

Thrive Tribe Technologies Limited

ABN 64 600 717 539

Annual Report - 30 June 2026

Thrive Tribe Technologies Limited
Corporate directory
30 June 2026

Directors	Rumi Guzder - Executive Chairman Joshua Quinn - Non-Executive Director Wesley Culley - Executive Director
Company secretary	Joshua Quinn
Notice of annual general meeting	Thrive Tribe Technologies Limited advises that its Annual General Meeting will be held at 2:00PM on 23 November 2026 at Thomson Geer Office
Registered office	MLC Centre Level 57, 19-29 Martin Place Sydney, NSW 2000 Australia Phone: +61 (02) 9236 7229
Principal place of business	MLC Centre Level 57, 19-29 Martin Place Sydney, NSW 2000 Australia Phone: +61 (02) 9236 7229
Share register	Boardroom Pty Limited Level 8, 210 George Street Sydney, NSW 2000 Australia Phone: +61 (02) 9290 9600
Auditor	In. Corp Audit & Assurance Pty Ltd Level 1/6 O'Connell Street Sydney NSW 2000 Australia
Stock exchange listing	Thrive Tribe Technologies Limited shares are listed on the Australian Securities Exchange (ASX code: 1TT)
Website	https://thrivetribetech.com
Corporate Governance Statement	The directors and management are committed to conducting the business of Thrive Tribe Technologies Limited in an ethical manner and in accordance with the highest standards of corporate governance. Thrive Tribe Technologies Limited has adopted and substantially complied with the ASX Corporate Governance Principles and Recommendations (Fourth Edition) ('Recommendations') to the extent appropriate to the size and nature of its operations. The Corporate Governance Statement, which sets out the corporate governance practices that were in operation during the financial year and identifies and explains any Recommendations that have not been followed was approved at the same time as the annual report and can be found at https://thrivetribetech.com/investor-centre

Thrive Tribe Technologies Limited
Directors' report
30 June 2026

The directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'Group' or 'Thrive Tribe') consisting of Thrive Tribe Technologies Limited (referred to hereafter as the 'Company' or 'parent entity') and the entities it controlled at the end of, or during, the year ended 30 June 2026.

Directors

The following persons were directors of Thrive Tribe Technologies Limited during the whole of the financial year and up to the date of this report, unless otherwise stated:

Rumi Guzder - Non-Executive Chairman
Joshua Quinn - Non-Executive Director
Wesley Culley - Executive Director

Principal activities

During the financial year the principal continuing activities of the Group consisted of:

- Development and Commercialization of the MyTribe well being App;
- Digital marketing; and
- Setting up and running a hospitality venue in Bondi

Dividends

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

Review of operations

The loss for the Group after providing for income tax and non-controlling interest amounted to \$3,662,310 (30 June 2025: \$3,491,980).

Positioning 1TT for defence and workforce technology

Thrive Tribe Technologies Limited (1TT or the Company) used FY26 to develop its commercial operations and establish the foundations for the next phase of its workforce software business. Tribe HQ was a significant operational focus during the year, alongside the Group's advisory, digital marketing and community engagement activities. In May 2026, the Board announced the relaunch and modernisation of REFFIND and WooBoard, with a renewed focus on enterprise, government and defence workforces.

The strategic priority entering FY27 is to translate these technology assets into products with defined customer applications and recurring revenue opportunities. Developments since 30 June 2026 have sharpened this direction through the defence distribution agreement with Effective Acceleration Ventures Ltd (EAV) and the commencement of substantive development of WooBoard CARE for Australian veterans. These subsequent developments build on the strategy established during FY26 and form an important part of the Company's outlook.

Tribe HQ and the FY26 commercial foundation

Tribe HQ, described in earlier reporting as Thrive Tribe Home Base, was developed as a physical hub for the Company's business and community network. The initiative was designed to bring together client showcases, brand activations, networking events and collaboration between entrepreneurs, business owners and creators. Development commenced in the September 2025 quarter and continued through FY26, with investment in the premises and equipment supporting the establishment of this operating base.

The commercial rationale for Tribe HQ was to extend the Group's digital services into an environment where clients and their audiences could engage directly. A physical venue creates opportunities to demonstrate products, host launches and build relationships that complement online campaigns. For the Group, the objective is to connect these activities with its advisory and marketing offering and develop a broader basis for client engagement.

Alongside Tribe HQ, the MyTribe Consulting activities continued to support clients with commercial strategy, branding, website development, public relations, content and performance marketing. Work during the year included preparation for client launches and the development of lead generation approaches in regulated service sectors. The Group also continued to build its creator network and use its influencer management software to support campaigns under retainer and performance-based arrangements.

These activities gave FY26 a substantial focus on establishing the Company's commercial capabilities and physical presence. The experience is relevant to the software strategy: a successful relaunch requires clear product positioning, relationships with prospective customers and sustained user engagement. The Board sees an opportunity to apply these capabilities to the commercial introduction of REFFIND and WooBoard, alongside the technical development and customer-specific requirements of those platforms.

Renewing the REFFIND and WooBoard product offering

On 28 May 2026, the Company announced its intention to reactivate and redeploy its legacy REFFIND and WooBoard software for enterprise and government customers, including defence-related organisations. This decision established the product direction before the end of FY26. The work identified for the June quarter included reviewing the existing technology, prioritising functions and assessing development requirements and commercial pathways.

The strategy builds on the platforms' established focus on employee engagement, recognition, communications and referrals. The proposed modernisation extends that foundation into a broader workforce offering, including wellbeing check-ins, training and compliance prompts, support navigation and permissioned workforce reporting. Potential applications include personnel working across offices, field locations, bases and international postings, as well as employees returning from deployment or operational service.

The Board's objective is a staged commercial relaunch in FY27, with development informed by practical customer needs. This approach allows individual applications to progress while the wider suite is modernised. AI-enabled features remain part of the proposed roadmap and will require appropriate development, validation and human oversight.

Establishing the defence commercialisation pathway

Since year end, defence workforce technology has become a central commercial priority. On 7 September 2026, the Company announced the commencement of its agreement with EAV, a Canadian defence supplier and services contractor. The three-year arrangement appoints EAV as the exclusive distribution partner for the modernised WooBoard and REFFIND offering to armed forces, military organisations and personnel in NATO member markets, subject to agreed performance conditions.

EAV's role covers market development, prospective customer engagement and support through defence procurement processes. 1TT retains responsibility for the product platform and the configuration, implementation, hosting and support required for customer deployments. The arrangement combines a specialist distribution channel with the Company's software assets and provides a practical means of assessing customer requirements and pursuing commercial opportunities.

EAV is entitled to 20% of revenue generated under the agreement, with the balance accruing to 1TT before its development and delivery costs. To retain exclusivity, EAV must generate at least US\$5 million in turnover by the end of Year 1 and US\$15 million by the end of Year 2. These amounts are contractual performance thresholds, rather than revenue forecasts or guaranteed orders. The agreement is a private distribution arrangement and does not require NATO endorsement or procurement approval.

The September announcement also reported the engagement of a local execution partner for a proposed eight-week residential program in Australia for volunteer US military veterans. This provides a basis for further pilot planning and assessment of feasibility, participant experience and preliminary outcomes. At the announcement date, no customer contract or participant selection had been secured. Implementation remains subject to contracting, relevant approvals, screening and final program design; the proposed pilot is not intended to establish clinical efficacy.

Developing the Defence Wellbeing and Readiness Suite

The proposed WooBoard Defence Wellbeing and Readiness Suite provides the product framework for the Company's defence direction. Its five connected modules are intended to support personnel across preparation, operational service and reintegration. READY addresses mental fitness and preparation; CONNECT focuses on communications, morale and trusted support networks; RECOVER covers sleep, fatigue and reintegration; CARE provides navigation to human support services; and LEAD is intended to give authorised leaders access to aggregated workforce insights.

The commercial opportunity is to adapt familiar workforce software functions to the practical needs of defence organisations and their personnel. The proposed design includes support for dispersed teams, role-based access and customer-approved resources. Low-bandwidth access, localisation and integration with existing systems are elements of the wider roadmap, subject to technical development and customer requirements.

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The suite remains a development program, with individual functions to be progressed and validated in stages. Its wellbeing and support-navigation functions are intended to complement qualified professionals and existing services. Product readiness, privacy, data residency, security and procurement requirements will determine the scope and timing of customer deployments.

Advancing WooBoard CARE for Australian veterans

On 17 September 2026, the Company announced substantive development of WooBoard CARE, providing a focused initial application of the broader roadmap. CARE is being developed to help Australian veterans find allied health providers that accept Department of Veterans' Affairs Veteran Cards and are taking new clients. The initial scope covers physiotherapy and psychology across the Gold Coast, Brisbane and Ipswich.

The platform is intended to bring together location, discipline, Veteran Card acceptance, new-client availability and direct contact details, with a visible date showing when a provider last confirmed its information. The objective is to make the initial search more useful and allow veterans to contact a relevant practice directly. Confirmation relates to the listing information and does not represent clinical accreditation, government approval or a guarantee of an appointment.

The proposed commercial model preserves free access for veterans, with participating providers paying a subscription to maintain a verified listing. Providers would not be able to purchase search ranking or priority placement. This creates a defined potential source of recurring subscription revenue, subject to provider participation, final commercial terms and successful delivery.

For FY27, CARE gives the Company a specific product development and commercialisation task alongside the broader defence distribution opportunity. Platform development and provider-information confirmation were underway at the September announcement, with launch arrangements and subscription terms still to be finalised. The outcome of the initial phase will inform expansion into additional disciplines and regions.

FY27 priorities and outlook

The Company's FY27 agenda is centred on the staged relaunch of REFFIND and WooBoard, with defence personnel and veteran support providing a clear initial focus. Immediate priorities include progressing the CARE build and provider participation, working with EAV on customer requirements and pilot opportunities, and developing the functions needed for practical deployment.

The intended revenue model combines software licences and subscriptions with implementation, configuration and support services where required. CARE adds a proposed provider subscription model directed at a defined Australian market. Actual revenue will depend on customer and provider adoption, agreed pricing, delivery and the timing of procurement and launch activities.

The Board considers that the work undertaken through FY26 has established a foundation for this next stage. Tribe HQ and the Group's advisory and engagement activities provide commercial capabilities, while REFFIND and WooBoard provide the technology focus for future development. The priority for FY27 is to turn that foundation into usable products and sustained customer relationships, with investment paced to commercial progress.

Significant changes in the state of affairs

On 22 July 2025, the company completed a share consolidation on 20 to 1 basis.

On 14 August 2025, the company issued 39,544,447 fully paid ordinary shares valued at \$0.00632 per share raising \$250,000 before costs. The company also issued 15,237,922 shares on the same day to settle short term loans valued at \$96,334

On 29 August 2025, the company issued 60,197,447 fully paid ordinary shares valued at \$0.00415 per share raising \$250,000 before costs.

On 15 September 2025, the company issued 195,924,765 fully paid ordinary shares valued at \$0.00255 per share raising \$500,000 before costs.

On 17 October 2025, the company issued 9,475,500 fully paid ordinary shares valued at \$0.003 per share raising \$28,411 before costs.

On 12 December 2025, the company issued 187,500,000 fully paid ordinary shares valued at \$0.0016 per share raising \$300,000 before costs.

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On 28 January 2026, the company issued 200,000,000 fully paid ordinary shares valued at \$0.001 per share raising \$200,000 before costs.

On 26 February 2026, the company issued 625,000,000 fully paid ordinary shares valued at \$0.0008 per share raising \$500,000 before costs.

On 26 March 2026, the company issued 318,615,000 fully paid ordinary shares valued at \$0.0008 per share raising \$240,544 before costs.

On 12 December 2025, the company issued 3,000,000,000 fully paid ordinary shares valued at \$0.001 per share raising \$3,000,000 before costs.

