Appendix 4E

Under ASX Listing Rule 4.3A

Current reporting period (FY26)	Previous reporting period (FY25)
1 July 2025 to 30 June 2026	1 July 2024 to 30 June 2025

PRELIMINARY FINAL REPORT

This Preliminary Final Report presents the results of the consolidated entity of Gratifii Limited ABN 47 125 688 940 and the entities it controlled during the financial year ended 30 June 2026, referred to hereafter as the **"Company"** or **"Gratifii".**

RESULTS FOR ANNOUNCEMENT TO THE MARKET

UNAUDITED RESULTS

($'000)	Direction	%		FY26		FY25
Total Transaction Value (TTV)[1]	▲	**2.01%**	**to**	**62,651**	**from**	**61,417**
Revenue from ordinary activities ($'000)	▼	(2.49%)	to	53,102	from	54,456
Underlying EBITDA[2] ($'000)	▲	17.29%	to	(3,343)	from	(4,042)
Loss from ordinary activities before tax attributable to members ($'000)	▲	31.41%	to	(7,557)	from	(11,018)
Net profit (loss) for period attributable to members ($'000)	▲	30.98%	to	(7,556)	from	(10,948)
Basic loss per share (NPAT) (cents)	▲	55.75%	to	(1.89)	from	(4.28)
Net tangible liabilities per share (cents)	▲	62.71%	to	(0.74)	from	(1.98)
Total revenue	▼	**(2.49%)**	to	**53,102**	from	**54,456**

1 Non-IFRS item
2 Earnings Before Interest, Tax, Depreciation and Amortisation and removing significant one-off items. This is a Non AIFRS item

SUMMARY OF OPERATIONAL RESULTS

Performance	FY26 ($'000)	FY25 ($'000)
Rewards	46,825	45,399
Loyalty Services	6,264	9,051
Total revenue from ordinary activities	**53,089**	**54,450**
Other operating revenue	13	6
Total gross revenue	**53,102**	**54,456**
Cost of sales	(46,963)	(47,765)
Operating costs	(8,749)	(9,734)
Share based payments	(733)	(999)
Underlying EBITDA	**(3,343)**	**(4,042)**
Significant one-off items		
Impairment	(2,897)	(2,505)
One off transaction costs	(25)	(276)
Restructuring Costs	71	(331)
EBITDA	**(6,194)**	**(7,154)**
Depreciation and amortisation	(1,189)	(3,605)
EBIT	**(7,383)**	**(10,759)**
Net finance expense	(174)	(259)
Loss before tax	**(7,557)**	**(11,018)**
Income tax benefit	1	70
Loss after tax	**(7,556)**	**(10,948)**

Revenue

Reported revenue from ordinary activities for FY26 was $53.10m, a decrease of 2.5% from FY25 ($54.45m). Rewards revenue increased to $46.8m (FY25: $45.4m), largely reflecting a full twelve-month contribution from Ticketmates Australia Pty Ltd **(Club Connect)** (acquired 1 November 2024), compared with eight months in FY25.

The Loyalty Services business contributed $6.3m (FY25: $9.1m). The decline is consistent with the softening flagged at FY25, with the division continuing to be affected by macroeconomic conditions and reduced loyalty program spending.

Underlying EBITDA

Underlying EBITDA was a loss of $3.34m (FY25: loss of $4.04m). The improvement is due to prudent expense management, with operating costs down circa $1m.

Significant one-off Items

- **Asset impairment**

  Following a review of market conditions, historical performance and implied growth rates, the Company has recognised an impairment of $2.90m against goodwill (FY25: $2.51m).

- **Restructuring costs**

  Gratifii reversed a redundancy provision of $71k during the period.

- **One-off transaction costs**

  The Company incurred $25k of legal fees in relation to the acquisition of Simplicity and Mosh.

Non-IFRS financial information

Within this Appendix 4E, the directors have presented several pieces of non-IFRS financial information, including a calculation of Underlying EBITDA and Total Transaction Value. The directors believe that this additional disclosure better describes the underlying business results to users of this report and allows for a better understanding. See above for a reconciliation of the non-IFRS information to the IFRS results presented in the attached financial report. The non-IFRS financial information presented in this report has not been audited and should not be considered a substitute for the IFRS measures presented in this report.

GROSS PROFIT

Gross profit decreased by 8.4% to $6.13m (FY25: $6.69m). The gross profit margin decreased to 11.54% (FY25: 12.28%), reflecting the increased weighting of lower-margin rewards revenue relative to loyalty services.

