Halo Technologies Holdings Ltd
Appendix 4D
Half-year report

1. Company details

Name of entity:	Halo Technologies Holdings Ltd
ABN:	73 645 531 219
Reporting period:	For the half-year ended 30 June 2026
Previous period:	For the half-year ended 30 June 2025

2. Results for announcement to the market

	30 Jun 2026 $	30 Jun 2025 $	Change $	Change %
Revenue from ordinary activities	6,914,648	7,987,846	(1,073,198)	(13%)
Loss from ordinary activities after tax attributable to the owners of Halo Technologies Holdings Ltd	(2,976,659)	(6,059,935)	3,083,276	(51%)
Loss for the half-year attributable to the owners of Halo Technologies Holdings Ltd	(2,976,659)	(6,059,935)	3,083,276	(51%)
Underlying earnings before interest, tax, depreciation and amortisation (EBITDA)*	(3,455,651)	(6,065,848)	2,610,197	(43%)

* Underlying EBITDA

Underlying EBITDA reflects the net results for the period after adding back the effects of interest, tax, depreciation and amortisation, non-cash share-based payments, non-cash impairment and fair value movements in financial assets. The directors consider such a measure to reflect the core earnings of the Group. Underlying EBITDA is a financial measure which is not prescribed by Australian Accounting Standards ('AAS'), is unaudited and may not be comparable to similarly titled measures presented by other entities, and represents the profit under AAS adjusted for non-cash and significant items. The Group's reconciliation of its statutory net profit after tax ('NPAT') for the current and previous reporting period to underlying EBITDA is included in the directors' report.

Dividends

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

Comments

The loss for the Group after providing for income tax amounted to $2,976,659 (30 June 2025: $6,059,935).

As described in note 16 to the attached Interim Report, the comparative information as at 31 December 2025 has been restated for the correction of prior period errors relating to deferred research and development tax incentive income and the recognition of the 2025 research and development tax incentive claim. The restatement did not affect the results for the half-year ended 30 June 2025.

Refer to the directors' report for detailed commentary on the results.

3. Net tangible assets

	Reporting period Cents	Previous period Cents
Net tangible assets per ordinary security	(2.76)	(1.77)

Net tangible assets per ordinary security is calculated as net assets/(liabilities) less intangible assets, divided by 292,157,240 ordinary shares on issue at the end of the reporting period. The previous period comparative is calculated on the restated net liabilities as at 31 December 2025 (refer to note 16 of the attached Interim Report).

4. Audit qualification or review

The financial statements were subject to a review by the auditors and an unmodified review conclusion has been issued. The review report includes a material uncertainty related to going concern paragraph in respect of the Group's ability to continue as a going concern. Refer to the attached auditor's review report for further details.

5. Attachments

The Interim Report of Halo Technologies Holdings Ltd for the half-year ended 30 June 2026 is attached.

6. Signed

As authorised by the Board of Directors

Signed ______________________________ Date: 31 August 2026

Peter Oxlade
Executive Director and Chief Executive Officer

Halo Technologies Holdings Ltd

ABN 73 645 531 219

Interim Report - 30 June 2026

The directors present their report, together with the interim financial statements, on the consolidated entity (referred to hereafter as the 'Group') consisting of Halo Technologies Holdings 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 30 June 2026.

Directors

The following persons were directors of Halo Technologies Holdings Ltd during the whole of the financial half-year and up to the date of this report, unless otherwise stated:

Philippa Lewis	Non-Executive Chair
Matthew Roberts	Executive Managing Director
Peter Oxlade	Executive Director and Chief Executive Officer
George Paxton	Executive Director and Chief Operating Officer
Nicolas Bryon	Executive Director and Chief Product Officer
Ivan Oshry	Non-Executive Director and former Chairman (resigned on 31 January 2026)

Principal activities

During the financial half-year, the principal continuing activities of the Group consisted of providing equities research and analysis capability, portfolio management tools, international trade execution capability and themed investments through the Halo Technologies and Macrovue investment platforms.