Other than the decision to cease operations and the subsequent appointment of an administrator of Daily Food (as described above), there were no other significant changes in the state of affairs of the Group during the financial year.

Matters subsequent to the end of the financial year

Additional capital raised

On 24 July 2026, following shareholder approval, the Company completed a \$1 million placement in three tranches: \$235,000 in August 2026, \$265,000 later in August 2026 and \$500,000 in September 2026. The shares were issued at \$0.001 per share on 17 August, 24 August and 3 September 2026, respectively. These proceeds, before transaction costs, provide additional working capital.

Distribution agreement with EAV

On 7 September 2026, the Company entered into a three-year exclusive distribution agreement with Effective Acceleration Ventures Ltd (EAV), a Canadian defence supplier and service contractor, to market and distribute the modernised WooBoard and REFFIND platforms to armed forces, military organisations and personnel in NATO member markets. The agreement was disclosed in the quarterly report released on 31 July 2026 and further detailed on 7 September 2026.

EAV is entitled to 20% of revenue generated under the agreement, with the Company retaining 80% before its development and delivery costs. To retain exclusivity, EAV must generate turnover of at least US\$5 million by the end of year one and US\$15 million by the end of year two. These amounts are contractual performance thresholds for continued exclusivity and are not revenue forecasts, guaranteed orders or minimum customer commitments. The private commercial arrangement does not constitute NATO or government endorsement or procurement approval.

On 7 September 2026, the Company also announced that it had engaged a local execution partner for a proposed eight-week residential pilot in Australia for volunteer United States military veterans. At the announcement date, no customer contract, participant selection or guaranteed revenue had been secured. Implementation remains subject to customer contracting, procurement, relevant clinical and ethics approvals, privacy and security requirements, participant screening and final program configuration.

WooBoard CARE development

On 17 September 2026, the Company announced that development and provider verification were underway for WooBoard CARE. The proposed platform is intended to help Australian veterans find allied health providers that accept Department of Veterans' Affairs Veteran Cards and are taking new clients. The initial scope covers physiotherapy and psychology providers in the Gold Coast, Brisbane and Ipswich regions.

The proposed commercial model provides free access for veterans and subscriptions for participating providers to maintain verified listings. Subscription terms and launch arrangements remained to be finalised. Further expansion is conditional on the outcome of the initial phase. The service is intended to assist users to locate and contact providers and does not guarantee appointments or represent clinical accreditation or government approval.

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.

Likely developments and expected results of operations

The Board and Management team remain confident and passionate in the growth prospects of the Group and its unique market position. The Group is forecasting an increase in business development activities in the next financial year.

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Environmental regulation

The Group is not subject to any significant environmental regulation under Australian Commonwealth or State law.

Information on directors

Name: Rumi Guzder
Title: Non-Executive Chairman
Qualifications: BEng
Experience and expertise: Rumi is a mathematician and electrical engineer who specialises in control systems theory, distributed computing and IT infrastructure more broadly. Rumi started his career in academia pursuing Master's level study in control systems theory. During Rumi's time in academia, he worked in several research programmes associated with Hydro Quebec and Aeronautics companies.

Rumi was head hunted from academia to work on numerous cutting edge technological projects in his home of Canada and also in North America. Rumi's experience is wide ranging, it includes:

Leading the IT functions for an airfreight company which was eventually sold to Dachser GMBH. During Rumi's time here he was instrumental in modernising and deploying IT infrastructure and EDI systems for freight forwarding. The IT transformations which Rumi implemented proved to be significant motivation for Dachser GMBH acquiring the company; and

Founding one of the world's first full-screen, self-service mobile advertising platforms. Rumi built the back-end data systems and infrastructure deployment. The company grew to more than 2 million impressions per day with annual revenues of more than \$CAD 5 million.

As an expert in his field, Rumi's other consulting projects have been varied. His experience also includes work in payment processing and supply chain management. As part of his consultancy, Rumi has been involved in successful reverse takeovers on the CSE (Canadian Stock Exchange).

Other current directorships: None
Former directorships (last 3 years): None
Special responsibilities: None
Interests in shares: 602,564 ordinary shares
Interests in options: None

Name: Joshua Quinn
Title: Non-Executive Director
Qualifications: CAANZ, B.Com, LLM, CTA
Experience and expertise: Joshua has over 20 years of experience in private practice within Business Services and Corporate Tax teams of Big 4 and leading Mid-Tier Firms providing business and taxation advice and compliance services to high net wealth individuals, private family groups, listed corporations and multinationals. He has experience with all aspects of Australian taxation and accounting including income tax, capital gains tax, tax provisions, tax consolidation, tax audits and tax compliance.

Other current directorships: Non-Executive Director and Company Secretary of Ovanti Limited (ASX: OVT) (formerly IOU Pay Limited (ASX: IOU); Non-Executive Director and Company Secretary of Bridge SaaS Limited (ASX: BGE)

Former directorships (last 3 years): None
Special responsibilities: Accounting, treasury and taxation function; Company Secretary
Interests in shares: 41,667 ordinary shares
Interests in options: None

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Name:	Wesley Culley
Title:	Executive Director
Qualifications:	Bachelor of Marketing
Experience and expertise:	Wes has a passion for helping motivated CEO's and Founders of technology and growth companies. Wes' experience includes working in the start-up space selling SaaS services, digital solutions and physical products to Australian/International small and medium enterprises ('SMEs') and corporates for the past 20 years. His passion is growing sales and investing in companies with blue sky. He has participated in over 50 plus capital raises and has a network of brokers, funds, venture capitalists and wholesale investor groups.
Other current directorships:	Non-Executive Director of Bridge SaaS Limited (ASX: BGE)
Former directorships (last 3 years):	None
Interests in shares:	82,846 ordinary shares
Interests in options:	None

'Other current directorships' quoted above are current directorships for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

'Former directorships (last 3 years)' quoted above are directorships held in the last 3 years for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

Company secretary

Joshua Quinn was appointed company secretary on 14 January 2021. Joshua currently serves as a Non-Executive Director. Refer to information on directors for further information on Joshua.

Meetings of directors

The number of meetings of the Company's Board of Directors ('the Board') held during the year ended 30 June 2026, and the number of meetings attended by each director were:

	Full Board Attended	Held
Rumi Guzder	9	9
Joshua Quinn	9	9
Wesley Culley	9	9

Held: represents the number of meetings held during the time the director held office.

The functions of the Nomination and Remuneration Committee and the Audit and Risk Committee are carried out by the full Board.

Remuneration report (audited)

The remuneration report details the key management personnel ('KMP') remuneration arrangements for the Group, in accordance with the requirements of the Corporations Act 2001 and its Regulations.

KMP are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including all directors.

The remuneration report is set out under the following main headings:

- Principles used to determine the nature and amount of remuneration
- Details of remuneration
- Service agreements
- Share-based compensation
- Additional disclosures relating to key management personnel

Principles used to determine the nature and amount of remuneration

The objective of the Group's executive reward framework is to ensure reward for performance is competitive and appropriate for the results delivered. The framework aligns executive reward with the achievement of strategic objectives and the creation of value for shareholders, and it is considered to conform to the market best practice for the delivery of reward. The Board of Directors ('the Board') ensures that executive reward satisfies the following key criteria for good reward governance practices:

- competitiveness and reasonableness;
- acceptability to shareholders;
- performance linkage / alignment of executive compensation; and
- transparency.

The Board is responsible for determining and reviewing remuneration arrangements for its directors and executives. The performance of the Group depends on the quality of its directors and executives. The remuneration philosophy is to attract, motivate and retain high performance and high quality personnel.

The Board has structured an executive remuneration framework that is market competitive and complementary to the reward strategy of the Group.

The reward framework is designed to align executive reward to shareholders' interests. The Board has considered that it should seek to enhance shareholders' interests by:

- having economic profit as a core component of plan design;
- focusing on sustained growth in shareholder wealth, consisting of dividends and growth in share price, and delivering constant or increasing return on assets as well as focusing the executive on key non-financial drivers of value; and
- attracting and retaining high calibre executives.

Additionally, the reward framework should seek to enhance executives' interests by:

- rewarding capability and experience;
- reflecting competitive reward for contribution to growth in shareholder wealth; and
- providing a clear structure for earning rewards.

In accordance with best practice corporate governance, the structure of non-executive director and executive director remuneration is separate.

Non-executive directors' remuneration

Fees and payments to non-executive directors reflect the demands and responsibilities of their role. Non-executive directors' fees and payments are reviewed annually by the Board. The Board may, from time to time, receive advice from independent remuneration consultants to ensure non-executive directors' fees and payments are appropriate and in line with the market. The chairman's fees are determined independently to the fees of other non-executive directors based on comparative roles in the external market. The chairman is not present at any discussions relating to the determination of his own remuneration. Non-executive directors do not receive share options or other incentives.

ASX listing rules require the aggregate non-executive directors' remuneration be determined periodically by a general meeting. The most recent determination was at the Annual General Meeting held on 19 November 2015, where the shareholders approved a maximum annual aggregate remuneration of \$800,000.

Executive remuneration

The Group aims to reward executives based on their position and responsibility, with a level and mix of remuneration which has both fixed and variable components.

The executive remuneration and reward framework has the following components:

- base pay and non-monetary benefits;
- short-term performance incentives;
- long-term incentives; and
- other remuneration such as superannuation and long service leave.

The combination of these comprises the executive's total remuneration.

Fixed remuneration, consisting of base salary, superannuation and non-monetary benefits, are reviewed annually by the Board based on individual and business unit performance, the overall performance of the Group and comparable market remunerations.

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Executives may receive their fixed remuneration in the form of cash or other fringe benefits (for example motor vehicle benefits) where it does not create any additional costs to the Group and provides additional value to the executive.

The short-term incentives ('STI') program is designed to align the targets of the business units with the performance hurdles of executives. STI payments are granted to executives based on specific annual targets and key performance indicators ('KPI's') being achieved. KPI's include profit contribution, customer satisfaction, leadership contribution and product management.

The long-term incentives ('LTI') include share-based payments. Shares may be awarded to executives based on long term incentive measures. These include increase in shareholders' value relative to the entire market and the increase compared to the Group direct competitors.

Group performance and link to remuneration

The Group's software products are in the development stage of their life cycle and are not yet generating any returns. On this basis, remuneration for the year was not linked directly to Group performance. Any bonuses and LTI granted are at the discretion of the Board. The share option plan is subject to participants meeting service conditions at the vesting date. There were no performance conditions linked to the share option plan.

Use of remuneration consultants

During the financial year ended 30 June 2026, the Group did not engage any remuneration consultants.

Voting and comments made at the Company's 2025 Annual General Meeting ('AGM')

At the 2025 AGM, 99.98% of the votes received supported the adoption of the remuneration report for the year ended 30 June 2025. The Company did not receive any specific feedback at the AGM regarding its remuneration practices.

Details of remuneration

Amounts of remuneration

Details of the remuneration of KMP of the Group are set out in the following tables.

The key management personnel of the Group consisted of the directors of Thrive Tribe Technologies Limited.

Amounts of remuneration

Details of the remuneration of KMP of the Group are set out in the following tables:

	Short-term benefits			Post-employment benefits	Long-term benefits	Share-based payments	
	Cash salary and fees	Cash bonus	Other	Super-annuation	Long service leave	Equity-settled	Total
2026	\$	\$	\$	\$	\$	\$	\$
<i>Non-Executive Directors:</i>							
Rumi Guzder	12,000	-	-	-	-	-	12,000
Joshua Quinn *	56,000	-	-	-	-	-	56,000
<i>Executive Directors:</i>							
Wesley Culley	40,500	-	-	-	-	-	40,500
	108,500	-	-	-	-	-	108,500

* Included in fees is \$15,500 for accountancy services provided to the Group.