LOSS FOR THE PERIOD

Net loss after tax for FY26 was $7.56m (FY25: loss of $10.95m). The result was impacted by a goodwill impairment charge of $2.90m (FY25: $2.51m), with lower non-cash expenditure otherwise, comprising depreciation and amortisation of $1.19m (FY25: $3.60m) and share-based payments of $0.7m (FY25: $1.0m).

Dividends

No dividend was paid or proposed to be paid during the period.

Entities over which control was gained or lost during the period

The Company did not gain or lose control of any entities during the period.

COMPLIANCE STATEMENT

This report is based on accounts that are in the process of being audited and are subject to review. Although the FY26 audit is not yet complete, the Company's auditors (MNSA) have noted they expect their audit opinion to include a Material Uncertainty Related to Going Concern section.

At the date of this report, the Directors are not aware of any dispute or qualification.

This report has been prepared in accordance with ASX Listing Rule 4.3A and Appendix 4E. The financial information in this report has been prepared in accordance with the recognition and measurement requirements of the Australian Accounting Standards and the Corporations Act 2001, applying accounting policies consistent with those adopted in the FY25 annual financial report.

Signed in accordance with a resolution of the Directors of Gratifii Limited.

Bryan Zekulich

Non-Executive Chairman

Consolidated Statement of Profit and Loss and Other Comprehensive Income for the year ended 30 June 2026

	Note	30 June 2026 ($)	30 June 2025 ($)
Revenue			
Rewards		46,824,904	45,399,248
Loyalty Services		6,264,564	9,051,428
Total ordinary revenue		**53,089,468**	**54,450,676**
Cost of sales	1	(46,962,861)	(47,764,701)
Gross profit		**6,126,607**	**6,685,975**
Other operating revenue	2	12,632	5,589
Expenses			
Administrative and other corporate costs	3	(3,496,513)	(4,171,160)
Depreciation and amortisation		(1,189,107)	(3,604,622)
Impairments		(2,897,464)	(2,505,234)
Finance costs		(173,821)	(259,444)
Employee benefits expense	4	(5,164,752)	(6,087,484)
Share-based payment expense	5	(733,336)	(999,089)
Foreign exchange losses		(41,098)	(82,678)
(Loss) before income tax expense		**(7,556,852)**	**(11,018,147)**
Income tax benefit		649	70,102
Net (Loss) after income tax for the year attributable to the owners of Gratifii Limited and Controlled Entities		**(7,556,203)**	**(10,948,045)**
Other comprehensive income			
Foreign currency translation		(17,929)	(2,267)
Total comprehensive (Loss) for the year attributable to the owners of Gratifii Limited and Controlled Entities		**(7,574,132)**	**(10,950,312)**

	Cents	Cents
Attributable to: Members of the parent company		
Basic (Loss)/earnings per share	(1.89)	(4.28)
Diluted (Loss)/earnings per share	(1.89)	(4.28)

SIGNIFICANT ITEMS

1. COST OF SALES

	FY26 ($)	FY25 ($)
Cost of sales		
Rewards	42,809,348	41,544,194
Loyalty Services	4,153,513	6,220,507
Total cost of sales	**46,962,861**	**47,764,701**

2. OTHER OPERATING REVENUE

	FY26 ($)	FY25 ($)
Other operating revenue		
Other Operating Revenue	12,632	5,589
Total other operating revenue	**12,632**	**5,589**

3. ADMINISTRATION AND CORPORATE COSTS

Consolidated	FY26 ($)	FY25 ($)
Bank fees (including merchant fees)	500,608	400,624
Bad debts expense (reversals)	44,210	6,832
Corporate and listing costs	462,546	631,865
Director fees	180,000	180,000
IT	1,048,709	1,284,685
Marketing	90,190	140,677
Miscellaneous staff costs	27,349	20,688
Office expense	401,782	473,692
Other	42,930	151,074
Professional costs	586,252	719,818
Travel costs	111,937	161,205

Total administrative and other corporate costs	**3,496,513**	**4,171,160**

4. EMPLOYEE EXPENSES

Employee expenses in FY26 of $5.16m (FY25: $6.09m) have decreased following the cost consolidation undertaken after the integration of Club Connect and Rapport.