Dividends

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

Significant changes in the state of affairs

On 27 February 2026 shareholders approved the grant of 35,000,000 performance rights to the Chief Executive Officer, Mr Peter Oxlade (refer to note 13).

There were no other significant changes in the state of affairs of the Group during the financial half-year.

Review of operations

The loss for the Group after providing for income tax amounted to $2,976,659 (30 June 2025: loss of $6,059,935).

As described in note 16, the comparative information as at 31 December 2025 has been restated for the correction of prior period errors relating to deferred research and development tax incentive income and the recognition of the 2025 research and development tax incentive claim.

Underlying EBITDA

The table below provides a reconciliation between statutory results and the underlying EBITDA for the period. The underlying EBITDA is a financial measure that is not prescribed by Australian Accounting Standards ('AAS') and represents the statutory result under AAS adjusted for interest, tax, depreciation and amortisation, impairments and fair value movements in financial assets, and other non-cash significant items (being, in the current period, share-based payments and research and development tax incentive income recognised as a receivable at 30 June 2026). The directors consider underlying EBITDA to reflect the core earnings of the Group. Underlying EBITDA is a non-IFRS measure that has not been audited or reviewed, and it may not be comparable with similarly titled measures presented by other entities.

	30 Jun 2026 $	30 Jun 2025 $
Statutory net loss after income tax	(2,976,659)	(6,059,935)
Interest revenue	(145,743)	(179,886)
Finance costs	360,773	208,527
Depreciation and amortisation	102,000	909,768
Share-based payments (non-cash)	194,806	-
R&D tax incentive income (non-cash at balance date)	(926,537)	-
Reversal of impairment of financial assets	-	(1,125,000)
Income tax expense	(64,291)	180,678
Underlying EBITDA	(3,455,651)	(6,065,848)

The Group's operating revenue (net revenue from contracts with customers) of $6,768,905 decreased by 13% over the prior comparative period ('pcp'). Brokerage revenue of $5,010,323 was 18% lower than the pcp mainly attributable to market volatility during the HY26 triggered by the outbreak of the Iran war on 28 February 2026, while subscription revenue of $1,758,582 was 4% higher than the pcp.

The Group reported an underlying EBITDA loss of $3,455,651 compared to a loss of $6,065,848 in the pcp. The improvement of $2,610,197 was primarily driven by a reduction in employee benefits expense of $1,519,228 (mainly UK related), together with lower legal and professional expenses of $265,100, lower trading costs and lower marketing expenses, partly offset by higher information technology and system expenses of $194,838 and higher finance costs of $152,246.

The statutory loss for the period further reflects research and development tax incentive income of $926,537 accrued for the half-year ended 30 June 2026 (the $1,853,075 incentive claim for the 2025 year, received in July 2026, is recognised in the restated comparative - refer to note 16), and a share-based payment expense of $194,806 in respect of the performance rights granted to the Chief Executive Officer (refer to note 13).

Rounding of amounts

Amounts in this directors' report and the accompanying financial statements have been rounded to the nearest dollar.

Matters subsequent to the end of the financial half-year

The Group commenced a capital raising of up to $6.75 million through the issue of convertible notes under its 2026 Convertible Notes Offer, as outlined in the Information Memorandum dated 2 July 2026. In August 2026, the Group has issued convertible notes with total subscriptions of $4.5 million under the offer.

No other matter or circumstance has arisen since 30 June 2026 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.

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.

Peter Oxlade
Executive Director and Chief Executive Officer

31 August 2026

Tel: +61 2 9251 4100
Fax: +61 2 9240 9821
www.bdo.com.au

Parkline Place
Level 25, 252 Pitt Street
Sydney NSW 2000
Australia

DECLARATION OF INDEPENDENCE BY DANE PERUMAL TO THE DIRECTORS OF HALO TECHNOLOGIES HOLDINGS LTD

As lead auditor for the review of Halo Technologies Holdings Ltd for the half-year ended 30 June 2026, I declare that, to the best of my knowledge and belief, there have been:

1. No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and
2. No contraventions of any applicable code of professional conduct in relation to the review.

