Financial Liabilities		42,710	166,219	
		Total current liabilities		1,905,300	2,292,007
Non-current liabilities	Trade and other payables	15	30,033	-	
	Lease liabilities	16	69,617	134,189	
	Provisions		62,430	63,639	
		Total non-current liabilities		162,080	197,828
	Total liabilities		2,067,380	2,489,835	
	Net assets		4,176,163	5,011,144	
Equity	Issued capital	17	31,819,484	31,334,171	
	Reserves	18	3,230,795	3,204,410	
	Accumulated losses	19	(30,874,116)	(29,527,437)	
	Total equity		4,176,163	5,011,144	

The above statement of financial position should be read in conjunction with the accompanying notes

Financial Report continued

Statement of changes in equity

for the half-year ended 31 December 2025

		Issued capital	Share Based Payments Reserve	Financial Assets at FVOCI Reserve	Accumulated Losses	Total equity
		\$	\$	\$	\$	\$
Consolidated						
Balance at 1 July 2024		31,135,762	2,976,024	(136,259)	(26,832,082)	7,143,445
Loss after income tax expense for the half-year		-	-	-	(1,206,023)	(1,206,023)
Other comprehensive loss for the half-year, net of tax		-	-	(5,805)	-	(5,805)
Total comprehensive loss for the half-year		-	-	(5,805)	(1,206,023)	(1,211,828)
Transactions with owners in their capacity as owners:	Shares issued during the period in lieu of director fees	40,000	-	-	-	40,000
	Performance Rights forfeited during the year	-	(35,984)	-	-	(35,984)
	Share Based Payment Expense	-	239,757	-	-	239,757
	Performance Rights exercised during the period	241,537	(241,537)	-	-	-
Balance at 31 December 2024		31,417,299	2,938,260	(142,064)	(28,038,105)	6,175,390
Balance at 1 July 2025						
Loss after income tax expense for the half-year		-	-	-	(1,346,679)	(1,346,679)
Other comprehensive loss for the half-year, net of tax		-	-	128,655	-	128,655
Total comprehensive loss for the half-year		-	-	128,655	(1,346,679)	(1,218,024)
Transactions with owners in their capacity as owners:	Shares issued during the period in lieu of director fees	41,250	-	-	-	41,250
	Share Based Payment Expense	-	341,793	-	-	341,793
	Performance Rights exercised during the period	444,063	(444,063)	-	-	-
Balance at 31 December 2025		31,819,484	3,248,817	(18,022)	(30,874,116)	4,176,163

The above statement of changes in equity should be read in conjunction with the accompanying notes

Financial Report continued

Statement of cash flows

for the half-year ended 31 December 2025

		Consolidated		
		31 December 2025	31 December 2024	
		\$	\$	
	Note			
Cash flows from operating activities	Receipts from customers (inclusive of GST)	3,528,906	4,180,445	
	Payments to suppliers and employees (inclusive of GST)	(5,369,499)	(6,313,860)	
	Research and development tax incentive	1,217,167	1,507,642	
	Interest received	6,738	1,132	
	Interest and other finance costs paid	(4,571)	(11,015)	
	Net cash used in operating activities		(621,259)	(635,656)
Cash flows from investing activities	Payments for investments	(150,000)	-	
	Payments for property, plant and equipment	(28,763)	-	
	Proceeds from disposal of business, net of costs	-	2,006,486	
	Proceeds from release of term deposits	-	23,100	
	Other - Registry Direct cash on disposal	6	-	(132,600)
	Net cash used in investing activities		(178,763)	1,896,986
Cash flows from financing activities	Payments for share buy-backs	(1,594)	(1,688)	
	Repayment of borrowings	(125,279)	(139,770)	
	Repayment of lease liabilities	(89,985)	(174,960)	
	Net cash used in financing activities		(216,858)	(316,418)
Net increase/(decrease) in cash and cash equivalents		(1,016,880)	944,912	
Cash and cash equivalents at the beginning of the financial half-year		2,050,569	1,950,356	
Effects of exchange rate changes on cash and cash equivalents		(4,392)	(1,872)	
Cash and cash equivalents at the end of the financial half-year		7	1,029,297	2,893,396

The above statement of cash flows should be read in conjunction with the accompanying notes

Notes to the financial statements

31 December 2025

Note 1 Material accounting policy information

These general purpose financial statements for the interim half-year reporting period ended 31 December 2025 have been prepared in accordance with Australian Accounting Standard AASB 134 'Interim Financial Reporting' and the Corporations Act 2001, as appropriate for for-profit oriented entities. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 'Interim Financial Reporting'.

These general purpose financial statements do not include all the notes of the type normally included in annual financial statements. Accordingly, these financial statements are to be read in conjunction with the annual report for the year ended 30 June 2025 and any public announcements made by the Company during the interim reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001.

The accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period, unless otherwise stated.

New or amended Accounting Standards and Interpretations adopted

There has been no impact to the financial statements arising from 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.

Going concern

The financial report has been prepared on a going concern basis which assumes the settlement of liabilities and the realisation of assets in the normal course of business.