5. SHARE-BASED PAYMENTS

During the period, the Company incurred ($733k) of share-based payments:

- Loan Funded Shares to staff, Directors and KMP as part of a shareholder approved long-term incentive plan ($145k)
- Employee Share Options Plan, dating back to FY21 ($153k)
- Options issued / granted (subject to shareholder approval) to Stralis Capital partners and Henslow Pty Ltd in relation to the capital raise in May 2026 that incurred a share-based payment expense of ($435k)

Consolidated Statement of Financial Position as at 30 June 2026

	Note	30 June 2026 ($)	30 June 2025 ($)
Assets			
Current assets			
Cash and cash equivalents		3,261,336	2,828,630
Trade and other receivables		1,115,074	1,909,842
Inventories		721,212	741,327
Other assets		526,418	512,796
Total current assets		**5,624,040**	**5,992,595**
Non-current assets			
Property, plant and equipment		748,471	812,101
Intangibles	6	10,631,264	14,091,114
Total non-current assets		**11,379,735**	**14,903,215**
Total assets		**17,003,775**	**20,895,810**
Liabilities			
Current liabilities			
Trade and other payables	7	6,969,963	10,522,003
Borrowings	8	164,151	156,883
Lease liabilities		296,881	264,275
Provisions		581,938	544,453
Deferred revenue	9	1,648,747	1,864,018
Total current liabilities		**9,661,680**	**13,351,632**
Non-current liabilities			
Lease liabilities		455,790	489,363
Provisions		94,240	68,693
Total non-current liabilities		**550,030**	**558,056**
Total liabilities		**10,211,710**	**13,909,688**
Net assets		**6,792,065**	**6,986,122**
Equity			
Issued capital		72,645,991	65,999,252
Reserves		1,658,922	1,125,161
Accumulated losses		(67,512,848)	(60,138,291)
Total equity		**6,792,065**	**6,986,122**

6. INTANGIBLES

During the period the Company continued to invest in its Club Connect platform. Following a review of market conditions, historical performance and implied growth rates, the Company has taken an impairment of $2.90m against goodwill. The FY25 impairment charge of $2,505,234 recognised in the statement of profit or loss comprises the $530,475 of goodwill and $1,839,525 of capitalised development costs shown below, together with $135,234 relating to inventory.

Consolidated	FY 2026 $	FY 2025 $
Goodwill		
Balance at beginning of the year	12,207,548	6,304,429
Additions	-	6,433,594
Impairment	(2,897,464)	(530,475)
Balance at end of the year	**9,310,084**	**12,207,548**
Other intangible assets		
Balance at beginning of the year	1,883,566	3,838,117
Additions	241,200	1,400,453
Addition due to Business Combinations – at Cost	-	3,251,084
Addition due to Business Combinations - Accumulated Depreciation	-	(1,546,472)
Amortisation expense	(802,958)	(3,220,291)
Disposals – at cost	(56,110)	-
Disposals – accumulated amortisation	56,110	-
Impairment	-	(1,839,525)
Translation of opening balances	(628)	200
Balance at end of the year	**1,321,180**	**1,883,566**
Total	**10,631,264**	**14,091,114**

7. TRADE AND OTHER PAYABLES

Consolidated	FY 2026 $	FY 2025 $
Current liabilities		
Trade payables	6,003,761	8,716,548
Credit cards	74,742	143,450
Sundry payables and accrued expenses	891,460	1,662,005
Total trade and other payables	**6,969,963**	**10,522,003**

8. BORROWINGS

Outstanding loans relating to the Company's insurance premium funding arrangement.

Consolidated	**FY 2026 $**	**FY 2025 $**
Current liabilities		
Loans	164,151	156,883
Total borrowings	**164,151**	**156,883**

9. DEFERRED REVENUE

The deferred revenue primarily relates to the services business.

Consolidated	**FY 2026 $**	**FY 2025 $**
Current liabilities		
Deferred revenue	1,648,747	1,864,018
Total Deferred Revenue	**1,648,747**	**1,864,018**

Consolidated Statement of Cash Flows for the year ended 30 June 2026

	30 June 2026 ($)	30 June 2025 ($)
Cashflows from operating activities		
Receipts from customers (inclusive of GST)	66,285,384	63,769,876
Payments to suppliers and employees (inclusive of GST)	(71,354,165)	(68,529,196)
Interest received	3,710	5,589
Interest and other finance costs paid	(76,050)	(98,492)
Net cash (used in) operating activities	**(5,141,121)**	**(4,852,223)**
Cashflows from investing activities		
Payment for purchase of subsidiary	-	(6,414,860)
Payment for property plant and equipment	(12,866)	(32,551)
Payment for intangibles	(241,200)	(1,400,453)
Net proceeds from security deposits	18,886	-
Cash received on acquisition	-	4,734,502
Net cash (used in) investing activities	**(235,180)**	**(3,113,362)**
Cashflows from financing activities		
Proceeds from issue of shares	6,735,000	13,290,579
Proceeds from borrowings	300,000	225,000
Share issue transaction costs	(512,634)	(1,108,915)
Repayment of borrowings	(300,000)	(1,387,633)
Transaction costs related to borrowings	(34,647)	(221,086)
Repayment of lease liabilities	(363,464)	(324,872)
Net cash from financing activities	**5,824,255**	**10,473,073**
Net increase in cash and cash equivalents	**447,954**	**2,507,488**
Cash and cash equivalents at the beginning of the year	2,828,630	324,105
Effects of exchange rate changes on cash	(15,248)	(2,963)
Cash and cash equivalents at the end of the financial year	**3,261,336**	**2,828,630**