This declaration is in respect of Halo Technologies Holdings Ltd and the entities it controlled during the period.

Dane Perumal

Director

Dane Perumal

BDO Audit Pty Ltd

Sydney, 31 August 2026

	Note	Consolidated 30 Jun 2026 $	Consolidated 30 Jun 2025 $
Revenue and other income			
Revenue from contracts with customers	4	6,768,905	7,807,960
Other income		1,089,553	8,314
Interest revenue		145,743	179,886
Total revenue and other income		8,004,201	7,996,160
Expenses			
Trading costs		(4,535,282)	(5,937,154)
Employee benefits expense		(2,074,422)	(3,398,844)
Legal and professional expenses		(1,954,605)	(2,219,705)
Other expenses		(149,011)	(482,100)
Marketing and brand expenses		(207,086)	(313,024)
Information technology and system expenses		(1,662,096)	(1,467,258)
Depreciation and amortisation expense	7	(102,000)	(909,768)
ASX listing fees		124	(64,037)
Finance costs		(360,773)	(208,527)
Reversal of impairment of financial assets		-	1,125,000
Total expenses		(11,045,151)	(13,875,417)
Loss before income tax expense		(3,040,950)	(5,879,257)
Income tax benefit/(expense)		64,291	(180,678)
Loss after income tax expense for the half-year attributable to the owners of Halo Technologies Holdings Ltd		(2,976,659)	(6,059,935)
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss			
Foreign currency translation		(111,505)	(242,984)
Other comprehensive income for the half-year, net of tax		(111,505)	(242,984)
Total comprehensive income for the half-year attributable to the owners of Halo Technologies Holdings Ltd		(3,088,164)	(6,302,919)
		Cents	**Cents**
Basic earnings per share	12	(1.02)	(4.71)
Diluted earnings per share	12	(1.02)	(4.71)

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

Halo Technologies Holdings Ltd
Consolidated statement of financial position
As at 30 June 2026

	Note	Consolidated 30 Jun 2026 $	Consolidated 31 Dec 2025 (Restated) $
Assets			
Current assets			
Cash and cash equivalents		2,649,875	3,542,891
Client trust accounts	14	352,889,929	385,554,386
Trade and other receivables	5	3,457,954	3,729,917
Other assets	6	4,316,163	4,350,963
Total current assets		363,313,921	397,178,157
Non-current assets			
Right-of-use assets	7	629,019	731,019
Other assets	6	2,835,675	2,749,554
Total non-current assets		3,464,694	3,480,573
Total assets		366,778,615	400,658,730
Liabilities			
Current liabilities			
Client trust accounts	14	352,889,929	385,554,386
Trade and other payables	8	6,156,310	5,208,092
Contract liabilities		3,540,871	3,444,218
Borrowings	9	601,005	601,005
Lease liabilities		92,915	177,862
Income tax payable		3,486	67,777
Employee benefits		609,093	496,113
Deferred research and development tax incentive	16	-	-
Total current liabilities		363,893,609	395,549,453
Non-current liabilities			
Contract liabilities		4,640,567	4,602,885
Borrowings	9	5,544,353	4,929,353
Lease liabilities		561,196	561,196
Employee benefits		195,202	178,797
Provisions		5,000	5,000
Total non-current liabilities		10,946,318	10,277,231
Total liabilities		374,839,927	405,826,684
Net liabilities		(8,061,312)	(5,167,954)
Equity			
Issued capital		27,897,079	27,897,079
Reserves	10	980,636	897,335
Accumulated losses		(36,939,027)	(33,962,368)
Total deficiency in equity		(8,061,312)	(5,167,954)

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

Consolidated	Issued capital $	Reserves $	Accumulated losses $	Total deficiency in equity $
Balance at 1 January 2025	24,163,779	428,592	(20,997,905)	3,594,466
Loss after income tax expense for the half-year	-	-	(6,059,935)	(6,059,935)
Other comprehensive income for the half-year, net of tax	-	(242,984)	-	(242,984)
Total comprehensive income for the half-year	-	(242,984)	(6,059,935)	(6,302,919)
Balance at 30 June 2025	24,163,779	185,608	(27,057,840)	(2,708,453)