The group has incurred a loss before income tax benefit from continuing operations of \$1,346,679 (31 December 2024: loss before income tax benefit from continuing operations of \$1,103,015 and experienced net cash outflows from operating activities of \$621,259 (31 December 2024: outflows of \$635,656). As at 31 December 2025, the Group had cash and cash equivalents of \$1,029,297 (30 June 2025: \$2,050,569).

The Directors believe that the Group will be able to continue as a going concern after considering the following factors:

- Subsequent to the half-year end, the Board has executed a mandate to raise \$2 million through the issue of convertible notes. As at the date of this report, firm commitments totaling \$1 million have been received, including \$500,000 from Alison Sarich and Craig Mason, subject to shareholder approval. The Directors are confident that the balance of the proposed funding will be secured;
- The ability of the group to receive R&D refund, for which the company has a successful history in doing so;
- Recognising that the priority of the Board and management remains revenue growth and cost reductions.

The Directors have prepared a cash flow forecast which indicates that the consolidated entity will have sufficient cash flows to meet all commitments and working capital requirements for the 12 month period following the signing of this financial report.

Note 2 Operating segments

Identification of reportable operating segments

The Group has identified its operating segments based on the internal reports that are reviewed and used by the Board of Directors in assessing performance and determining the allocation of resources. Operating segments are presented in a manner consistent with the internal reporting provided to the chief operating decision makers (CODM). The CODM is responsible for the allocation of resources to operating segments and assessing their performance and has been identified as the Board Directors of the Company. For the current reporting period, the Group operated in four segments, being the 'Complii' segment, financial technology platform sector, the 'PrimaryMarkets' segment, trading platform sector, the 'Advisor Solutions Group' the AFSL sector and the 'MIntegrity' segment, the compliance consulting sector.

The financial information presented in the consolidated statement of comprehensive income and the consolidated statement of financial position is the same as that presented to the chief operating decision maker.

Notes to the financial statements continued

31 December 2025

Note 2 continued

Operating segment information

		Complii	Primary Markets	Advisor Solutions Group	MIntegrity	Total
		\$	\$	\$	\$	\$
Consolidated - 31 December 2025						
Revenue	Revenue from contracts with customers	1,551,919	1,207,646	63,592	571,307	3,394,464
	Other revenue	147,663	675	-	-	148,338
	Interest income	2,476	259	-	-	2,735
	Total revenue	1,702,058	1,208,580	63,592	571,307	3,545,537
Assets	Segment assets	7,007,079	10,367,416	279,229	180,471	17,834,195
	Intersegment eliminations					(11,590,652)
	Total assets					6,243,543
Liabilities	Segment liabilities	11,370,689	454,779	242,292	628,005	12,695,765
	Intersegment eliminations					(10,628,385)
	Total liabilities					2,067,380

		Complii	Primary Markets	Advisor Solutions Group	Registry Direct*	MIntegrity	Total
		\$	\$	\$	\$	\$	\$
Consolidated - 31 December 2024							
Revenue	Revenue from contracts with customers	1,549,075	1,026,832	121,925	538,204	569,628	3,805,664
	Other revenue	152,057	500	-	38,411	-	190,968
	Other income	-	1,169	-	-	-	1,169
	Interest income	28,694	853	-	-	-	29,547
	Total revenue	1,729,826	1,029,354	121,925	576,615	569,628	4,027,348

Consolidated - 30 June 2025

Assets	Segment assets	7,782,006	10,207,599	247,259	-	195,685	18,432,549
	Intersegment eliminations						(10,931,570)
	Total assets						7,500,979
Liabilities	Segment liabilities	11,333,269	427,703	191,571	-	569,455	12,521,998
	Intersegment eliminations						(10,032,163)
	Total liabilities						2,489,835

* Relates to discontinued operations. Refer to note 6.

Notes to the financial statements continued

31 December 2025

Note 3 Revenue

		Consolidated	
		31 December 2025	31 December 2024
		\$	\$
From continuing operations			
Revenue from contracts with customers	Licence fees (recurring)	1,385,856	1,228,706
	Service fees (recurring and trading)	2,008,608	2,038,754
		3,394,464	3,267,460
Other revenue	Other revenue	148,338	152,557
Revenue from continuing operations		3,542,802	3,420,017

Note 4 Other income

		Consolidated	
		31 December 2025	31 December 2024
		\$	\$
Other income		-	1,169
Interest income		2,735	29,547
		2,735	30,716

Note 5 Expenses

		Consolidated	
		31 December 2025	31 December 2024
		\$	\$
Loss before income tax includes the following specific expenses:			
Depreciation	Plant and equipment	4,059	4,836
	Buildings right-of-use assets	85,116	122,466
	Total depreciation	89,175	127,302
Amortisation	Platform & Software Development	248,852	248,852
	Customer relationships	110,873	145,401
	Total amortisation	359,725	394,253
Total depreciation and amortisation		448,900	521,555
Employee benefits expense	Directors fees	322,500	305,000
	Change in employee benefits provisions	(31,022)	36,423
	Superannuation expenses	326,666	332,865
	Wages and salaries	2,465,538	2,637,231
	Payroll tax expense	187,309	161,841
	Other employment related costs	3,344	15,481
		3,274,335	3,488,841
Other expenses	Professional advisor and legal costs	74,019	66,023
	Advertising and promotion	135,692	153,476
	Software and development	126,952	114,413
	Bad debt	36,168	33,037
	Other	248,026	210,397
		620,857	577,346
Finance costs	Interest and finance charges paid/payable on lease liabilities	8,948	3,552
	Interest expense on insurance funding	4,921	6,308
	Finance costs expensed	13,869	9,860
Share-based payments expense		341,793	203,773

Notes to the financial statements continued

31 December 2025

Note 6 Discontinued operations

There were no discontinued operations during the half-year ended 31 December 2025.