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	Short-term benefits			Post-employment benefits	Long-term benefits	Share-based payments	
	Cash salary and fees	Cash bonus	Other	Super-annuation	Long service leave	Equity-settled	Total
2025	\$	\$	\$	\$	\$	\$	\$
<i>Non-Executive Directors:</i>							
Rumi Guzder	18,000	-	-	-	-	-	18,000
Joshua Quinn *	193,550	-	-	-	-	-	193,550
<i>Executive Directors:</i>							
Wesley Culley	140,000	-	-	-	-	-	140,000
	351,550	-	-	-	-	-	351,550

* Included in fees is \$92,000 for accountancy services provided to the Group.

The proportion of remuneration linked to performance and the fixed proportion are as follows:

Name	Fixed remuneration		At risk - STI		At risk - LTI	
	2026	2025	2026	2025	2026	2025
<i>Non-Executive Directors:</i>						
Rumi Guzder	100%	100%	-	-	-	-
Joshua Quinn	100%	100%	-	-	-	-
<i>Executive Directors:</i>						
Wesley Culley	100%	100%	-	-	-	-

Service agreements

There are no formal service agreements in place in relation to key management personnel.

Share-based compensation

Issue of shares

There were no shares issued to directors and other KMP as part of compensation during the year ended 30 June 2026.

Options

There were no options over ordinary shares granted to or vested in directors and other key management personnel as part of compensation during the year ended 30 June 2026.

Additional disclosures relating to key management personnel

Shareholding

The number of shares in the Company held during the financial year by each director and other members of KMP of the Group, including their personally related parties, is set out below:

	Balance at the start of the year	Share Consolidation *	Additions	Disposals/ other	Balance at the end of the year
<i>Ordinary shares</i>					
Joshua Quinn	833,334	(791,667)	-	-	41,667
Rumi Guzder	12,051,283	(11,448,719)	-	-	602,564
Wesley Culley	1,656,918	(1,574,072)	-	-	82,846
	14,541,535	(13,814,458)	-	-	727,077

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* On 22 July 2025, the company underwent a share consolidation on a 1 to 20 basis.

This concludes the remuneration report, which has been audited.

Shares under option

Unissued ordinary shares of Thrive Tribe Technologies Limited under option at the date of this report are as follows:

Expiry date	Exercise price	Number under option
15 December 2026	\$0.10000	750,000
30 September 2027	\$0.00600	1,125,000
26 February 2028	\$0.00200	10,000,000
28 January 2029	\$0.00200	20,000,000
26 March 2026	\$0.00300	32,000,000
15 June 2029	\$0.00300	1,616,660,513
24 June 2029	\$0.00500	10,000,000
		<u>1,690,535,513</u>

No person entitled to exercise the options had or has any right by virtue of the option to participate in any share issue of the Company or of any other body corporate.

Shares issued on the exercise of options

There were no ordinary shares of Thrive Tribe Technologies Limited issued on the exercise of options during the year ended 30 June 2026 and up to the date of this report.

Indemnity and insurance of officers

The Company has indemnified the directors and executives of the Company for costs incurred, in their capacity as a director or executive, for which they may be held personally liable, except where there is a lack of good faith.

During the financial year, the Company paid a premium in respect of a contract to insure the directors and executives of the Company against a liability to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium.

Indemnity and insurance of auditor

The Company has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the Company or any related entity against a liability incurred by the auditor.

During the financial year, the Company has not paid a premium in respect of a contract to insure the auditor of the Company or any related entity.

Proceedings on behalf of the Company

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

Non-audit services

There were no non-audit services provided during the financial year by the auditor.

Officers of the Company who are former partners of In Corp Audit & Assurance Pty Ltd

There are no officers of the Company who are former partners of In.Corp Audit & Assurance Pty Ltd.

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.

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This report is made in accordance with a resolution of directors, pursuant to section 298(2)(a) of the Corporations Act 2001.

On behalf of the directors



Joshua Quinn
Non-Executive Director and Company Secretary

30 September 2026
Sydney

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

To the Directors of Thrive Tribe Technologies Limited:

As lead auditor of Thrive Tribe Technologies Limited for the year ended 30 June 2026, 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 audit; and
- no contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in relation to Thrive Tribe Technologies Limited and the entities it controlled during the year.

In.Corp Audit & Assurance Pty Ltd
ABN 14 129 769 151

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In.Corp Audit & Assurance Pty Ltd



Graham Webb
Director

Sydney, 30 September 2026

Thrive Tribe Technologies Limited

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30 June 2026

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Thrive Tribe Technologies Limited
Consolidated statement of profit or loss and other comprehensive income
For the year ended 30 June 2026

	Note	Consolidated 2026 \$	2025 \$
Revenue from continuing operations	5	220,976	55,540
Other income	6	1,969	18,263
Interest revenue calculated using the effective interest method		6	2,613
Gain on derecognition of subsidiary		-	105,337
Expenses			
Direct hospitality expenses		(311,307)	-
Employee benefits expense		(638,817)	(547,528)
Administration expenses		(73,140)	-
Depreciation and amortisation expense		(487,603)	(240,807)
Impairment of intangible assets	16	(948,493)	-
Advertising and marketing expenses		(125,118)	(98,098)
Occupancy expenses	7	(73,167)	(3,963)
Professional and consulting expenses		(931,425)	(2,701,988)
Compliance and share registry expenses		(109,988)	(54,789)
Other expenses		(146,475)	(34,675)
Finance costs	7	(39,728)	(4,592)
Loss before income tax expense from continuing operations		(3,662,310)	(3,504,687)
Income tax expense	8	-	-
Loss after income tax expense from continuing operations		(3,662,310)	(3,504,687)
Profit after income tax expense from discontinued operations	9	-	12,707
Loss after income tax expense for the year		(3,662,310)	(3,491,980)
Other comprehensive income for the year, net of tax		-	-
Total comprehensive income for the year		<u>(3,662,310)</u>	<u>(3,491,980)</u>
Loss for the year is attributable to:			
Non-controlling interest		-	6,012
Owners of Thrive Tribe Technologies Limited		<u>(3,662,310)</u>	<u>(3,497,992)</u>
		<u>(3,662,310)</u>	<u>(3,491,980)</u>
Total comprehensive income for the year is attributable to:			
Continuing operations		-	-
Discontinued operations		-	6,012
Non-controlling interest		-	6,012
Continuing operations		(3,662,310)	(3,510,699)
Discontinued operations		-	12,707
Owners of Thrive Tribe Technologies Limited		<u>(3,662,310)</u>	<u>(3,497,992)</u>
		<u>(3,662,310)</u>	<u>(3,491,980)</u>

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

Thrive Tribe Technologies Limited
Consolidated statement of profit or loss and other comprehensive income
For the year ended 30 June 2026

		Cents	Cents
Earnings per share for loss from continuing operations attributable to the owners of Thrive Tribe Technologies Limited			
Basic earnings per share	32	(0.34)	(5.27)
Diluted earnings per share	32	(0.34)	(5.27)
Earnings per share for profit from discontinued operations attributable to the owners of Thrive Tribe Technologies Limited			
Basic earnings per share	32	-	0.02
Diluted earnings per share	32	-	0.02
Earnings per share for loss attributable to the owners of Thrive Tribe Technologies Limited			
Basic earnings per share	32	(0.34)	(5.26)
Diluted earnings per share	32	(0.34)	(5.26)

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

Thrive Tribe Technologies Limited
Consolidated statement of financial position
As at 30 June 2026

	Note	Consolidated 2026 \$	2025 \$
Assets			
Current assets			
Cash and cash equivalents	10	529,843	139,258
Trade and other receivables	11	326,250	17,903
Inventories	12	103,475	-
Other assets		526,426	9,557
Total current assets		<u>1,485,994</u>	<u>166,718</u>
Non-current assets			
Financial assets at fair value through other comprehensive income	13	100	100
Plant and equipment	14	2,787,867	4,384
Right-of-use assets	15	987,027	-
Intangibles	16	-	1,185,617
Other assets		38,133	-
Total non-current assets		<u>3,813,127</u>	<u>1,190,101</u>
Total assets		<u>5,299,121</u>	<u>1,356,819</u>
Liabilities			
Current liabilities			
Trade and other payables	17	1,859,930	392,801
Contract liabilities	18	20,000	-
Borrowings	19	40,784	150,000
Lease liabilities	20	352,704	-
Employee benefits		31,495	3,784
Total current liabilities		<u>2,304,913</u>	<u>546,585</u>
Non-current liabilities			
Contract liabilities	18	76,667	-
Lease liabilities	20	657,827	-
Total non-current liabilities		<u>734,494</u>	<u>-</u>
Total liabilities		<u>3,039,407</u>	<u>546,585</u>
Net assets		<u>2,259,714</u>	<u>810,234</u>
Equity			
Issued capital	21	36,643,032	31,618,913
Reserves	22	313,944	246,273
Accumulated losses		(34,697,262)	(31,054,952)
Total equity		<u>2,259,714</u>	<u>810,234</u>

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

Thrive Tribe Technologies Limited
Consolidated statement of changes in equity
For the year ended 30 June 2026

Consolidated	Issued capital \$	Reserves \$	Accumulated losses \$	Non-controlling interest \$	Total equity \$
Balance at 1 July 2024	29,629,777	490,924	(27,587,206)	(240,766)	2,292,729
Profit/(loss) after income tax expense for the year	-	-	(3,497,992)	6,012	(3,491,980)
Other comprehensive income for the year, net of tax	-	-	-	-	-
Total comprehensive (loss)/income for the year	-	-	(3,497,992)	6,012	(3,491,980)
Transfer on derecognition of subsidiary	-	-	(234,754)	234,754	-
Transfer from convertible note reserve to accumulated losses on expiry of convertible notes	-	(25,000)	25,000	-	-
Transfer from share based payment reserve to accumulated losses on lapse of options	-	(240,000)	240,000	-	-
<i>Transactions with owners in their capacity as owners:</i>					
Contributions of equity, net of transaction costs (note 21)	1,989,136	-	-	-	1,989,136
Share-based payments (note 22)	-	20,349	-	-	20,349
Balance at 30 June 2025	<u>31,618,913</u>	<u>246,273</u>	<u>(31,054,952)</u>	<u>-</u>	<u>810,234</u>

Consolidated	Issued capital \$	Reserves \$	Accumulated losses \$	Non-controlling interest \$	Total equity \$
Balance at 1 July 2025	31,618,913	246,273	(31,054,952)	-	810,234
Loss after income tax expense for the year	-	-	(3,662,310)	-	(3,662,310)
Other comprehensive income for the year, net of tax	-	-	-	-	-
Total comprehensive income for the year	-	-	(3,662,310)	-	(3,662,310)
Transfer from share based payment reserve to accumulated losses on lapse of options	-	(20,000)	20,000	-	-
<i>Transactions with owners in their capacity as owners:</i>					
Contributions of equity, net of transaction costs (note 21)	5,024,119	-	-	-	5,024,119
Share-based payments (note 22)	-	87,671	-	-	87,671
Balance at 30 June 2026	<u>36,643,032</u>	<u>313,944</u>	<u>(34,697,262)</u>	<u>-</u>	<u>2,259,714</u>

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

Thrive Tribe Technologies Limited
Consolidated statement of cash flows
For the year ended 30 June 2026

	Note	Consolidated 2026 \$	2025 \$
Cash flows from operating activities			
Receipts from customers (inclusive of GST)		262,234	115,527
Payments to suppliers and employees (inclusive of GST)		(2,827,147)	(3,656,747)
		(2,564,913)	(3,541,220)
Interest received		6	2,610
Other revenue		1,969	18,263
Interest and other finance costs paid		(9,991)	(4,592)
Government grants received		-	1,506,365
Net cash used in operating activities	31	(2,572,929)	(2,018,574)
Cash flows from investing activities			
Payments for plant and equipment	14	(1,974,160)	-
Payments for development expenditure	16	-	(10,000)
Payments for security deposits		(38,133)	-
Net cash used in investing activities		(2,012,293)	(10,000)
Cash flows from financing activities			
Proceeds from issue of shares	21	5,268,955	2,168,861
Proceeds from borrowings		80,784	300,000
Share issue transaction costs		(253,499)	(159,376)
Repayment of borrowings		(93,666)	(300,000)
Repayment of lease liabilities		(26,767)	-
Net cash from financing activities		4,975,807	2,009,485
Net increase/(decrease) in cash and cash equivalents		390,585	(19,089)
Cash and cash equivalents at the beginning of the financial year		139,258	158,347
Cash and cash equivalents at the end of the financial year	10	<u>529,843</u>	<u>139,258</u>

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

Thrive Tribe Technologies Limited
Notes to the consolidated financial statements
30 June 2026

Note 1. General information

The financial statements cover Thrive Tribe Technologies Limited as a Group consisting of Thrive Tribe Technologies Limited and the entities it controlled at the end of, or during, the year. The financial statements are presented in Australian dollars, which is Thrive Tribe Technologies Limited's functional and presentation currency.