Consolidated	Issued capital $	Reserves $	Accumulated losses $	Total deficiency in equity $
Balance at 1 January 2026 (as previously reported)	27,897,079	897,335	(38,403,645)	(9,609,231)
Correction of prior period errors (note 16)	-	-	4,441,277	4,441,277
Balance at 1 January 2026 - restated (note 16)	27,897,079	897,335	(33,962,368)	(5,167,954)
Loss after income tax expense for the half-year	-	-	(2,976,659)	(2,976,659)
Other comprehensive income for the half-year, net of tax	-	(111,505)	-	(111,505)
Total comprehensive income for the half-year	-	(111,505)	(2,976,659)	(3,088,164)
Transactions with owners in their capacity as owners:				
Share-based payments (note 13)	-	194,806	-	194,806
Balance at 30 June 2026	27,897,079	980,636	(36,939,027)	(8,061,312)

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

	Note	Consolidated 30 Jun 2026 $	Consolidated 30 Jun 2025 $
Cash flows from operating activities			
Receipts from customers (inclusive of GST)		7,693,819	7,635,935
Payments to suppliers and employees (inclusive of GST)		(9,064,874)	(12,784,296)
Other income received		163,016	1,594,996
Interest received		145,743	179,886
Interest and other finance costs paid		(360,773)	(209,491)
Income taxes paid		-	(180,678)
Net cash used in operating activities		(1,423,069)	(3,763,648)
Cash flows from investing activities			
Payments for intangible assets		-	(760,963)
Proceeds from settlement of investments in financial assets		-	1,125,000
Net cash from/(used in) investing activities		-	364,037
Cash flows from financing activities			
Proceeds from issue of convertible notes	9	-	1,946,611
Convertible notes pending allotment	9	615,000	49,000
Proceeds from short-term borrowings		-	475,352
Repayment of lease liabilities		(84,947)	-
Repayment of borrowings		-	(140,665)
Net cash from financing activities		530,053	2,330,298
Net decrease in cash and cash equivalents		(893,016)	(1,069,313)
Cash and cash equivalents at the beginning of the financial half-year		3,542,891	4,946,495
Cash and cash equivalents at the end of the financial half-year		2,649,875	3,877,182

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

HALO

Note 1. General information

The financial statements cover Halo Technologies Holdings Ltd as a Group consisting of Halo Technologies Holdings Ltd (the 'company' or 'parent entity') and the entities it controlled at the end of, or during, the half-year (referred to as the 'Group'). The financial statements are presented in Australian dollars, which is Halo Technologies Holdings Ltd's functional and presentation currency.

Halo Technologies Holdings Ltd is a listed public company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business are:

Registered office	Principal place of business
Boardroom Pty Ltd	Suite 203, Level 2
Level 8, 210 George Street	1 York Street
Sydney NSW 2000	Sydney NSW 2000

A description of the nature of the Group's operations and its principal activities is 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 31 August 2026.

Note 2. Material accounting policy information

These general-purpose financial statements for the interim half-year reporting period ended 30 June 2026 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 31 December 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.

Rounding of amounts

Amounts in these financial statements have been rounded to the nearest dollar, unless otherwise stated.

New or amended Accounting Standards and Interpretations adopted

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. The adoption of these Accounting Standards and Interpretations did not have any significant impact on the financial performance or position of the Group during the financial half-year ended 30 June 2026 and are not expected to have any significant impact for the full financial year ending 31 December 2026. Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

Going concern

The financial statements have been prepared on a going concern basis, which contemplates continuity of normal business activity and realisation of assets and settlement of liabilities in the ordinary course of business. The Group incurred a net loss after tax of $2,976,659 (30 June 2025: loss of $6,059,935) and net cash outflows used in operating activities of $1,423,069 (30 June 2025: net operating cash outflows $3,763,648). As at 30 June 2026 the Group had net liabilities of $8,061,312 (31 December 2025 restated: net liabilities of $5,167,954).