Description

During the half-year ended 31 December 2024, the consolidated entity disposed of Registry Direct Pty Ltd, a subsidiary of Complii FinTech Ltd, for consideration of \$3,350,000 resulting in a pre-tax loss on sale of \$118,337. The divestment significantly increased cash on hand at the time and reduced ongoing cash outflows. The transaction enabled the Group to focus on its core markets and services, with limited impact on Group revenue, profitability, or cross-selling opportunities.

Financial performance information

	<u>Consolidated</u>
	4 October 2024
	\$
Service fees (recurring and trading)	576,243
Other revenue	372
Total revenue	576,615
Depreciation and amortisation	(10,913)
Employment costs	(364,328)
Professional fees	(21,750)
Other Employment Costs	(69,075)
Travel and Entertainment	(1,718)
Other expenses	(90,504)
Finance costs	(2,998)
Total expenses	(561,286)
Profit before income tax expense	15,329
Income tax expense	-
Profit after income tax expense	15,329
Loss on disposal before income tax	(118,337)
Income tax expense	-
Loss on disposal before income tax	(118,337)
Loss after income tax expense from discontinued operations	(103,008)

Cash flow information

	<u>Consolidated</u>
	31 December 2024
	\$
Net cash from operating activities	118,887
Net cash used in investing activities	(109,500)
Net cash used in financing activities	(15,081)
Net decrease in cash and cash equivalents from discontinued operations	(5,694)

Carrying amounts of assets and liabilities disposed

	<u>Consolidated</u>
	30 June 2025
	\$
Cash and cash equivalents	132,600
Trade and other receivables	202,696
Other current assets	5,109,066
Property, plant and equipment	5,917
Intangibles	2,102,377
Total assets	7,552,656
Trade and other payables	88,912
Provisions	239,015
Other liabilities	3,894,400
Total liabilities	4,222,327
Net assets	3,330,329

Note 6 continued

Details of the disposal

Notes to the financial statements continued

31 December 2025

	Consolidated 30 June 2025 \$
Total sale consideration	3,350,000
Carrying amount of net assets disposed	(3,330,329)
Disposal costs	(138,008)
Loss on disposal before income tax	(118,337)
Loss on disposal after income tax	(118,337)

Total cash consideration received was \$2.147m (sale price was \$3.350m less net intercompany loans forgiven of \$1.203m).

Note 7 Current assets – cash and cash equivalents

	Consolidated	
	31 December 2025 \$	30 June 2025 \$
Cash at bank	1,029,297	1,350,569
Term deposit	-	700,000
	1,029,297	2,050,569

Note 8 Current assets – trade and other receivables

	Consolidated	
	31 December 2025 \$	30 June 2025 \$
Trade receivables	322,575	398,147
Other receivables	11,037	10,874
Accrued Revenue	7,578	7,998
Provision for Doubtful Debts	-	(23,973)
Interest receivable	-	2,716
	341,190	395,762

Note 9 Current assets – other

	Consolidated	
	31 December 2025 \$	30 June 2025 \$
Prepayments	151,033	239,660

Note 10 Non-current assets – right-of-use assets

	Consolidated	
	31 December 2025 \$	30 June 2025 \$
Right-of-use asset	341,189	339,745
Less: Accumulated depreciation	(105,905)	(56,908)
	235,284	282,837

The consolidated entity leases 2 offices under agreements of 2 years. The leases terminate 30 April 2027 and 01 October 2027 with no options to extend.

Reconciliations

Reconciliations of the written down values at the beginning and end of the current financial half-year are set out below:

	Consolidated	
	Right-of-use asset \$	Total \$
Balance at 1 July 2025	282,837	282,837
Additions	37,563	37,563
Depreciation expense	(85,116)	(85,116)
Balance at 31 December 2025	235,284	235,284

Notes to the financial statements continued

31 December 2025

Note 11 Non-current assets – intangibles

	Consolidated	
	31 December 2025	30 June 2025
	\$	\$
Goodwill - at cost	2,069,654	2,069,654
Less: Impairment	(1,798,446)	(1,798,446)
	271,208	271,208
Platform and Software Development - at cost	6,453,220	6,453,220
Less: Accumulated amortisation	(3,549,941)	(3,301,089)
Less: Impairment	(17,604)	(17,604)
	2,885,675	3,134,527
Patents and trademarks - at cost	8,065	8,065
Less: Accumulated amortisation	(1,627)	(1,627)
	6,438	6,438
Customer relationships - at cost	1,426,416	1,426,416
Less: Accumulated amortisation	(682,233)	(571,360)
	744,183	855,056
Preliminary expenses	3,412	3,412
Less: Accumulated amortisation	(3,412)	(3,412)
	-	-
Licence Establishment- at cost	28,837	28,837
Less: Accumulated amortisation	(28,837)	(28,837)
	-	-
	3,907,504	4,267,229