Thrive Tribe Technologies Limited is a listed public company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is:

MLC Centre
Level 57
19-29 Martin Place
Sydney NSW 2000
Australia

A description of the nature of the Group'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 30 September 2026. The directors have the power to amend and reissue the financial statements.

Note 2. Material accounting policy information

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

New or amended Accounting Standards and Interpretations adopted

The Group has adopted all of the new, revised or amending 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.

Going concern

The financial statements have been prepared on a going concern basis, which contemplates the continuity of normal business activities and the realisation of assets and settlement of liabilities in the ordinary course of business.

During the year ended 30 June 2026, the Group incurred a loss of \$3,662,310 (2025: \$3,491,980) and net cash outflows from operating activities of \$2,572,929 (2025: \$2,018,574). As at 30 June 2026, whilst the Group has cash reserves of \$529,843 (2025: \$156,315) it had net current liabilities of \$818,919 (2025: \$379,867).

The Group's ability to continue as a going concern is dependent on obtaining additional funding as required, generating cash from its operations and managing expenditure to meet its obligations as and when they fall due.

The Directors are of the view that the going concern basis of preparation remains appropriate, having regard to the following factors:

Continuing support from Clee Capital

Clee Capital Pty Ltd (Clee Capital) continues to support the Group in accessing capital through its investor network. The Directors regard this continuing relationship, together with the Group's recent capital raisings, as supporting its ability to seek further funding as and when required. Any future funding remains subject to investor participation, market conditions and prevailing commercial terms.

Capital raised during FY2026

The Company raised \$5,268,955 before transaction costs through equity issues during the year. This included the \$3 million placement completed in June 2026 as part of the capital raising announced on 26 May 2026. These transactions demonstrate the Company's recent access to equity funding, although they do not guarantee the availability of further funding.

Note 2. Material accounting policy information (continued)

Capital raised after year end

Following shareholder approval on 24 July 2026, the Company completed an additional \$1 million placement in three tranches: \$235,000 in August 2026, \$265,000 later in August 2026 and \$500,000 in September 2026. The shares were issued at \$0.001 per share on 17 August, 24 August and 3 September 2026, respectively. These proceeds, before transaction costs, provide additional working capital and were received after the reporting date.

Funding and operational plans

The Group intends to continue engaging with its advisers and investors to seek further funding as and when required and to manage the timing and scale of expenditure against available resources. Its operating plans include progressing the development and commercialisation of WooBoard and REFFIND and managing its consulting and hospitality activities. Revenue from new technology initiatives remains subject to successful development, customer contracting and uptake and is not assured.

On this basis, the Directors consider that the Group has a reasonable basis to expect it can meet its obligations and continue operations, subject to successful execution of these funding and operational plans.

However, the Group's losses, operating cash outflows and net current liability position, together with its reliance on further funding and future operating cash flows, indicate that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern. The Group may therefore be unable to realise its assets and discharge its liabilities in the normal course of business.

The financial statements do not include any adjustments to the recoverability or classification of assets, or to the amounts or classification of liabilities, that may be necessary if the Group is unable to continue as a going concern.

Basis of preparation

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') and the Corporations Act 2001, as appropriate for for-profit oriented entities. These financial statements also comply with IFRS Accounting Standards as issued by the International Accounting Standards Board ('IASB').

Historical cost convention

The financial statements have been prepared on the historical cost convention, except for financial assets at fair value through profit or loss.

Critical accounting estimates

The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in note 3.

Parent entity information

In accordance with the Corporations Act 2001, these financial statements present the results of the Group only. Information about the parent entity is disclosed in note 29.

Principles of consolidation

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Thrive Tribe Technologies Limited ('Company' or 'parent entity') as at 30 June 2026 and the results of all subsidiaries for the year then ended. Thrive Tribe Technologies Limited and its subsidiaries together are referred to in these financial statements as the 'Group' or 'Thrive Tribe'.

Subsidiaries are all those entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that control ceases.

Note 2. Material accounting policy information (continued)

Intercompany transactions, balances and unrealised gains on transactions between entities in the Group are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

The acquisition of subsidiaries is accounted for using the acquisition method of accounting. A change in ownership interest, without the loss of control, is accounted for as an equity transaction, where the difference between the consideration transferred and the book value of the share of the non-controlling interest acquired is recognised directly in equity attributable to the parent.

Non-controlling interest in the results and equity of subsidiaries are shown separately in the statement of profit or loss and other comprehensive income, statement of financial position and statement of changes in equity of the Group. Losses incurred by the Group are attributed to the non-controlling interest in full, even if that results in a deficit balance.

Where the Group loses control over a subsidiary, it derecognises the assets including goodwill, liabilities and non-controlling interest in the subsidiary together with any cumulative translation differences recognised in equity. The Group recognises the fair value of the consideration received and the fair value of any investment retained together with any gain or loss in profit or loss.

Revenue recognition

The Group recognises revenue as follows:

Revenue from contracts with customers

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

Hospitality revenue

Hospitality revenue is recognised upon delivery of the good or service to the customer.

Subscription fees

Subscription fees from the licence of Software-as-a-Service ('SaaS') products are recognised over time, being on a straight-line basis over the period the performance obligation, when the right to access is satisfied in accordance with the terms of the contract. Contract liabilities relate to revenue which has been billed to the customers for which the services are yet to be performed.

Digital marketing

Revenue from digital marketing is recognised upon delivery of the service to the customer.

Interest

Interest revenue is recognised as interest accrues using the effective interest method. This is a method of calculating the amortised cost of a financial asset and allocating the interest income over the relevant period using the effective interest rate, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

Other revenue

Other revenue is recognised when it is received or when the right to receive payment is established.

Government grants

Government grants relating to costs are deferred and recognised in profit or loss over the period necessary to match them with the costs that they are intended to compensate.

Note 2. Material accounting policy information (continued)

Research and development tax incentive

The Group has adopted the income approach to accounting for the research and development tax incentive pursuant to AASB 120 'Accounting for Government Grant and Disclosure of Government Assistance' whereby the incentive is recognised in profit or loss on a systematic basis over the periods in which the Group recognises the eligible expenses. Where the research and development costs are capitalised as an intangible or property, plant and equipment asset, the research and development tax incentive has been offset against the capitalised expenditure.

Income tax

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

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to be applied when the assets are recovered or liabilities are settled, based on those tax rates that are enacted or substantively enacted, except for:

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

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

The carrying amount of recognised and unrecognised deferred tax assets are reviewed at each reporting date. Deferred tax assets recognised are reduced to the extent that it is no longer probable that future taxable profits will be available for the carrying amount to be recovered. Previously unrecognised deferred tax assets are recognised to the extent that it is probable that there are future taxable profits available to recover the asset.

Deferred tax assets and liabilities are offset only where there is a legally enforceable right to offset current tax assets against current tax liabilities and deferred tax assets against deferred tax liabilities; and they relate to the same taxable authority on either the same taxable entity or different taxable entities which intend to settle simultaneously.

Thrive Tribe Technologies Limited (the 'head entity') and its wholly-owned Australian subsidiaries have formed an income tax consolidated Group under the tax consolidation regime. The head entity and each subsidiary in the tax consolidated Group continue to account for their own current and deferred tax amounts. The tax consolidated group has applied the 'separate taxpayer within Group' approach in determining the appropriate amount of taxes to allocate to members of the tax consolidated Group.

In addition to its own current and deferred tax amounts, the head entity also recognises the current tax liabilities (or assets) and the deferred tax assets arising from unused tax losses and unused tax credits assumed from each subsidiary in the tax consolidated Group.

Assets or liabilities arising under tax funding agreements with the tax consolidated entities are recognised as amounts receivable from or payable to other entities in the tax consolidated Group. The tax funding arrangement ensures that the intercompany charge equals the current tax liability or benefit of each tax consolidated Group member, resulting in neither a contribution by the head entity to the subsidiaries nor a distribution by the subsidiaries to the head entity.

Discontinued operations

A discontinued operation is a component of the Group that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single co-ordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately on the face of the statement of profit or loss and other comprehensive income.

Inventories

Stock on hand is stated at the lower of cost and net realisable value. Cost comprises purchase and delivery costs, net of rebates and discounts received.

Note 2. Material accounting policy information (continued)

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

Investments and other financial assets

Financial assets are derecognised when the rights to receive cash flows have expired or have been transferred and the group has transferred substantially all the risks and rewards of ownership. When there is no reasonable expectation of recovering part or all of a financial asset, its carrying value is written off.

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are either: (i) held for trading, where they are acquired for the purpose of selling in the short-term with an intention of making a profit; or (ii) designated as such upon initial recognition, where they are managed on a fair value basis or to eliminate or significantly reduce an accounting mismatch. Except for effective hedging instruments, derivatives are also categorised as fair value through profit or loss. Fair value movements are recognised in profit or loss.

Plant and equipment

Plant and equipment is stated at historical cost less accumulated depreciation and impairment. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Depreciation is calculated on a straight-line basis to write off the net cost of each item of plant and equipment over their expected useful lives as follows:

Leasehold improvements	over the life of the lease
Computer equipment	three years
Office furniture	ten years
Plant and equipment	three years

The residual values, useful lives and depreciation methods are reviewed, and adjusted if appropriate, at each reporting date.

An item of plant and equipment is derecognised upon disposal or when there is no future economic benefit to the group. Gains and losses between the carrying amount and the disposal proceeds are taken to profit or loss.

Right-of-use assets

A right-of-use asset is recognised at the commencement date of a lease. The right-of-use asset is measured at cost, which comprises the initial amount of the lease liability, adjusted for, as applicable, any lease payments made at or before the commencement date net of any lease incentives received, any initial direct costs incurred, and, except where included in the cost of inventories, an estimate of costs expected to be incurred for dismantling and removing the underlying asset, and restoring the site or asset.

Right-of-use assets are depreciated on a straight-line basis over the unexpired period of the lease or the estimated useful life of the asset, whichever is the shorter. Where the Group expects to obtain ownership of the leased asset at the end of the lease term, the depreciation is over its estimated useful life. Right-of use assets are subject to impairment or adjusted for any remeasurement of lease liabilities.

The Group has elected not to recognise a right-of-use asset and corresponding lease liability for short-term leases with terms of 12 months or less and leases of low-value assets. Lease payments on these assets are expensed to profit or loss as incurred.

Intangible assets

Intangible assets acquired as part of a business combination, other than goodwill, are initially measured at their fair value at the date of the acquisition. Intangible assets acquired separately are initially recognised at cost. Indefinite life intangible assets are not amortised and are subsequently measured at cost less any impairment. Finite life intangible assets are subsequently measured at cost less amortisation and any impairment. The gains or losses recognised in profit or loss arising from the derecognition of intangible assets are measured as the difference between net disposal proceeds and the carrying amount of the intangible asset. The method and useful lives of finite life intangible assets are reviewed annually. Changes in the expected pattern of consumption or useful life are accounted for prospectively by changing the amortisation method or period.