As a result of the above factors, this gives rise to material uncertainty, which may cast significant doubt over the going concern assumption. However, the directors consider that there are reasonable grounds to conclude that the Group will continue as a going concern after consideration of the following:

- As at 30 June 2026, the Group had cash and cash equivalents of $2,649,875;

- The Group commenced a capital raising of up to $6.75 million through the issue of convertible notes under its 2026 Convertible Notes Offer, as outlined in the Information Memorandum dated 2 July 2026. In August 2026, the Group has issued convertible notes with total subscriptions of $4.5 million under the offer, refer Note 15.

- The Group is implementing artificial intelligence initiatives across its operations, which are expected to deliver cost savings in future periods;

- The directors have considered a number of factors, including the advancement of several significant commercial opportunities currently under negotiation with prospective enterprise customers. These opportunities are expected to involve both implementation and ongoing platform-related revenue streams and have the potential to contribute materially to future operating cash flows. While formal agreements had not been executed as at the date of this report, management considers discussions to be well advanced and continues to progress towards completion; and

- The Group is of the reasonable view it has an ongoing ability to raise capital to meet its future operating and investment requirements in light of the historical record of its related parties in raising capital.

The directors have also considered the positive momentum arising from the Group's recent sales and business development initiatives, which are expected to support future revenue growth and broaden the Group's customer base.

Accordingly, the financial statements have been prepared on a going concern basis, which contemplates the continuity of normal business activity and the realisation of assets and extinguishment of liabilities in the normal course of business. As a result of these matters, there is material uncertainty related to the events or conditions that may cast significant doubt on whether the Company will continue as a going concern. Should the Group be unable to raise additional capital through the factors noted above, the Group may be unable to realise its assets and extinguish its liabilities in the normal course of business at the amounts stated in the financial report.

The financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts or to the amount and classification of liabilities that may be necessary should the Group not continue as a going concern.

Note 3. Operating segments

Identification of reportable operating segments

The main business activities of the Group are the provision of equity research and portfolio management services. The Board of Directors are identified as the Chief Operating Decision Maker ('CODM'), and they consider the performance of the main business activities on an aggregated basis to determine the allocation of resources.

Based on the internal reports that are used by the CODM, the Group has one operating segment being the provision of equity research and portfolio management services. There is no aggregation of operating segments.

The operating segment information is the same information as provided throughout these financial statements and is therefore not duplicated. Information relating to revenue from products and services is included in note 4. The Group operates predominantly in Australia. The information reported to the CODM is on a monthly basis.

Geographical information

	Sales to external customers		Geographical non-current assets	
	30 Jun 2026 $	30 Jun 2025 $	30 Jun 2026 $	31 Dec 2025 $
Australia	6,768,905	7,807,960	3,464,694	3,480,573
United Kingdom	-	-	-	-
	6,768,905	7,807,960	3,464,694	3,480,573

The geographical non-current assets above are exclusive of, where applicable, financial instruments, deferred tax assets, post-employment benefits assets and rights under insurance contracts.

Note 4. Revenue from contracts with customers

	30 Jun 2026 $	30 Jun 2025 $
Brokerage revenue	5,010,323	6,122,067
Subscription revenue	1,758,582	1,685,893
Revenue from contracts with customers	6,768,905	7,807,960

Disaggregation of revenue

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

	30 Jun 2026 $	30 Jun 2025 $
Geographical regions		
Australia	6,768,905	7,807,960
Timing of revenue recognition		
Services transferred at a point in time	5,010,323	6,122,067
Services transferred over time	1,758,582	1,685,893
	6,768,905	7,807,960

Note 5. Trade and other receivables

	30 Jun 2026 $	31 Dec 2025 (Restated) $
Current assets		
Trade receivables	216,940	330,628
Related party receivables	461,402	1,546,214
R&D tax incentive receivable	2,779,612	1,853,075
	3,457,954	3,729,917