Reconciliations

Reconciliations of the written down values at the beginning and end of the current financial half-year are set out below:

	Goodwill	Platform & Software Development	Patents and trademarks	Customer Relationships	Total
Consolidated	\$	\$	\$	\$	\$
Balance at 1 July 2025	271,208	3,134,527	6,438	855,056	4,267,229
Amortisation expense	-	(248,852)	-	(110,873)	(359,725)
Balance at 31 December 2025	271,208	2,885,675	6,438	744,183	3,907,504

Notes to the financial statements continued

31 December 2025

Note 11 continued

Impairment testing

Goodwill acquired through business combinations have been allocated to the following cash-generating units:

	Consolidated	
	31 December 2025	30 June 2025
	\$	\$
MIIntegrity	271,208	271,208

PrimaryMarkets

The recoverable amount of the consolidated entity's goodwill for PrimaryMarkets has been determined by a value-in-use calculation using a discounted cash flow model, based on a 1 year projection period approved by management and extrapolated for a further 4 years using a steady rate, together with a terminal value.

Key assumptions are those to which the recoverable amount of an asset or cash-generating units is most sensitive.

The following key assumptions were used in the discounted cash flow model for PrimaryMarkets:

- 13% pre-tax discount rate;
- FY26 per projected revenue and FY27 to FY30 4% per annum projected revenue growth rate;
- FY26 per projected revenue and FY27 to FY30 2.5% per annum increase in operating costs and overheads.

The discount rate of 13% pre-tax reflects management's estimate of the time value of money and the consolidated entity's weighted average cost of capital, the risk free rate and the volatility of the share price relative to market movements.

Management believes the projected 4% revenue growth rate is prudent and justified, based on the current increase in trading volumes and activity in the market.

There were no other key assumptions.

Based on the above, the recoverable amount of the PrimaryMarkets intangible assets exceeded the carrying amount by \$5,086,187.

MIIntegrity

The recoverable amount of the consolidated entity's goodwill for MIIntegrity has been determined by a value-in-use calculation using a discounted cash flow model, based on a 1 year projection period approved by management and extrapolated for a further 4 years using a steady rate, together with a terminal value.

Key assumptions are those to which the recoverable amount of an asset or cash-generating units is most sensitive.

The following key assumptions were used in the discounted cash flow model for MIIntegrity:

- 13% pre-tax discount rate;
- FY26 per projected revenue and FY27 to FY30 5% per annum projected revenue growth rate;
- FY26 per projected revenue and FY27 to FY30 2% per annum increase in operating costs and overheads.

The discount rate of 13% pre-tax reflects management's estimate of the time value of money and the consolidated entity's weighted average cost of capital, the risk free rate and the volatility of the share price relative to market movements.

Management believes the projected 5% revenue growth rate is prudent and justified, based on revenue growth in the last 2 years.

There were no other key assumptions.

Based on the above, the recoverable amount of the MIIntegrity intangible assets exceeded the carrying amount by \$2,506,695.

Notes to the financial statements continued

31 December 2025

Note 12 Non-current assets – Deposits

	Consolidated	
	31 December 2025	30 June 2025
	\$	\$
Security Deposit	162,551	162,566

Security deposits represent two security deposits for office spaces rented. On termination or cancellation of the rental contracts the deposits will be refunded.

Note 13 Current liabilities – trade and other payables

	Consolidated	
	31 December 2025	30 June 2025
	\$	\$
Trade payables	322,836	536,373
Employment related payables	152,984	178,765
Accruals	181,071	205,311
Unearned revenue	211,653	167,627
Other payables	95,863	131,307
	964,407	1,219,383

Note 14 Current liabilities – lease liabilities

	Consolidated	
	31 December 2025	30 June 2025
	\$	\$
Lease liability	172,690	151,099

The consolidated entity leases 2 offices under agreements of 2 years with no options to extend. The leases terminate 30 April 2027 and 01 October 2027.

Note 15 Non-current liabilities – trade and other payables

	Consolidated	
	31 December 2025	30 June 2025
	\$	\$
Trade payables	30,033	-

Note 16 Non-current liabilities – lease liabilities

	Consolidated	
	31 December 2025	30 June 2025
	\$	\$
Lease liability	69,617	134,189

Note 17 Equity – issued capital

	Consolidated			
	31 December 2025 Shares	30 June 2025 Shares	31 December 2025 \$	30 June 2025 \$
Ordinary shares – fully paid	595,613,401	571,393,644	31,819,484	31,334,171