Consolidated Statement of Changes in Equity for the year ended 30 June 2026

	Issued capital ($)	Foreign currency reserve ($)	Option reserve ($)	Accumulated losses ($)	Total ($)
Balance as at 1 July 2024	**50,383,354**	**(309,001)**	**574,989**	**(49,190,246)**	**1,459,096**
Loss after income tax for the year	-	-	-	(10,948,045)	(10,948,045)
Other comprehensive income for the year, net of tax	-	(2,267)	-	-	(2,267)
Total comprehensive loss for the period	**-**	**(2,267)**	**-**	**(10,948,045)**	**(10,950,312)**
Shares issued, net of transaction costs	12,989,643	-	-	-	12,989,643
Issue of options	-	-	999,089	-	999,089
Lapsing of options	-	-	-	-	-
Conversion of options into shares	137,649	-	(137,649)	-	-
Conversion of convertible notes	352,907	-	-	-	352,907
Shares issued on settlement of business acquisition	2,135,699	-	-	-	2,135,699
Total transactions with owners and other transfers	**15,615,898**	**-**	**861,440**	**-**	**16,477,338**
Balance as at 30 June 2025	**65,999,252**	**(311,268)**	**1,436,429**	**(60,138,291)**	**6,986,122**

	Issued capital ($)	Foreign currency reserve ($)	Option reserve ($)	Accumulated losses ($)	Total ($)
Balance as at 1 July 2025	**65,999,252**	**(311,268)**	**1,436,429**	**(60,138,291)**	**6,986,122**
Loss after income tax for the period	-	-	-	(7,556,203)	(7,556,203)
Other comprehensive income for the period after tax	-	(17,929)	-	-	(17,929)
Total comprehensive loss for the period	**-**	**(17,929)**	**-**	**(7,556,203)**	**(7,574,132)**
Shares issued, net of transaction costs	6,646,739	-	-	-	6,646,739
Issue of options	-	-	733,336	-	733,336
Lapsing of options	-	-	(181,646)	181,646	-
Total transactions with owners and other transfers	**6,646,739**	**-**	**551,690**	**181,646**	**7,380,075**
Balance as at 30 June 2026	**72,645,991**	**(329,197)**	**1,988,119**	**(67,512,848)**	**6,792,065**

ENTITIES WHERE CONTROL WAS GAINED OR LOST DURING THE PERIOD

The Company did not gain or lose control of any entity in FY26.

DETAILS OF ASSOCIATES AND JOINT VENTURE ENTITIES

Not applicable.

OTHER SIGNIFICANT INFORMATION NEEDED BY AN INVESTOR

Further significant information needed by an investor to make an informed assessment of the entity's financial performance and financial position will be included in the annual report.

FOREIGN ENTITIES, ACCOUNTING STANDARDS USED IN COMPILING THIS REPORT

The Company is not a foreign entity. Australian accounting standards have been applied consistently across all entities in the Group.

DIVIDENDS

There were no dividends paid, recommended or declared during the current financial period. The Board does not expect a dividend to be paid in FY2027.

There is currently no dividend reinvestment plan in operation.

EARNINGS PER SHARE

	FY 2026 (Cents)	FY 2025 (Cents)
Loss per share	(1.89)	(4.28)

RETURNS TO SHAREHOLDERS

	FY 2026 ($)	FY 2025 ($)
Ordinary securities	-	-
Preference securities	-	-
Other equity securities	-	-
Total	**-**	**-**

SIGNIFICANT FEATURES OF OPERATING PERFORMANCE

Refer to the Results for Announcement to the Market and Reports on Trends in Performance sections of this report for information on the Group's financial performance.

The weighted average number of ordinary shares used in calculating basic and diluted loss per share was 398,999,490 (FY25: 256,089,598). There were 520,011,245 ordinary shares on issue at 30 June 2026 (FY25: 359,420,984).