Note 6. Other assets

	30 Jun 2026 $	31 Dec 2025 $
Current assets		
Prepayments	35,811	50,656
Prepaid trading costs	4,260,697	4,280,652
Other current assets	19,655	19,655
	4,316,163	4,350,963
Non-current assets		
Prepaid trading costs	2,660,111	2,573,990
Security deposits	54,300	54,300
Term deposits	121,264	121,264
	2,835,675	2,749,554
	7,151,838	7,100,517

Note 7. Right-of-use assets

	30 Jun 2026 $	31 Dec 2025 $
Non-current assets		
Right-of-use	816,019	816,019
Less: Accumulated depreciation	(187,000)	(85,000)
	629,019	731,019

The Group leases office premises under agreement of four years with options to extend. The leases have various escalation clauses. On renewal, the terms of the leases are renegotiated.

Reconciliations

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

Consolidated	Property leases $
Balance at 1 January 2026	731,019
Depreciation expense	(102,000)
Balance at 30 June 2026	629,019

Note 8. Trade and other payables

	30 Jun 2026 $	31 Dec 2025 $
Current liabilities		
Trade payables	1,165,725	880,805
Payable to related parties	4,176,728	3,792,398
Interest payable	111,552	111,552
Accrued expenses and other payables	702,305	423,337
	6,156,310	5,208,092

Note 9. Borrowings

	30 Jun 2026 $	31 Dec 2025 $
Current liabilities		
Short-term loan	601,005	601,005
Non-current liabilities		
Convertible notes payable	4,900,353	4,900,353
Convertible notes pending allotment	644,000	29,000
	5,544,353	4,929,353
	6,145,358	5,530,358

Short-term loan

The loan is secured against the Group's assets and carries interest at the rate of 17% per annum. The outstanding balance was subsequently paid and fully settled in July 2026.

Convertible notes

On 28 August 2024, the Group commenced the issuance of 6,750,000 convertible notes at an issue price of $1.00 per Note to raise up to $6,750,000. As at 30 June 2026, the Group has issued 5,577,611 (31 December 2025: 5,577,611) convertible notes at a face value of $1.00 each. The notes are convertible on the date that the volume weighted average share price of the company's shares for the preceding 90 days is not less than $0.41 at a rate equal to $0.35 per new share. To the extent not converted, the Notes must be redeemed on the day that is 60 months from the date of issue. Convertible notes are unsecured and carry interest at the rate of 12% per annum on the outstanding principal, payable quarterly in arrears.

An amount of $677,258 (31 December 2025: $677,258) has been transferred to 'convertible notes option reserve' in equity. This represents management's estimate of the value of the conversion features at the inception of convertible notes. Refer to note 10 for further details.

Convertible notes pending allotment
Convertible notes pending allotment represent subscription funds received for convertible notes not yet allotted at the reporting date. Of the balance of $644,000 at 30 June 2026, $615,000 was received during the current half-year and is presented as a financing cash inflow in the statement of cash flows; the remaining $29,000 was received prior to 1 January 2026.

Note 10. Reserves

	30 Jun 2026 $	31 Dec 2025 $
Foreign currency reserve	(232,242)	(120,737)
Share-based payments reserve	535,620	340,814
Convertible notes option reserve	677,258	677,258
	980,636	897,335

Movements in reserves

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

Consolidated	Foreign currency translation $	Share-based payments $	Convertible notes option $	Total $
Balance at 1 January 2026	(120,737)	340,814	677,258	897,335
Foreign currency translation	(111,505)	-	-	(111,505)
Share-based payments (note 13)	-	194,806	-	194,806
Balance at 30 June 2026	(232,242)	535,620	677,258	980,636

Note 11. Dividends

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

Note 12. Earnings per share

	30 Jun 2026 $	30 Jun 2025 $
Loss after income tax attributable to the owners of Halo Technologies Holdings Ltd	(2,976,659)	(6,059,935)
	Number	**Number**
Weighted average number of ordinary shares used in calculating basic earnings per share	292,157,240	128,636,395
Weighted average number of ordinary shares used in calculating diluted earnings per share	292,157,240	128,636,395
	Cents	**Cents**
Basic earnings per share	(1.02)	(4.71)
Diluted earnings per share	(1.02)	(4.71)

Note 13. Share-based payments

The share-based payment expense recognised for the half-year was $194,806 (30 June 2025: $nil). The share-based payment expense recognised for the year ended 31 December 2025 was $222,191.