Notes to the financial statements continued

31 December 2025

Note 17 continued

Movements in ordinary share capital

Details	Date	Shares	Issue price	\$
Balance	1 July 2025	571,393,644		31,334,171
Shares issued on exercise of Performance Rights	21 July 2025	184,375	\$0.03	5,531
Shares issued in lieu of Director Fees	01 September 2025	1,837,760	\$0.02	41,250
Shares issued on exercise of Performance Rights	01 September 2025	7,770,000	\$0.03	49,500
Shares issued on exercise of Performance Rights	01 September 2025	9,500,000	\$0.03	266,000
Shares issued on exercise of Performance Rights	01 December 2025	1,789,687	\$0.03	53,691
Shares issued on exercise of Performance Rights	01 December 2025	920,001	\$0.02	19,320
Shares issued on exercise of Performance Rights	08 December 2025	495,238	\$0.02	10,400
Shares issued on exercise of Performance Rights	19 December 2025	1,649,673	\$0.02	37,942
Shares issued on exercise of Performance Rights	31 December 2025	73,023	\$0.02	1,679
Balance	31 December 2025	595,613,401		31,819,484

Options

Details	Date	Options	Issue price	\$
Balance	1 July 2025	-		1,911,069
Balance	31 December 2025	-		1,911,069

Performance Rights

Details	Date	Performance Rights	\$
Balance	1 July 2025	72,300,253	1,440,018
Exercised during the period		(22,381,997)	(444,063)
Forfeited during the period		(171,429)	(3,600)
Lapsed during the period		(28,500,000)	-
Performance Rights issued under employee incentive scheme	16 December 2025	15,348,582	162,823
Performance Rights issued to Key Management Personnel	24 December 2025	12,000,000	10,245
Performance Rights issued to Directors	24 December 2025	32,000,000	17,355
Share based payments expense		-	154,970
Balance	31 December 2025	80,595,409	1,337,748

Ordinary shares

Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the Company in proportion to the number of and amounts paid on the shares held. The fully paid ordinary shares have no par value and the Company does not have a limited amount of authorised capital.

On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

Share buy-back

There is no current on-market share buy-back.

Notes to the financial statements continued

31 December 2025

Note 18 **Equity** – reserves

	Consolidated	
	31 December 2025	30 June 2025
	\$	\$
Share-based payments reserve	1,337,748	1,440,018
Options reserve	1,911,069	1,911,069
Fair value through OCI	(18,022)	(146,677)
	3,230,795	3,204,410

Movements in reserves

Movements in each class of reserve during the current financial half-year are set out below:

	Consolidated			
	Share-based payments reserve	Options reserve	Fair Value through OCI	Total
	\$	\$	\$	\$
Balance at 1 July 2025	1,440,018	1,911,069	(146,677)	3,204,410
Gain on fair value of Investments	-	-	133,185	133,185
Foreign currency translation	-	-	(4,530)	(4,530)
Performance rights exercised during the year	(444,063)	-	-	(444,063)
Performance rights forfeited during the year	(3,600)	-	-	(3,600)
Performance Rights issued under employee incentive scheme	162,823	-	-	162,823
Performance Rights issued to KMP	10,245	-	-	10,245
Performance Rights issued to Directors	17,355	-	-	17,355
Share-based payment expense	154,970	-	-	154,970
Balance at 31 December 2025	1,337,748	1,911,069	(18,022)	3,230,795

Notes to the financial statements continued

31 December 2025

Note 19 Equity – accumulated losses

	Consolidated	
	31 December 2025	30 June 2025
	\$	\$
Accumulated losses at the beginning of the financial half-year	(29,527,437)	(26,832,080)
Loss after income tax benefit for the half-year	(1,346,679)	(2,695,357)
Accumulated losses at the end of the financial half-year	(30,874,116)	(29,527,437)

Note 20 Equity – dividends

There were no dividends paid, recommended or declared during the current or previous financial half-year.

Note 21 Contingent liabilities

There are no contingent liabilities as at the date of signing this report.

Note 22 Related party transactions

Parent entity

Complii FinTech Solutions Ltd is the parent entity.

Transactions with related parties

Mr Craig Mason is one of the ultimate controlling parties of CK Consulting Services.

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

The following transactions occurred with related parties:

	Consolidated	
	31 December 2025	31 December 2024
	\$	\$
Payment for goods and services		
Payment/Accrual to CK Consulting Services for consulting services and Director fees	174,484	222,979

Receivable from and payable to related parties

The following balances are outstanding at the reporting date in relation to transactions with related parties:

	Consolidated	
	31 December 2025	30 June 2025
	\$	\$
Current payables		
CK Consulting Services	-	(32,500)

Loans to/from related parties

There were no loans to or from related parties at the current and previous reporting date.

Terms and conditions

All transactions were made on normal commercial terms and conditions and at market rates.

Notes to the financial statements continued

31 December 2025

Note 23 Events after the reporting period

On 31 January 2026, the Company announced that 6,500,000 performance rights lapsed as the vesting conditions were not met.

Subsequent to the half-year end, the Board has executed a mandate to raise \$2 million through the issue of convertible notes. As at the date of this report, firm commitments totaling \$1 million have been received, including \$500,000 from Alison Sarich and Craig Mason, subject to shareholder approval. The Directors are confident that the balance of the proposed funding will be secured.