Note 2. Material accounting policy information (continued)

Software development

Research costs associated with the development of software are expensed in the period in which they are incurred. Software development costs are capitalised when it is probable that the project will be a success considering its commercial and technical feasibility; the Group is able to use or sell the asset; the Group has sufficient resources and intent to complete the development; and its costs can be measured reliably. Capitalised software development costs are amortised on a straight-line basis over the period of their expected benefit. It has been assessed that the software was ready from use with effect from 1 January 2025, it has been amortised on a straight-line basis over 3 years from that date.

Contract liabilities

Contract liabilities represent the Group's obligation to transfer goods or services to a customer and are recognised when a customer pays consideration, or when the Group recognises a receivable to reflect its unconditional right to consideration (whichever is earlier) before the Group has transferred the goods or services to the customer.

Borrowings

Loans and borrowings are initially recognised at the fair value of the consideration received, net of transaction costs. They are subsequently measured at amortised cost using the effective interest method.

The component of the convertible notes that exhibits characteristics of a liability is recognised as a liability in the statement of financial position, net of transaction costs.

On the issue of the convertible notes the fair value of the liability component is determined using a market rate for an equivalent non-convertible bond and this amount is carried as a non-current liability on the amortised cost basis until extinguished on conversion or redemption. The increase in the liability due to the passage of time is recognised as a finance cost. The remainder of the proceeds are allocated to the conversion option that is recognised and included in shareholders equity as a convertible note reserve, net of transaction costs. The carrying amount of the conversion option is not remeasured in the subsequent years. The corresponding interest on convertible notes is expensed to profit or loss.

Lease liabilities

A lease liability is recognised at the commencement date of a lease. The lease liability is initially recognised at the present value of the lease payments to be made over the term of the lease, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the group's incremental borrowing rate. Lease payments comprise of fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, amounts expected to be paid under residual value guarantees, exercise price of a purchase option when the exercise of the option is reasonably certain to occur, and any anticipated termination penalties.

Lease liabilities are measured at amortised cost using the effective interest method. The carrying amounts are remeasured if there is a change in the following: future lease payments arising from a change in an index or a rate used; residual guarantee; lease term; certainty of a purchase option and termination penalties. When a lease liability is remeasured, an adjustment is made to the corresponding right-of use asset, or to profit or loss if the carrying amount of the right-of-use asset is fully written down.

Employee benefits

Short-term employee benefits

Liabilities for wages and salaries, including non-monetary benefits, annual leave and long service leave expected to be settled wholly within 12 months of the reporting date are measured at the amounts expected to be paid when the liabilities are settled.

Defined contribution superannuation expense

Contributions to defined contribution superannuation plans are expensed in the period in which they are incurred.

Share-based payments

Equity-settled share-based compensation benefits are provided to employees.

Equity-settled transactions are awards of shares, or options over shares, that are provided to employees in exchange for the rendering of services.

Note 2. Material accounting policy information (continued)

The cost of equity-settled transactions is measured at fair value on grant date. Fair value is independently determined using either the Binomial or Black-Scholes option pricing model that takes into account the exercise price, the term of the option, the impact of dilution, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option, together with non-vesting conditions that do not determine whether the Group receives the services that entitle the employees to receive payment.

The cost of equity-settled transactions is recognised as an expense with a corresponding increase in equity over the vesting period. The cumulative charge to profit or loss is calculated based on the grant date fair value of the award, the best estimate of the number of awards that are likely to vest and the expired portion of the vesting period. The amount recognised in profit or loss for the period is the cumulative amount calculated at each reporting date less amounts already recognised in previous periods.

Market conditions are taken into consideration in determining fair value. Therefore any awards subject to market conditions are considered to vest irrespective of whether or not that market condition has been met, provided all other conditions are satisfied.

If equity-settled awards are modified, as a minimum an expense is recognised as if the modification has not been made. An additional expense is recognised, over the remaining vesting period, for any modification that increases the total fair value of the share-based compensation benefit as at the date of modification.

If the non-vesting condition is within the control of the Group or employee, the failure to satisfy the condition is treated as a cancellation. If the condition is not within the control of the Group or employee and is not satisfied during the vesting period, any remaining expense for the award is recognised over the remaining vesting period, unless the award is forfeited.

If equity-settled awards are cancelled, they are treated as if they have vested on the date of cancellation, and any remaining expense is recognised immediately. If a new replacement award is substituted for the cancelled award, the cancelled and new award is treated as if they were a modification.

Business combinations

New Accounting Standards and Interpretations not yet mandatory or early adopted

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the Group for the annual reporting period ended 30 June 2026. The Group's assessment of the impact of these new or amended Accounting Standards and Interpretations, most relevant to the Group, are set out below.

AASB 18 Presentation and Disclosure in Financial Statements

This standard is applicable to annual reporting periods beginning on or after 1 January 2027, with early adoption permitted. The standard replaces AASB 101 'Presentation of Financial Statements', although many of the requirements have been carried forward unchanged and is accompanied by limited amendments to the requirements in AASB 107 'Statement of Cash Flows'. The standard requires income and expenses to be classified into five categories: 'Operating' (residual category if income and expenses are not classified into another category), 'Investing', 'Financing', 'Income taxes' and 'Discontinued operations'. The standard introduces two mandatory sub-totals: 'Operating profit' and 'Profit before finance and income taxes'. There are also new disclosure requirements for 'management-defined performance measures', such as earnings before interest, taxes, depreciation and amortisation ('EBITDA') or 'adjusted profit'. The standard provides enhanced guidance on how to organise and group information (aggregation and disaggregation) in the financial statements and whether to provide it in the primary financial statements or in the notes. The Group will adopt this standard from 1 July 2027 and it is expected that there will be a significant change to the layout of the statement of profit or loss.

Note 3. Critical accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities (refer to the respective notes) within the next financial year are discussed below.

Note 3. Critical accounting judgements, estimates and assumptions (continued)

Impairment of non-financial assets other than goodwill and other indefinite life intangible assets

The Group assesses impairment of non-financial assets other than goodwill and other indefinite life intangible assets at each reporting date by evaluating conditions specific to the Group and to the particular asset that may lead to impairment. If an impairment trigger exists, the recoverable amount of the asset is determined. This involves fair value less costs of disposal or value-in-use calculations, which incorporate a number of key estimates and assumptions, including cash flow projections, estimated discount rates based on the current cost of capital and growth rates of the estimated future cash flows.

Lease term

The lease term is a significant component in the measurement of both the right-of-use asset and lease liability. Judgement is exercised in determining whether there is reasonable certainty that an option to extend the lease or purchase the underlying asset will be exercised, or an option to terminate the lease will not be exercised, when ascertaining the periods to be included in the lease term. In determining the lease term, all facts and circumstances that create an economical incentive to exercise an extension option, or not to exercise a termination option, are considered at the lease commencement date. Factors considered may include the importance of the asset to the Group's operations; comparison of terms and conditions to prevailing market rates; incurrence of significant penalties; existence of significant leasehold improvements; and the costs and disruption to replace the asset. The Group reassesses whether it is reasonably certain to exercise an extension option, or not exercise a termination option, if there is a significant event or significant change in circumstances.

Incremental borrowing rate

Where the interest rate implicit in a lease cannot be readily determined, an incremental borrowing rate is estimated to discount future lease payments to measure the present value of the lease liability at the lease commencement date. Such a rate is based on what the Group estimates it would have to pay a third party to borrow the funds necessary to obtain an asset of a similar value to the right-of-use asset, with similar terms, security and economic environment.

Amortisation and impairment of software development

Capitalised software development costs are amortised on a straight-line basis over the period of their expected benefit. It has been assessed that the software was ready from use with effect from 1 January 2025, and capitalised costs have been amortised on a straight-line basis over 3 years from that date. During the current year the software development costs have been impaired in full due to the roll out of the Kumu Well Being App not proceeding.

Note 4. Operating segments

Identification of reportable operating segments

The Group is organised into three operating segments: Thrive Tribe Technologies (previously 'Wooboard Technologies'), Wooboard Software-as-a-Service products ('Wooboard SaaS'), Thrive Entertainment and Kumu Group Pty Ltd. These operating segments are based on the internal reports that are reviewed and used by the Board of Directors (who are identified as the Chief Operating Decision Makers ('CODM')) in assessing performance and in determining the allocation of resources. There is no aggregation of operating segments.

The CODM reviews adjusted EBITDA (earnings before interest, tax, depreciation and amortisation adjusted for impairment of assets and non-operating income and expenses). The accounting policies adopted for internal reporting to the CODM are consistent with those adopted in the financial statements.

The information reported to the CODM is on a monthly basis.

Geographical information is disclosed in note 5.

Types of products and services

The principal products and services of each of these operating segments are as follows:

Thrive Tribe Technologies	Product development and investment operations including short term share trades
Wooboard SaaS	Sale of cloud based Software as a Service ('SaaS') products that enabled subscribed companies to communicate with their employees in an innovative, engaging and effective manner
Kumu Group Pty Ltd	Two-sided platform allows for creators and members to create new connections - testing phase
Thrive Entertainment	Operates hospitality venue in Bondi Junction

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Note 4. Operating segments (continued)

Operating segment information

Consolidated - 2026	Thrive Tribe Technologies \$	Wooboard SaaS \$	Kumu Group \$	Thrive Entertainment \$	Eliminations \$	Total \$
Revenue						
Sales to external customers	106,135	-	-	114,841	-	220,976
Total revenue	<u>106,135</u>	<u>-</u>	<u>-</u>	<u>114,841</u>	<u>-</u>	<u>220,976</u>
Adjusted EBITDA	<u>(1,050,815)</u>	<u>-</u>	<u>(48,990)</u>	<u>(1,086,687)</u>	<u>-</u>	<u>(2,186,492)</u>
Depreciation and amortisation						(487,603)
Impairment of Intangibles						(948,493)
Interest revenue						6
Finance costs						(39,728)
Loss before income tax expense						<u>(3,662,310)</u>
Income tax expense						-
Loss after income tax expense						<u>(3,662,310)</u>
Assets						
Segment assets	4,518,179	586,360	12,660	4,207,899	(4,025,977)	5,299,121
Total assets						<u>5,299,121</u>
Liabilities						
Segment liabilities	1,013,395	-	467,942	5,584,047	(4,025,977)	3,039,407
Total liabilities						<u>3,039,407</u>

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Note 4. Operating segments (continued)

	Thrive Tribe Technologies \$	Wooboard SaaS \$	Kumu Group \$	Eliminations \$	Total \$
Consolidated - 2025					
Revenue					
Sales to external customers	54,100	1,440	-	-	55,540
Total segment revenue	54,100	1,440	-	-	55,540
<i>Unallocated revenue:</i>					
Total revenue					55,540
Adjusted EBITDA	(3,281,768)	2,955	(89,423)	119,042	(3,249,194)
Depreciation and amortisation					(240,807)
Interest revenue					2,613
Finance costs					(4,592)
Loss before income tax expense					(3,491,980)
Income tax expense					-
Loss after income tax expense					(3,491,980)
<i>Material items include:</i>					
Assets					
Segment assets	1,924,876	586,360	11,236	(1,165,653)	1,356,819
<i>Unallocated assets:</i>					
Total assets					1,356,819
<i>Total assets includes:</i>					
Liabilities					
Segment liabilities	1,292,330	-	419,908	(1,165,653)	546,585
<i>Unallocated liabilities:</i>					
Total liabilities					546,585

All assets and liabilities, including taxes are not allocated to the operating segments as they are managed on an overall Group basis.