Performance rights

During the previous financial year, the company established an equity-settled share-based payment arrangement through the issue of performance rights to a director, Mr Peter Oxlade, as part of remuneration and retention arrangements.

A total of 35,000,000 performance rights were issued on 15 September 2025 and were approved by the shareholders at the extraordinary general meeting on 27 February 2026. The rights are exercisable into fully paid ordinary shares of the company upon satisfaction of applicable vesting conditions and have an exercise price of $0.025 per right.

The rights are issued in four tranches with vesting dependent on a combination of market-based performance conditions (company share price targets) and service-based vesting conditions (continued service as a director). The key terms of the performance rights are summarised below:

Tranche	Number of rights	Vesting date/ performance period	Vesting conditions
Initial tranche	5,000,000	Vests 7 days after shareholder approval	No performance condition. Vesting subject to Mr Oxlade remaining in office as a director on vesting date
Tranche 1	5,000,000	15 September 2025 to 8 December 2028	Vesting subject to the Company's ASX quoted share price ≥ $0.08 and Mr Oxlade remaining in office as a director on vesting date
Tranche 2	5,000,000	15 September 2025 to 8 December 2028	Vesting subject to the Company's ASX quoted share price ≥ $0.18 and Mr Oxlade remaining in office as a director on vesting date
Tranche 3	20,000,000	15 September 2025 to 8 December 2028	Vesting subject to the Company's ASX quoted share price ≥ $0.35 and Mr Oxlade remaining in office as a director on vesting date
	35,000,000		

For AASB 2 purposes the grant date is 27 February 2026, the date of shareholder approval. The fair value of the rights at grant date was determined using the Black-Scholes model for the initial tranche and Monte Carlo simulation incorporating the share price hurdles (market conditions) for tranches 1 to 3. The valuation model inputs were: share price at grant date $0.035; exercise price $0.025; expected volatility 150.0%; dividend yield nil; and risk-free interest rate 4.21%. The fair value per right at grant date was $0.0292 (initial tranche), $0.0292 (tranche 1), $0.0282 (tranche 2) and $0.0261 (tranche 3), a total grant-date fair value of $955,599.

The expense is recognised on a graded-vesting basis over each tranche's service period, which commenced on 15 September 2025. The cumulative expense recognised to 30 June 2026 is $416,997; after deducting the $222,191 recognised in the year ended 31 December 2025, the expense for the half-year is $194,806, credited to the share-based payments reserve. As the share price hurdles are market conditions, the grant-date fair value is not remeasured for subsequent share price movements. The initial tranche vested on 6 March 2026 following shareholder approval on 27 February 2026.

Note 14. Client trust accounts and amounts owing to clients

The Group recognises as an asset the amounts held in Client Trust Accounts, the balance of which was $352,889,929 at 30 June 2026 (31 December 2025: $385,554,386). A related liability amounting to $352,889,929 (31 December 2025: $385,554,386) representing the amounts owing to clients from such accounts is also recognised. Such amounts, held on behalf of clients, are part of the broker business process to facilitate customer trade execution on the Group's platform.

Note 15. Events after the reporting period

Subsequent to the reporting date, the Group commenced a capital raising of up to $6.75 million through the issue of convertible notes under its 2026 Convertible Notes Offer, as outlined in the Information Memorandum dated 2 July 2026. In August 2026, the Group has issued convertible notes with total subscriptions of $4.5 million under the offer, refer Note 2.

No other matter or circumstance has arisen since 30 June 2026 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.

Note 16. Prior period error and restatement of comparative information

During the current period, the Group identified a prior period error relating to the accounting treatment of deferred research and development tax incentive income. As at 31 December 2025, the Group recognised an impairment of the platform development (intangible assets) to which the deferred R&D tax incentive income was related. However, the associated deferred income balance was not recognised in profit or loss at the same time as the impairment expense.