No other matter or circumstance has arisen since 31 December 2025 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

Note 24 Earnings per share

	Consolidated	
	31 December 2025	31 December 2024
Earnings per share for loss from continuing operations	\$	\$
Loss after income tax attributable to the owners of Complii FinTech Solutions Ltd	(1,346,679)	(1,103,015)
	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	595,613,401	574,624,167
Weighted average number of ordinary shares used in calculating diluted earnings per share	595,613,401	574,624,167
	Cents	Cents
Basic earnings per share	(0.23)	(0.19)
Diluted earnings per share	(0.23)	(0.19)

	Consolidated	
	31 December 2025	31 December 2024
Earnings per share for loss from discontinued operations	\$	\$
Loss after income tax attributable to the owners of Complii FinTech Solutions Ltd	-	(103,008)
	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	595,613,401	574,624,167
Weighted average number of ordinary shares used in calculating diluted earnings per share	595,613,401	574,624,167
	Cents	Cents
Basic earnings per share	-	(0.02)
Diluted earnings per share	-	(0.02)

	Consolidated	
	31 December 2025	31 December 2024
Earnings per share for loss	\$	\$
Loss after income tax attributable to the owners of Complii FinTech Solutions Ltd	(1,346,679)	(1,206,023)
	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	595,613,401	574,624,167
Weighted average number of ordinary shares used in calculating diluted earnings per share	595,613,401	574,624,167
	Cents	Cents
Basic earnings per share	(0.23)	(0.21)
Diluted earnings per share	(0.23)	(0.21)

As at 31 December 2025 the Group has nil unissued shares under options (31 December 2024: nil) and 80,595,409 Performance Rights on issue (31 December 2024: 79,880,789). The Group does not report diluted earnings per share on losses generated by the Group. During the half-year ended 31 December 2025 the Group's unissued shares under option and partly-paid shares were anti-dilutive.

Notes to the financial statements continued

31 December 2025

Note 25 Share-based payments

During the half-year ended 31 December 2025 Complii issued 10,250,000 Performance Rights (Class Y) in December 2025 to Directors and KMP with nil exercise price. The rights have been valued with reference to market price and an expense of \$7,467 has been recognised during the half-year ended 31 December 2025 as part of Share-based payments. Vesting occurs in equal instalments subject to non-market-based conditions being achieved.

During the half-year ended 31 December 2025 Complii issued 10,250,000 Performance Rights (Class Z) in December 2025 to Directors and KMP with nil exercise price. The rights have been valued with reference to market price and an expense of \$6,642 has been recognised during the half-year ended 31 December 2025 as part of Share-based payments. Vesting occurs in equal instalments subject to non-market-based conditions being achieved.

During the half-year ended 31 December 2025 Complii issued 10,250,000 Performance Rights (Class AA) in December 2025 to Directors and KMP with nil exercise price. The rights have been valued with reference to market price and an expense of \$2,987 has been recognised during the half-year ended 31 December 2025 as part of Share-based payments. Vesting occurs in equal instalments subject to non-market-based conditions being achieved.

During the half-year ended 31 December 2025 Complii issued 10,250,000 Performance Rights (Class AB) in December 2025 to Directors and KMP with nil exercise price. The rights have been valued with reference to market price and an expense of \$6,642 has been recognised during the half-year ended 31 December 2025 as part of Share-based payments. Vesting occurs in equal instalments subject to non-market-based conditions being achieved.

During the half-year ended 31 December 2025 Complii issued 750,000 Performance Rights (Class AC) in December 2025 to KMP with nil exercise price. The rights have been valued with reference to market price and an expense of \$1,335 has been recognised during the half-year ended 31 December 2025 as part of Share-based payments. Vesting occurs in equal instalments subject to non-market-based conditions being achieved.

During the half-year ended 31 December 2025 Complii issued 750,000 Performance Rights (Class AD) in December 2025 to KMP with nil exercise price. The rights have been valued with reference to market price and an expense of \$1,334 has been recognised during the half-year ended 31 December 2025 as part of Share-based payments. Vesting occurs in equal instalments subject to non-market-based conditions being achieved.

During the half-year ended 31 December 2025 Complii issued 750,000 Performance Rights (Class AE) in December 2025 to KMP with nil exercise price. The rights have been valued with reference to market price and an expense of \$595 has been recognised during the half-year ended 31 December 2025 as part of Share-based payments. Vesting occurs in equal instalments subject to non-market-based conditions being achieved.

During the half-year ended 31 December 2025 Complii issued 750,000 Performance Rights (Class AF) in December 2025 to KMP with nil exercise price. The rights have been valued with reference to market price and an expense of \$595 has been recognised during the half-year ended 31 December 2025 as part of Share-based payments. Vesting occurs in equal instalments subject to non-market-based conditions being achieved.

During the half-year ended 31 December 2025 Complii issued 6,006,309 Performance Rights (FY26 Class A Performance Rights) in December 2025 to employees with nil exercise price. The rights have been valued with reference to market price and an expense of \$138,148 has been recognised during the half-year ended 31 December 2025 as part of Share-based payments. Vesting occurs in equal instalments subject to non-market-based conditions being achieved.

During the half-year ended 31 December 2025 Complii issued 3,003,155 Performance Rights (FY26 Class B Performance Rights) in December 2025 to employees with nil exercise price. The rights have been valued with reference to market price and an expense of \$13,633 has been recognised during the half-year ended 31 December 2025 as part of Share-based payments. Vesting occurs in equal instalments subject to non-market-based conditions being achieved.