Note 5. Revenue

	Consolidated	
	2026	2025
	\$	\$
From continuing operations		
Hospitality revenue	114,841	-
Rendering of services - subscription fees recognised over time	106,135	55,540
Revenue from continuing operations	220,976	55,540

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Note 5. Revenue (continued)

Disaggregation of revenue

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

	Consolidated	
	2026	2025
	\$	\$
<i>Geographical regions</i>		
Australia	<u>220,976</u>	<u>55,540</u>
<i>Timing of revenue recognition</i>		
Services transferred at a point in time	3,333	54,100
Services transferred over time	106,135	1,440
Goods recognised at a point in time	<u>111,508</u>	<u>-</u>
	<u>220,976</u>	<u>55,540</u>

Note 6. Other income

	Consolidated	
	2026	2025
	\$	\$
Net foreign exchange gain	-	43
Other income	<u>1,969</u>	<u>18,220</u>
Other income	<u>1,969</u>	<u>18,263</u>

Note 7. Expenses

	Consolidated	
	2026	2025
	\$	\$
Loss before income tax from continuing operations includes the following specific expenses:		
<i>Finance costs</i>		
Interest	<u>39,728</u>	<u>4,592</u>
<i>Leases</i>		
Short-term lease payments	<u>73,167</u>	<u>3,963</u>
<i>Superannuation expense</i>		
Defined contribution superannuation expense	<u>55,778</u>	<u>27,323</u>

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Note 8. Income tax expense

	Consolidated	Consolidated
	2026	2025
	\$	\$
<i>Numerical reconciliation of income tax expense and tax at the statutory rate</i>		
Loss before income tax expense from continuing operations	(3,662,310)	(3,504,687)
Profit before income tax expense from discontinued operations	-	12,707
	<u>(3,662,310)</u>	<u>(3,491,980)</u>
Tax at the statutory tax rate of 25%	(915,578)	(872,995)
Tax effect amounts which are not deductible/(taxable) in calculating taxable income:		
Non-deductible expenses and timing differences	287,816	29,927
	<u>(627,762)</u>	<u>(843,068)</u>
Current year tax losses and temporary differences not recognised	627,762	843,068
Income tax expense	<u>-</u>	<u>-</u>

	Consolidated	Consolidated
	2026	2025
	\$	\$
<i>Tax losses not recognised</i>		
Unused tax losses for which no deferred tax asset has been recognised	24,236,809	24,809,618
Potential tax benefit at statutory tax rates @ 25%	6,059,202	6,202,404

The above potential tax benefit for tax losses has not been recognised in the statement of financial position. These tax losses can only be utilised in the future if the continuity of ownership test is passed, or failing that, the same business test is passed.

	Consolidated	Consolidated
	2026	2025
	\$	\$
<i>Deferred tax assets not recognised</i>		
Deferred tax assets not recognised comprises temporary differences attributable to:		
Accrued expenses	15,042	79,389
Blackhole expenditure	69,637	29,623
Total deferred tax assets not recognised	<u>84,679</u>	<u>109,012</u>

The above potential tax benefit, which excludes tax losses, for deductible temporary differences has not been recognised in the statement of financial position as the recovery of this benefit is uncertain.

As at 30 June 2026, unused capital losses for which no deferred tax asset has been recognised amounted to \$3,222,411 (2025: \$3,222,411). The potential tax benefit at 25% (2025: 25%) is \$805,603 (2025: \$805,603).

Note 9. Discontinued operations

Description

In the prior financial year, Daily Food Brand Pty Ltd was placed into administration. As such the company has lost control of this subsidiary and it was de-recognised from that point on. The results of Daily Food Pty Ltd have been disclosed as discontinued operations up until the point that control was lost.

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Note 9. Discontinued operations (continued)

Financial performance information

	Daily Food	
	2026	2025
	\$	\$
Food sales	-	63,169
Cost of goods sold	-	(9,454)
Employee benefits expense	-	(27,074)
Professional and consulting expenses	-	(410)
Other expenses	-	(12,888)
Finance costs	-	(636)
Total expenses	-	(50,462)
Profit before income tax expense	-	12,707
Income tax expense	-	-
Profit after income tax expense from discontinued operations	-	12,707

Cash flow information

	Consolidated	
	2026	2025
	\$	\$
Net cash from operating activities	-	12,707
Net cash from investing activities	-	-
Net increase in cash and cash equivalents from discontinued operations	-	12,707

Note 10. Cash and cash equivalents

	Consolidated	
	2026	2025
	\$	\$
<i>Current assets</i>		
Cash on hand	5,473	100
Cash at bank	524,370	139,158
	529,843	139,258

Note 11. Trade and other receivables

	Consolidated	
	2026	2025
	\$	\$
<i>Current assets</i>		
Trade receivables	59,409	4,000
GST receivable	266,841	13,903
	326,250	17,903

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Note 12. Inventories

	Consolidated 2026 \$	2025 \$
<i>Current assets</i>		
Stock on hand - at cost	103,475	-

Note 13. Financial assets at fair value through other comprehensive income

	Consolidated 2026 \$	2025 \$
<i>Non-current assets</i>		
Designated at fair value through profit or loss		
Investment in unlisted entity - Slik Pro Corp	100	100

Note 14. Plant and equipment

	Consolidated 2026 \$	2025 \$
<i>Non-current assets</i>		
Leasehold improvements - at cost	2,789,913	-
Less: Accumulated depreciation	(87,186)	-
	2,702,727	-
Plant and equipment - at cost	80,696	-
Less: Accumulated depreciation	(3,469)	-
	77,227	-
Computer equipment - at cost	86,860	86,860
Less: Accumulated depreciation	(83,095)	(82,476)
	3,765	4,384
Office furniture - at cost	15,040	10,884
Less: Accumulated depreciation	(10,892)	(10,884)
	4,148	-
	2,787,867	4,384

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Note 14. Plant and equipment (continued)

Reconciliations

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

Consolidated	Office equipment \$	Computer equipment \$	Leasehold improvements \$	Plant and equipment \$	Total \$
Balance at 1 July 2024	-	8,069	-	-	8,069
Depreciation expense	-	(3,685)	-	-	(3,685)
Balance at 30 June 2025	-	4,384	-	-	4,384
Additions	4,156	-	2,789,912	80,696	2,874,764
Depreciation expense	(8)	(619)	(87,185)	(3,469)	(91,281)
Balance at 30 June 2026	<u>4,148</u>	<u>3,765</u>	<u>2,702,727</u>	<u>77,227</u>	<u>2,787,867</u>

Note 15. Right-of-use assets

	Consolidated 2026 \$	2025 \$
<i>Non-current assets</i>		
Land and buildings - right-of-use	1,146,225	-
Less: Accumulated depreciation	(159,198)	-
	<u>987,027</u>	<u>-</u>

Note 16. Intangibles

	Consolidated 2026 \$	2025 \$
<i>Non-current assets</i>		
Software development - at cost	1,422,740	1,422,740
Less: Accumulated amortisation	(474,247)	(237,123)
Less: Impairment	(948,493)	-
	<u>-</u>	<u>1,185,617</u>

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Note 16. Intangibles (continued)

Reconciliations

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

Consolidated	Software development \$	Total \$
Balance at 1 July 2024	1,443,615	1,443,615
Additions	10,000	10,000
Amounts written off	(30,875)	(30,875)
Amortisation expense	(237,123)	(237,123)
Balance at 30 June 2025	1,185,617	1,185,617
Additions	-	-
Impairment of assets *	(948,493)	(948,493)
Amortisation expense	(237,124)	(237,124)
Balance at 30 June 2026	-	-

* During the current year the software development costs have been impaired in full due to the roll out of the Kumu Well Being App not proceeding.

Note 17. Trade and other payables

	Consolidated	
	2026	2025
	\$	\$
<i>Current liabilities</i>		
Trade payables	1,467,164	89,113
Accrued expenses	168,698	289,842
Other payables	224,068	13,846
	<u>1,859,930</u>	<u>392,801</u>

The accrued expenses balance in the prior year included the estimated settlement of a claim brought by the former CEO. On 2 March 2026, the dispute between the former CEO Jade Spooner and the Company was resolved by way of deed of settlement. Under this deed the Company was required to pay \$150,000 to Jade Spooner. This amount has been paid by 30 June 2026.

Refer to note 24 for further information on financial instruments - risk management.

Note 18. Contract liabilities

	Consolidated	
	2026	2025
	\$	\$
<i>Current liabilities</i>		
Contract liabilities	<u>20,000</u>	<u>-</u>
<i>Non-current liabilities</i>		
Contract liabilities	<u>76,667</u>	<u>-</u>

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Note 18. Contract liabilities (continued)

The Company has entered into a 5-year exclusivity agreement with Lion Nathan, whereby the Company received \$100,000 upfront. This is being recognised on straight-line basis over 5 years.

Note 19. Borrowings

	Consolidated	
	2026	2025
	\$	\$
<i>Current liabilities</i>		
Loans - short term	-	150,000
Insurance premium funding	40,784	-
	<u>40,784</u>	<u>150,000</u>

Short Term loans were repayable within 3 months and are interest free.

Note 20. Lease liabilities

	Consolidated	
	2026	2025
	\$	\$
<i>Current liabilities</i>		
Lease liability	<u>352,704</u>	<u>-</u>
<i>Non-current liabilities</i>		
Lease liability	<u>657,827</u>	<u>-</u>

Refer to note 24 for further information on financial instruments - risk management.

Note 21. Issued capital

	Consolidated			
	2026	2025	2026	2025
	Shares	Shares	\$	\$
Ordinary shares - fully paid	<u>4,753,076,443</u>	<u>2,031,723,038</u>	<u>36,643,032</u>	<u>31,618,913</u>

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Note 21. Issued capital (continued)

Movements in ordinary share capital

Details	Date	Shares		\$
Balance	1 July 2024	470,621,519		29,629,777
Issue of shares	12 August 2024	141,000,000	\$0.00200	282,000
Issue of shares	19 November 2024	91,740,000	\$0.00200	183,500
Issue of shares	19 December 2024	703,361,519	\$0.00100	703,361
Issue of shares	2 January 2025	625,000,000	\$0.00160	1,000,000
Share issue transaction costs, net of tax		-		(179,725)
Balance	30 June 2025	2,031,723,038		31,618,913
Share consolidation (20 to 1 basis)	22 July 2026	(1,930,136,676)		-
Issue of shares	14 August 2025	39,544,447	\$0.00632	250,000
Issue of shares - to settle short terms loans	14 August 2025	15,237,922	\$0.00632	96,334
Issue of shares	29 August 2025	60,197,447	\$0.00415	250,000
Issue of shares	15 September 2025	195,924,765	\$0.00255	500,000
Issue of shares	17 October 2025	9,470,500	\$0.00300	28,411
Issues of shares	12 December 2025	187,500,000	\$0.00160	300,000
Issues of shares	28 January 2026	200,000,000	\$0.00100	200,000
Issues of shares	26 February 2026	625,000,000	\$0.00080	500,000
Issues of shares	26 March 2026	318,615,000	\$0.00080	240,544
Issue of shares	3 June 2026	3,000,000,000	\$0.00100	3,000,000
Share issue transaction costs, net of tax		-		(341,170)
Balance	30 June 2026	<u>4,753,076,443</u>		<u>36,643,032</u>

Ordinary shares

Ordinary shares entitle the holder to participate in any dividends declared and any proceeds attributable to shareholders should the Company be wound up in proportions that consider both the number of shares held and the extent to which those shares are paid up. 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.

Capital risk management

The Group's objectives when managing capital is to safeguard its ability to continue as a going concern, so that it can provide returns for shareholders and benefits for other stakeholders and to maintain an optimum capital structure to reduce the cost of capital.