SEGMENT INFORMATION

Consolidated - 2026	Australia $	New Zealand $	South Africa $	Singapore $	Total $
Revenue					
Sales to external customers	50,456,643	2,632,825	-	-	53,089,468
Other operating revenue	10,999	1,624	9	-	12,632
Total revenue and other income	**50,467,642**	**2,634,449**	**9**	**-**	**53,102,100**
Net loss before tax and other items	(6,297,701)	157,543	(51,442)	(2,324)	(6,193,924)
Depreciation and amortisation	(1,138,464)	(50,643)	-	-	(1,189,107)
Finance costs	(172,413)	(1,408)	-	-	(173,821)
Income tax benefit	-	649	-	-	649
(Loss) after income tax expense	**(7,608,578)**	**106,141**	**(51,442)**	**(2,324)**	**(7,556,203)**
Assets					
Total segment assets	**16,376,096**	**625,740**	**656**	**1,283**	**17,003,775**
Liabilities					
Total segment liabilities	**8,190,452**	**738,593**	**-**	**1,282,665**	**10,211,710**

Consolidated - 2025	Australia $	New Zealand $	South Africa $	Singapore $	Total $
Revenue					
Sales to external customers	52,631,025	1,819,651	-	-	54,450,676
Other non-operating revenue	3,649	510	1,430	-	5,589
Total revenue and other income	**52,634,674**	**1,820,161**	**1,430**	**-**	**54,456,265**
Net loss before tax and other items	(7,228,152)	77,601	(3,455)	(75)	(7,154,081)
Depreciation and amortisation	(3,578,756)	(15,078)	(10,788)	-	(3,604,622)
Finance costs	(256,520)	(2,924)	-	-	(259,444)
Income tax benefit	70,102	-	-	-	70,102
(Loss) after income tax expense	**(10,993,326)**	**59,599**	**(14,243)**	**(75)**	**(10,948,045)**
Assets					
Total segment assets	**20,104,791**	**783,984**	**3,260**	**3,775**	**20,895,810**
Liabilities					
Total segment liabilities	**11,264,703**	**901,787**	**387,753**	**1,355,445**	**13,909,688**

OTHER FACTORS / MATTERS ARISING AFTER THE END OF THE FINANCIAL YEAR

Mosh

On 24 July 2026, the Company completed the acquisition of Mosh Social Media Limited (Mosh). Total upfront consideration was NZ$795,000, comprising 70% in cash and 30% in Gratifii shares.

Tranche 2 Capital Raise

Following the Company's Extraordinary General Meeting held on 13 July 2026, the Company completed its Tranche 2 capital raise, issuing 144,125,000 shares at $0.04 per share and raising $5.8 million before costs. also issued 124,999,982 options, on a one for two basis in respect of shares issued under Tranche 1 and Tranche 2, as approved by shareholders. As part of the raise, each Director subscribed for 625,000 shares and 312,500 options.

Marketplacer Investment

In July 2026, the Company subscribed for a $5.0 million convertible note in Marketplacer Holdings Limited as part of a five-year strategic partnership entered into during FY26. The convertible note was funded from the proceeds of the Company's capital raising. No convertible notes were on issue at 30 June 2026.

Simplicity Loyalty

On 20 July 2026, the Company agreed to vary the terms of the Simplicity share sale and purchase agreement, deferring completion to 31 January 2027.

Other than the matters noted above, no matters or circumstances have arisen since the end of the financial year that have significantly affected, or may significantly affect, the operations of the Group, the results of those operations, or the state of affairs of the Group in future financial years.

At the date of this report, the Directors are not aware of any other factors which have affected the results in the period, or which are likely to affect results in the future, including those where the effect could not be quantified.

REPORTS ON TRENDS IN PERFORMANCE

REVENUE

Total ordinary revenue of $53.10m has decreased compared to the previous period (FY25: $54.45m), due to the offsetting factors of lower Loyalty Services revenue and the full twelve-month contribution from Club Connect.

CASHFLOW

Net cash used in operating activities was ($5,141k) compared to ($4,852k) in FY25. Cash and cash equivalents increased to $3.26m at 30 June 2026 (30 June 2025: $2.83m), reflecting the capital raisings completed in December 2025 and May 2026.

BALANCE SHEET

The Company has $5.6m of current assets as at 30 June 2026, made up of $3.3m of cash, $1.1m of trade receivables, $721k of inventories, and $526k of pre-payments and deposits.

The Company recognised a goodwill impairment of $2.90m during FY26 (FY25: $2.51m).

Current liabilities totalling $9.66m include $6.96m of trade payables and $1.65m of deferred revenue attributable to the Loyalty Services business.