Notes to the financial statements continued

31 December 2025

Note 25 continued

During the half-year ended 31 December 2025 Complii issued 6,339,118 Performance Rights (FY26 Class C Performance Rights) in December 2025 to employees with nil exercise price. The rights have been valued with reference to market price and an expense of \$11,045 has been recognised during the half-year ended 31 December 2025 as part of Share-based payments. Vesting occurs in equal instalments subject to non-market-based conditions being achieved.

During the half-year ended 31 December 2025 28,500,000 Performance Rights issued to Directors and KMP lapsed because the conditions had not been met.

During the half-year ended 31 December 2025 171,429 Performance Rights were forfeited relating to employees not meeting the vesting conditions.

Set out below are summaries of performance rights movements during the period:

31 December 2025

Grant date	Expiry date	Exercise price	Balance at the start of the half-year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the half-year
26/10/2022	25/10/2027	\$0.00	24,500,000	-	-	(24,500,000)	-
19/04/2023	17/04/2028	\$0.00	1,000,000	-	-	(1,000,000)	-
04/09/2023	03/09/2028	\$0.04	3,000,000	-	-	(3,000,000)	-
28/11/2023	27/11/2028	\$0.00	11,169,914	-	(7,650,000)	-	3,519,914
28/11/2023	01/12/2025	\$0.00	5,074,148	-	(2,094,062)	-	2,980,086
14/10/2024	14/10/2026	\$0.00	3,556,191	-	(1,415,239)	(171,429)	1,969,523
20/11/2024	19/11/2029	\$0.02	24,000,000	-	(9,500,000)	-	14,500,000
10/10/2025	24/12/2030	\$0.02	-	24,000,000	-	-	24,000,000
16/12/2025	16/12/2027	\$0.02	-	15,348,582	(1,722,696)	-	13,625,886
17/12/2025	24/12/2030	\$0.02	-	20,000,000	-	-	20,000,000
			72,300,253	59,348,582	(22,381,997)	(28,671,429)	80,595,409

For the performance rights granted during the current financial half-year, a black scholes model was used to calculate the fair value of performance rights with a market-based condition, using a volatility rate and the share price and risk-free rate at grant date. The classes with non-market based conditions were valued based on the share price at the date of issue and the probability of the vesting conditions being met.

Notes to the financial statements continued

31 December 2025

Note 25 continued

The valuation model inputs used to determine the fair value at the grant date, are as follows:

Class	Grant date	Expiry date	Share price at grant date \$	Probability of vesting %	Risk-free interest rate %	Fair value at grant date \$
Class L	26/10/2022	25/10/2027	0.085	-	3.62%	0.035
Class M	26/10/2022	25/10/2027	0.085	-	3.62%	0.031
Class V	28/11/2023	27/11/2028	0.030	-	4.10%	0.013
Employee performance rights	14/10/2024	14/10/2026	0.021	100.00%	-	0.021
Class W	20/11/2024	19/11/2029	0.028	100.00%	-	0.028
Class X	20/11/2024	19/11/2029	0.028	100.00%	-	0.028
FY26 Class A Performance Rights	16/12/2025	16/12/2027	0.023	100.00%	-	0.023
FY26 Class B Performance Rights	16/12/2025	16/12/2027	0.023	100.00%	-	0.023
FY26 Class C Performance Rights	16/12/2025	16/12/2027	0.023	100.00%	-	0.023
Class Y	10/12/2025	24/12/2030	0.025	50.00%	-	0.025
Class Y	17/12/2010	24/12/2030	0.023	50.00%	-	0.023
Class Z	10/12/2025	24/12/2030	0.025	100.00%	-	0.025
Class Z	17/12/2025	24/12/2030	0.023	100.00%	-	0.023
Class AA	10/12/2025	24/12/2030	0.025	20.00%	-	0.025
Class AA	17/12/2025	24/12/2030	0.023	20.00%	-	0.023
Class AB	10/12/2025	24/12/2030	0.025	100.00%	-	0.025
Class AB	17/12/2025	24/12/2030	0.023	100.00%	-	0.023
Class AC	10/12/2025	24/12/2030	0.025	100.00%	-	0.025
Class AD	10/12/2025	24/12/2030	0.025	100.00%	-	0.025
Class AE	10/12/2025	24/12/2030	0.025	100.00%	-	0.025
Class AF	10/12/2025	24/12/2030	0.025	100.00%	-	0.025

Notes to the financial statements continued

31 December 2025

Note 25 continued

Performance Rights Vesting Conditions

The vesting conditions for the Performance Rights are:

Class L	The 20 day VWAP of the Company's Shares being equal to or greater than \$0.25.
Class M	The 20 day VWAP of the Company's Shares being equal to or greater than \$0.30.
Class V	The 20-Day VWAP of the Company's Shares being equal to or greater than \$0.08 by 31 December 2025.
Employee performance rights	The performance rights will vest subject to 1 year of continuous employment by the holder commencing upon the date of issuance of the performance rights.
Class W	The Group recording revenue of \$7,000,000 or more in any of the financial years ending 30 June 2025 or 30 June 2026 or 30 June 2027, as independently verified by the Company's auditors.
Class X	The Group recording a positive EBITDA in any of the financial years ending 30 June 2025 or 30 June 2026 or 30 June 2027, as independently verified by the Company's auditors.
FY26 Class A Performance Rights	Vests on issue subject to continuous employment by the holder commencing upon the date of issuance of the performance rights.
FY26 Class B Performance Rights	Vests on 1 March 2026 subject to continuous employment by the holder commencing upon the date of issuance of the performance rights.
FY26 Class C Performance Rights	Vests on 1 July 2026 subject to continuous employment by the holder commencing upon the date of issuance of the performance rights.
Class Y	The Group recording an increase in FY26 Revenue of 115% of FY25 Revenue.
Class Z	The Group recording an increase in FY27 Revenue of 115% of FY26 Revenue.
Class AA	The Group recording growth in FY26 ARR of 120% of FY25 ARR.
Class AB	The Group recording growth in FY27 ARR of 120% of FY26 ARR.
Class AC	MIntegrity FY26 revenue of \$1,200,000.
Class AD	MIntegrity FY26 EBIT of \$120,000.
Class AE	MIntegrity FY27 revenue of \$1,350,000.
Class AF	MIntegrity FY27 EBIT of \$180,000.

Directors declaration

In the Directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, Australian Accounting Standard AASB 134 'Interim Financial Reporting', the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- the attached financial statements and notes give a true and correct view of the consolidated entity's financial position as at 31 December 2025 and of its performance for the financial half-year ended on that date; and
- there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of Directors made pursuant to section 303(5)(a) of the Corporations Act 2001.

On behalf of the Directors



Mr Craig Mason
Executive Chairman

27 February 2026

INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF COMPLII FINTECH SOLUTIONS LIMITED

Conclusion

We have reviewed the accompanying half-year financial report of Complii FinTech Solutions Limited ("the Company") and Controlled Entities ("the Consolidated Entity") which comprises the consolidated statement of financial position as at 31 December 2025, the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the half-year ended on that date, a summary of material accounting policies and other selected explanatory notes, and the directors' declaration.

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Complii FinTech Solutions Limited and Controlled Entities does not comply with the *Corporations Act 2001* including:

- a. Giving a true and fair view of the Complii FinTech Solutions Limited financial position as at 31 December 2025 and of its performance for the half-year ended on that date; and
- b. Complying with Accounting Standard AASB 134: *Interim Financial Reporting* and *Corporations Regulations 2001*.

Basis for Conclusion

We conducted our review in accordance with ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the *Auditor's Responsibilities for the Review of the Financial Report* section of our report. We are independent of the Company in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants* that are relevant to our audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001* which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's review report.

Responsibility of the Directors for the Financial Report

The directors of the Complii FinTech Solutions Limited are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such control as the directors determine is necessary to enable the preparation of the half-year financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

Auditor's Responsibility for the Review of the Financial Report

Our responsibility is to express a conclusion on the half-year financial report based on our review. ASRE 2410 requires us to conclude whether we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including giving a true and fair view of the Consolidated Entity's financial position as at 31 December 2025 and its performance for the half-year ended on that date, and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Hall Chadwick

HALL CHADWICK WA AUDIT PTY LTD

Mark Delaurentis

MARK DELAURENTIS CA
Director

Dated this 27th day of February 2026
Perth, Western Australia

APPENDIX 4D

31 DECEMBER 2025

27 FEBRUARY 2026
ABN 71 098 238 585



ASG



Appendix 4D

Half-year report

1 Company details

Name of entity	Complii FinTech Solutions Ltd
ABN	71 098 238 585
Reporting period	For the half-year ended 31 December 2025
Previous period	For the half-year ended 31 December 2024

2 Results for announcement to the market

Revenues from ordinary activities	down 11.4%	to \$3,542,802
Loss from ordinary activities after tax attributable to the owners of Complii FinTech Solutions Ltd	up 11.7%	to \$(1,346,679)
Loss for the half-year attributable to the owners of Complii FinTech Solutions Ltd	up 11.7%	to \$(1,346,679)

Dividends

There were no dividends paid, recommended or declared during the current financial period.

Comments

Revenues from ordinary activities in the prior period included \$576,615 from discontinued operations. Excluding this amount, revenue from ordinary activities has increased 4% compared to the previous period.

The loss for the consolidated entity after providing for income tax amounted to \$1,346,679 (31 December 2024: \$1,206,023).

3 Net tangible assets

	Reporting period Cents	Previous period Cents
Net tangible assets per ordinary security	0.05	0.26

4 Control gained over entities

Not applicable.

5 Loss of control over entities

Not applicable.

6 Dividends

Current period

There were no dividends paid, recommended or declared during the current financial period.

Previous period

There were no dividends paid, recommended or declared during the previous financial period.

7 Dividend reinvestment plans

Not applicable.

8 Details of associates and joint venture entities

Not applicable.

9 Foreign entities

Details of origin of accounting standards used in compiling the report

Not applicable.

10 Audit qualification or review

Details of audit/review dispute or qualification (if any):

The financial statements were subject to a review by the auditors and the review report is attached as part of the Interim Report.

11 Attachments

Details of attachments (if any)

The Interim Report of Complii FinTech Solutions Ltd for the half-year ended 31 December 2025 is attached.

12 Signed



Mr Craig Mason
Executive Chairman

27 February 2026