Capital is regarded as total equity, as recognised in the statement of financial position, plus net debt. Net debt is calculated as total borrowings less cash and cash equivalents.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The Group would look to raise capital when an opportunity to invest in a business or company was seen as value adding relative to the current Company's share price at the time of the investment. The Group is not actively pursuing additional investments in the short term as it continues to integrate and grow its existing businesses in order to maximise synergies.

The capital risk management policy remains unchanged from the 2025 Annual Report.

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Note 22. Reserves

	Consolidated	
	2026	2025
	\$	\$
Share-based payments reserve	<u>313,944</u>	<u>246,273</u>

Share-based payments reserve

The reserve is used to recognise the value of equity benefits provided to employees and directors as part of their remuneration, and other parties as part of their compensation for services.

Movements in reserves

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

Consolidated	Share-based payments \$	Convertible note option \$	Total \$
Balance at 1 July 2024	465,924	25,000	490,924
Share-based payments	20,349	-	20,349
Transfer from reserve to accumulated losses - expired options	(240,000)	-	(240,000)
Transfer from convertible note reserve to accumulated losses on expiry of convertible notes	-	(25,000)	(25,000)
Balance at 30 June 2025	246,273	-	246,273
Share-based payments to brokers	87,671	-	87,671
Transfer from reserve to accumulated losses - expired options	(20,000)	-	(20,000)
Balance at 30 June 2026	<u>313,944</u>	<u>-</u>	<u>313,944</u>

Note 23. Dividends

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

Note 24. Financial instruments - Risk management

Financial risk management objectives

The Group's activities expose it to a variety of financial risks: market risk (including foreign currency risk, price risk and interest rate risk), credit risk and liquidity risk. The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Group. The Group uses different methods to measure different types of risk to which it is exposed. These methods include sensitivity analysis in the case of interest rate risk and ageing analysis for credit risk.

Risk management is carried out by senior finance executives ('finance') under policies approved by the Board of Directors ('the Board'). These policies include identification and analysis of the risk exposure of the Group and appropriate procedures, controls and risk limits. Finance identifies and evaluates financial risks within the Group's operating units. Finance reports to the Board on a monthly basis.

Market risk

Foreign currency risk

The Group is not exposed to any foreign exchange risk.

Price risk

The Group is not currently exposed to any significant price risk in relation to Thrive Entertainment since its inception.

Note 24. Financial instruments - Risk management (continued)

Interest rate risk

Interest rate risk rises from the Group's exposure to variable interest rates. The Group is not exposed to any significant interest rate risk, as no interest is payable on the short term loans, and has minimal exposure in relation to the insurance funding facility.

Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. The Group has a strict code of credit, including obtaining agency credit information, confirming references and setting appropriate credit limits. The Group obtains guarantees where appropriate to mitigate credit risk. The maximum exposure to credit risk at the reporting date to recognised financial assets is the carrying amount, net of any provisions for impairment of those assets, as disclosed in the statement of financial position and notes to the financial statements. The Group does not hold any collateral.

The Group has adopted a lifetime expected loss allowance in estimating expected credit losses to trade receivables through the use of a provisions matrix using fixed rates of credit loss provisioning. These provisions are considered representative across all customers of the Group based on recent sales experience, historical collection rates and forward-looking information that is available.

Generally, trade receivables are written off when there is no reasonable expectation of recovery. Indicators of this include the failure of a debtor to engage in a repayment plan, no active enforcement activity and a failure to make contractual payments for a period greater than 1 year.

The Group has no significant credit risk exposure at 30 June 2026.

Liquidity risk

Vigilant liquidity risk management requires the Group to maintain sufficient liquid assets (mainly cash and cash equivalents) and available borrowing facilities to be able to pay debts as and when they become due and payable.

The Group manages liquidity risk by maintaining adequate cash reserves and available borrowing facilities by continuously monitoring actual and forecast cash flows and matching the maturity profiles of financial assets and liabilities.

Remaining contractual maturities

The following tables detail the Group's remaining contractual maturity for its financial instrument liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the financial liabilities are required to be paid. The tables include both interest and principal cash flows disclosed as remaining contractual maturities and therefore these totals may differ from their carrying amount in the statement of financial position.

	1 year or less \$	Between 1 and 2 years \$	Between 2 and 5 years \$	Over 5 years \$	Remaining contractual maturities \$
Consolidated - 2026					
Non-derivatives					
<i>Non-interest bearing</i>					
Trade payables	1,467,164	-	-	-	1,467,164
<i>Interest-bearing - fixed rate</i>					
Insurance premium funding	40,784	-	-	-	40,784
Lease liability	423,280	441,057	263,478	-	1,127,815
Total non-derivatives	1,931,228	441,057	263,478	-	2,635,763

Note 24. Financial instruments - Risk management (continued)

	1 year or less \$	Between 1 and 2 years \$	Between 2 and 5 years \$	Over 5 years \$	Remaining contractual maturities \$
Consolidated - 2025					
Non-derivatives					
<i>Non-interest bearing</i>					
Trade payables	89,113	-	-	-	89,113
Short term loans	150,000	-	-	-	150,000
Total non-derivatives	239,113	-	-	-	239,113

The cash flows in the maturity analysis above are not expected to occur significantly earlier than contractually disclosed above.

Note 25. Key management personnel disclosures

Compensation

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

	Consolidated	
	2026	2025
	\$	\$
Short-term employee benefits	108,500	351,550

Note 26. Remuneration of auditors

During the financial year the following fees were paid or payable for services provided by In.Corp Audit & Assurance Pty Ltd, the auditor of the Company:

	Consolidated	
	2026	2025
	\$	\$
<i>In.Corp Audit & Assurance Pty Ltd</i>		
Audit or review of the financial statements	40,000	37,338

Note 27. Contingent liabilities

The Group had no contingent liabilities at 30 June 2026 (30 June 2025: nil)

Note 28. Related party transactions

Parent entity

Thrive Tribe Technologies Limited is the parent entity.

Subsidiaries

Interests in subsidiaries are set out in note 30.

Key management personnel

Disclosures relating to key management personnel are set out in note 25 and the remuneration report included in the directors' report.

Thrive Tribe Technologies Limited
Notes to the consolidated financial statements
30 June 2026

Note 28. Related party transactions (continued)

Transactions with related parties

The following transactions occurred with related parties:

	Consolidated	
	2026	2025
	\$	\$
Sale of goods and services:		
Sale of services to Bridge SAAS Ltd	27,900	-
Payment for other expenses:		
Accountancy fees paid to related entity of J. Quinn, a director of the Group	15,500	92,000

Receivable from and payable to related parties

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

	Consolidated	
	2026	2025
	\$	\$
Current receivables:		
Trade receivables from Bridge SAAS Ltd	18,700	-
Current payables:		
Trade payables and accrued expenses to key management personnel	34,500	69,498

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.

Note 29. Parent entity information

Set out below is the supplementary information about the parent entity.

Statement of profit or loss and other comprehensive income

	Parent	
	2026	2025
	\$	\$
Loss after income tax	(2,412,533)	(3,826,379)
Total comprehensive income	(2,412,533)	(3,826,379)

Thrive Tribe Technologies Limited
Notes to the consolidated financial statements
30 June 2026

Note 29. Parent entity information (continued)

Statement of financial position

	Parent	
	2026	2025
	\$	\$
Total current assets	4,516,676	676,656
Total assets	4,516,976	1,937,473
Total current liabilities	1,013,395	1,133,150
Total liabilities	1,013,395	1,133,150
Equity		
Issued capital	36,643,032	31,618,913
Share-based payments reserve	313,944	246,273
Accumulated losses	(33,453,395)	(31,060,863)
Total equity	3,503,581	804,323

Guarantees entered into by the parent entity in relation to the debts of its subsidiaries

The parent entity had no guarantees in relation to the debts of its subsidiaries as at 30 June 2026 (30 June 2025: nil.)

Contingent liabilities

The parent entity had no contingent liabilities as at 30 June 2026 (30 June 2025: nil.)

Capital commitments - Property, plant and equipment

The parent entity had no capital commitments as at 30 June 2026 (30 June 2025: nil.)

Material accounting policy information

The accounting policies of the parent entity are consistent with those of the Group, as disclosed in note 2, except for the following:

- Investments in subsidiaries are accounted for at cost, less any impairment, in the parent entity.
- Dividends received from subsidiaries are recognised as other income by the parent entity and its receipt may be an indicator of an impairment of the investment.

Note 30. Interests in subsidiaries

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiaries in accordance with the accounting policy described in note 2:

Name	Principal place of business / Country of incorporation	Ownership interest	
		2026	2025
		%	%
WooBoard Pty Ltd	Australia	100%	100%
Kumu Group Pty Ltd	Australia	100%	100%
Thrive Entertainment Group Pty Ltd	Australia	100%	-

Thrive Tribe Technologies Limited
Notes to the consolidated financial statements
30 June 2026

Note 31. Cash flow information

Reconciliation of loss after income tax to net cash used in operating activities

	Consolidated	
	2026	2025
	\$	\$
Loss after income tax expense for the year	(3,662,310)	(3,491,980)
Adjustments for:		
Depreciation and amortisation	487,603	240,807
Impairment of intangibles	948,493	-
Gain on de-recognition of subsidiary	-	(105,337)
Lease interest	29,737	-
Change in operating assets and liabilities:		
(Increase)/decrease in trade and other receivables	(308,347)	1,570,677
Increase in inventories	(103,475)	-
(Increase)/decrease in prepayments	(516,869)	4,653
Increase/(decrease) in trade and other payables	427,861	(224,057)
Increase in contract liabilities	96,667	-
Increase/(decrease) in employee benefits	27,711	(13,337)
Net cash used in operating activities	<u>(2,572,929)</u>	<u>(2,018,574)</u>

Changes in liabilities arising from financing activities

	Loan	Total
	\$	\$
Consolidated		
Balance at 1 July 2024	<u>150,000</u>	<u>150,000</u>
Balance at 30 June 2025	150,000	150,000
Net cash used in financing activities	(53,666)	(53,666)
Shares issued to settle borrowings (note 21)	<u>(96,334)</u>	<u>(96,334)</u>
Balance at 30 June 2026	<u>-</u>	<u>-</u>

Note 32. Earnings per share

	Consolidated	
	2026	2025
	\$	\$
<i>Earnings per share for loss from continuing operations</i>		
Loss after income tax attributable to the owners of Thrive Tribe Technologies Limited	<u>(3,662,310)</u>	<u>(3,504,687)</u>
	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	<u>1,078,517,568</u>	<u>66,474,111</u>
Weighted average number of ordinary shares used in calculating diluted earnings per share	<u>1,078,517,568</u>	<u>66,474,111</u>
	Cents	Cents
Basic earnings per share	(0.34)	(5.27)
Diluted earnings per share	(0.34)	(5.27)

Thrive Tribe Technologies Limited
Notes to the consolidated financial statements
30 June 2026

Note 32. Earnings per share (continued)

	Consolidated	Consolidated
	2026	2025
	\$	\$
<i>Earnings per share for profit from discontinued operations</i>		
Profit after income tax attributable to the owners of Thrive Tribe Technologies Limited	-	12,707
	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	1,078,517,568	66,474,111
Weighted average number of ordinary shares used in calculating diluted earnings per share	1,078,517,568	66,474,111
	Cents	Cents
Basic earnings per share	-	0.02
Diluted earnings per share	-	0.02
	Consolidated	Consolidated
	2026	2025
	\$	\$
<i>Earnings per share for loss</i>		
Loss after income tax	(3,662,310)	(3,491,980)
Non-controlling interest	-	(6,012)
Loss after income tax attributable to the owners of Thrive Tribe Technologies Limited	(3,662,310)	(3,497,992)
	Cents	Cents
Basic earnings per share	(0.34)	(5.26)
Diluted earnings per share	(0.34)	(5.26)
	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	1,078,517,568	66,474,111
Weighted average number of ordinary shares used in calculating diluted earnings per share	1,078,517,568	66,474,111

Earnings per share has been calculated on a post consolidation basis both the current and comparative period. For the purpose calculating the diluted earnings per share, options and convertible notes have been excluded as the effect would be anti-dilutive. A share consolidation was completed on 22 July 2025, the above has been calculated on a post-consolidation basis.