Management subsequently determined that, as the underlying platform assets had been impaired and no future economic benefits were expected to be derived from those assets, the remaining deferred R&D tax incentive income should have been recognised in profit or loss in the year ended 31 December 2025. Accordingly, the deferred R&D tax incentive income liability was overstated and accumulated losses were correspondingly overstated in the previously issued financial statements.

In addition, the Group determined that its research and development tax incentive claim of $1,853,075 for the year ended 31 December 2025, which was received from the Australian Taxation Office in July 2026, should have been recognised as a receivable and in profit or loss in the year ended 31 December 2025. Accordingly, the comparative information has also been restated to recognise the receivable and to correspondingly reduce accumulated losses.

In accordance with AASB 108 ‘Accounting Policies, Changes in Accounting Estimates and Errors’, the Group has corrected the error retrospectively by restating the comparative information presented in these financial statements. The restatement reflects the resulting reduction in the deferred research and development tax incentive balance and a corresponding increase in retained earnings (reduction in accumulated losses).

The restatement did not impact the Group’s cash position, operating cash flows or compliance with any borrowing covenants.

The impact of the restatement on the comparative financial statements as at 31 December 2025 is summarised below:

Statement of financial position	Previously reported	Adjustment	Restated
	$	$	$
Deferred research and development tax incentive	2,588,202	(2,588,202)	-
R&D tax incentive receivable	-	1,853,075	1,853,075
Accumulated losses	(38,403,645)	4,441,277	(33,962,368)
Total deficiency in equity	(9,609,231)	4,441,277	(5,167,954)

As a result of the restatement, the comparative financial information has been presented on a basis consistent with the accounting treatment that should have been applied when the impairment of the platform assets was recognised in the year ended 31 December 2025. The restated comparative amounts are identified as ‘Restated’ in the consolidated statement of financial position and the consolidated statement of changes in equity.

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 fair view of the Group's financial position as at 30 June 2026 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

Philippa Lewis
Non-Executive Chair

Peter Oxlade
Executive Director and Chief Executive Officer

31 August 2026

Tel: +61 2 9251 4100
Fax: +61 2 9240 9821
www.bdo.com.au

Parkline Place
Level 25, 252 Pitt Street
Sydney NSW 2000
Australia

INDEPENDENT AUDITOR'S REVIEW REPORT

To the members of Halo Technologies Holdings Ltd

Report on the Half-Year Financial Report

Conclusion

We have reviewed the half-year financial report of Halo Technologies Holdings Ltd (the "Company") and its subsidiaries (the "Group"), which comprises the consolidated statement of financial position as at 30 June 2026, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the half-year ended on that date, material accounting policy information and other explanatory information, and the directors' declaration.

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

i. Giving a true and fair view of the Group's financial position as at 30 June 2026 and of its financial performance for the half-year ended on that date; and

ii. Complying with Accounting Standard AASB 134 *Interim Financial Reporting and the Corporations Regulations 2001*.

Basis for conclusion

We conducted our review in accordance with ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the *Auditor's Responsibilities for the Review of the Financial Report* section of our report. We are independent of the 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 the 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 the same terms if given to the directors as at the time of this auditor's review report.

Material uncertainty relating to going concern

We draw attention to Note 2 in the financial report which describes the events and/or conditions which give rise to the existence of a material uncertainty that may cast significant doubt about the Group's ability to continue as a going concern and therefore the Group may be unable to realise its assets and discharge its liabilities in the normal course of business. Our conclusion is not modified in respect of this matter.

Responsibility of the directors for the financial report

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

Auditor's responsibility for the review of the financial report

Our responsibility is to express a conclusion on the half-year financial report based on our review. ASRE 2410 requires us to conclude whether we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including giving a true and fair view of the Group's financial position as at 30 June 2026 and its financial 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.

BDO Audit Pty Ltd

BDO
Dane Perumal

Dane Perumal
Director

Sydney, 31 August 2026