Note 33. Share-based payments

Share-based payments for the financial year ended 30 June 2026 totalled \$87,671 (2025: \$20,329). The expense in the both years related to options issued to brokers which have been recognised as a capital raising cost.

Thrive Tribe Technologies Limited
Notes to the consolidated financial statements
30 June 2026

Note 33. Share-based payments (continued)

Set out below are summaries of options granted:

2026

Grant date	Expiry date	Exercise price	Balance at the start of the year	Granted	Share consolidation	Expired/ forfeited/ other	Balance at the end of the year
30/11/2022	30/11/2025	\$0.06000	2,500,000	-	-	(2,500,000)	-
30/11/2022	30/11/2025	\$0.10000	2,500,000	-	-	(2,500,000)	-
15/12/2023	15/12/2026	\$0.10000	15,000,000	-	(14,250,000)	-	750,000
24/09/2024	24/09/2027	\$0.00600	10,000,000	-	(9,500,000)	-	500,000
24/09/2024	24/09/2027	\$0.05500	12,500,000	-	(11,875,000)	-	625,000
28/01/2026	28/01/2029	\$0.00200	-	20,000,000	-	-	20,000,000
26/02/2026	26/02/2029	\$0.00300	-	10,000,000	-	-	10,000,000
26/02/2026	26/02/2029	\$0.00500	-	10,000,000	-	-	10,000,000
24/06/2026	24/06/2029	\$0.00300	-	32,000,000	-	-	32,000,000
			42,500,000	72,000,000	(35,625,000)	(5,000,000)	73,875,000

Set out below are the options exercisable at the end of the financial year:

Grant date	Expiry date	2026 Number	2025 Number
24/09/2024	24/09/2024	1,875,000	22,500,000
28/01/2026	28/01/2029	20,000,000	-
26/02/2026	26/02/2029	20,000,000	-
24/06/2026	24/06/2029	32,000,000	-
		<u>73,875,000</u>	<u>22,500,000</u>

The weighted average remaining contractual life of options outstanding at the end of the financial year was 2.14 years (2025: 1 year).

For the options granted during the current financial year, the valuation model inputs used to determine the fair value at the grant date, are as follows:

Grant date	Expiry date	Share price at grant date	Exercise price	Expected volatility	Dividend yield	Risk-free interest rate	Fair value at grant date
28/01/2026	28/01/2029	\$0.00150	\$0.00200	120.00%	-	4.24%	\$0.0010
26/02/2026	26/02/2029	\$0.00200	\$0.02000	120.00%	-	4.25%	\$0.0006
26/02/2026	26/02/2029	\$0.00200	\$0.00500	120.00%	-	4.25%	\$0.0005
24/06/2026	24/06/2029	\$0.00150	\$0.00300	120.00%	-	4.52%	\$0.0009

Note 34. Events after the reporting period

Additional capital raised

On 24 July 2026, following shareholder approval, the Company completed a \$1 million placement in three tranches: \$235,000 in August 2026, \$265,000 later in August 2026 and \$500,000 in September 2026. The shares were issued at \$0.001 per share on 17 August, 24 August and 3 September 2026, respectively. These proceeds, before transaction costs, provide additional working capital.

Note 34. Events after the reporting period (continued)

Distribution agreement with EAV

On 7 September 2026, the Company entered into a three-year exclusive distribution agreement with Effective Acceleration Ventures Ltd (EAV), a Canadian defence supplier and service contractor, to market and distribute the modernised WooBoard and REFFIND platforms to armed forces, military organisations and personnel in NATO member markets. The agreement was disclosed in the quarterly report released on 31 July 2026 and further detailed on 7 September 2026.

EAV is entitled to 20% of revenue generated under the agreement, with the Company retaining 80% before its development and delivery costs. To retain exclusivity, EAV must generate turnover of at least US\$5 million by the end of year one and US\$15 million by the end of year two. These amounts are contractual performance thresholds for continued exclusivity and are not revenue forecasts, guaranteed orders or minimum customer commitments. The private commercial arrangement does not constitute NATO or government endorsement or procurement approval.

On 7 September 2026, the Company also announced that it had engaged a local execution partner for a proposed eight-week residential pilot in Australia for volunteer United States military veterans. At the announcement date, no customer contract, participant selection or guaranteed revenue had been secured. Implementation remains subject to customer contracting, procurement, relevant clinical and ethics approvals, privacy and security requirements, participant screening and final program configuration.

WooBoard CARE development

On 17 September 2026, the Company announced that development and provider verification were underway for WooBoard CARE. The proposed platform is intended to help Australian veterans find allied health providers that accept Department of Veterans' Affairs Veteran Cards and are taking new clients. The initial scope covers physiotherapy and psychology providers in the Gold Coast, Brisbane and Ipswich regions.

The proposed commercial model provides free access for veterans and subscriptions for participating providers to maintain verified listings. Subscription terms and launch arrangements remained to be finalised. Further expansion is conditional on the outcome of the initial phase. The service is intended to assist users to locate and contact providers and does not guarantee appointments or represent clinical accreditation or government approval.

Financial effects

These post-year-end developments do not result in adjustments to the amounts recognised at 30 June 2026. The placement increases cash and equity after year end by \$1,000,000 before transaction costs. The future financial effects of the EAV arrangement and WooBoard CARE depend on further development, customer and provider participation, contracting and implementation and cannot presently be reliably estimated.

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.

Thrive Tribe Technologies Limited
Consolidated entity disclosure statement
As at 30 June 2026

The Consolidated Entity Disclosure Statement has been prepared in accordance with the Corporations Act. It includes certain information for each entity that was part of the consolidated entity at the end of the financial year.

Entity name	Entity type	Place formed / Country of incorporation	Ownership interest %	Tax residency
Thrive Tribe Technologies Limited	Parent Entity	Australia	-	Australia
WooBoard Pty Ltd	Body corporate	Australia	100.00%	Australia
Kumu Group Pty Ltd	Body corporate	Australia	100.00%	Australia
Thrive Entertainment Group Pty Ltd	Body corporate	Australia	100.00%	Australia

Thrive Tribe Technologies Limited
Directors' declaration
30 June 2026

In the directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, the Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- the attached financial statements and notes comply with IFRS Accounting Standards as issued by the International Accounting Standards Board as described in note 2 to the financial statements;
- 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 year ended on that date;
- there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable; and
- the information disclosed in the attached consolidated entity disclosure statement is true and correct.

Signed in accordance with a resolution of directors made pursuant to section 295(5)(a) of the Corporations Act 2001.

On behalf of the directors



Joshua Quinn
Non-Executive Director and Company Secretary

30 September 2026
Sydney

THRIVE TRIBE TECHNOLOGIES LIMITED INDEPENDENT AUDITOR'S REPORT

To the members of Thrive Tribe Technologies Limited

Opinion

We have audited the financial report of Thrive Tribe Technologies Limited ("the Company") and its controlled entities ("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 year then ended and notes to the consolidated financial statements, including material accounting policy information, the consolidated entity disclosure statement and the directors' declaration.

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

- a) giving a true and fair view of the Group's financial position as at 30 June 2026 and of its financial performance for the year then ended; and
- b) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for Opinion

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

We 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 report.

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

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THRIVE TRIBE TECHNOLOGIES LIMITED

INDEPENDENT AUDITOR'S REPORT (continued)

Material Uncertainty Related to Going Concern

We draw attention to Note 2 in the financial report, which indicates that the Group incurred a net loss of \$3,662,310 during the year ended 30 June 2026 and, as of that date, the Group's current liabilities exceeded its current assets by \$818,919. As stated in Note 2, these events or conditions along with other matters as set forth in Note 2 indicate that a material uncertainty exists that may cast significant doubt on 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 opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report for the year ended 30 June 2026. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key Audit Matter – Accounting for Leases	How our Audit Addressed the Key Audit Matter
As disclosed in Note 15, the Group recognised right-of-use assets with a carrying value of \$987,027. In addition, the Group also recognised leasehold improvements of \$2,702,727 in relation to its leased premises as disclosed in Note 14. These balances represent approximately 71% of the Group's total assets at year end. Accounting for leases was considered a key audit matter due to the significance of the Group's lease arrangements and the judgement involved in determining lease terms and extension options in accordance with AASB 16 "Leases". Furthermore, management is also required to exercise judgement in determining the useful lives of associated leasehold improvements and whether depreciation periods appropriately reflect the expected period of use.	The audit procedures that we performed included but were not limited to the following: • Obtained and reviewed the lease agreement and assessed the reasonableness of management's key assumptions, including lease terms, renewal options and discount rates; • Verified the right-of-use asset and lease liability calculation and balances for compliance with AASB 16 Leases; • Tested a sample of leasehold improvement additions to supporting documentation; • Evaluated the useful lives applied to leasehold improvements with reference to the underlying lease arrangements and recalculated the depreciation expense.

THRIVE TRIBE TECHNOLOGIES LIMITED
INDEPENDENT AUDITOR'S REPORT (continued)

Key Audit Matters (continued)

Key Audit Matter – Related Party Disclosures	How our Audit Addressed the Key Audit Matter
The Group entered into various transactions during the year with an external advisory firm. Determining whether a related party relationship exists under AASB 124 “Related Party Disclosures” required significant judgement, as the assessment involved consideration of various qualitative factors, including the external advisory firm's historical involvement with the Group, participation in board and governance activities, influence over strategic and operational matters, involvement in commercial arrangements, and the nature of transactions between the parties during the year. Given the subjective nature of assessing significant influence and the risk that related party relationships and transactions may not be identified or appropriately disclosed, we considered this area to be a key audit matter.	The audit procedures that we performed included but were not limited to the following: • Obtaining management's assessment supporting the conclusion that the external advisory firm did not meet the definition of a related party under AASB 124. • Reviewing board minutes, governance records and other documents to assess the extent of the external advisory firm's involvement in decision-making processes and participation in board meetings. • Examining consulting invoices and other supporting documentation relating to services provided by the external advisory firm to the Group during the year. • Reviewing legal correspondence, and other external records for evidence of influence over the affairs of the Group. • Assessing transactions between the external advisory firm and the Group, including payments made to and on behalf of the advisory firm. • Discussing the matter with management, those charged with governance and the Group's external legal advisers. • Evaluating the appropriateness of management's conclusions against the requirements of AASB 124. • Assessing the adequacy of disclosures included in the financial report in respect of related parties and related party transactions.

THRIVE TRIBE TECHNOLOGIES LIMITED
INDEPENDENT AUDITOR'S REPORT (continued)

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

The directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 30 June 2026 but does not include the financial report and our auditor's report thereon.

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

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

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

Responsibilities of the Directors for the Financial Report

The directors of the Company are responsible for the preparation of:

- a) the financial report (other than the consolidated entity disclosure statement) that gives a true and fair view in accordance with Australian Accounting Standards and the Corporations Act 2001; and
- b) the consolidated entity disclosure statement that is true and correct in accordance with the *Corporations Act 2001*, and

for such internal control as the directors determine is necessary to enable the preparation of:

- i. the financial report (other than the consolidated entity disclosure statement) that gives a true and fair view and is free from material misstatement, whether due to fraud or error; and
- ii. the consolidated entity disclosure statement that is true and correct and is free of misstatement, whether due to fraud or error.

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

THRIVE TRIBE TECHNOLOGIES LIMITED
INDEPENDENT AUDITOR'S REPORT (continued)

Auditor's Responsibilities for the Audit of the Financial Report

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

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at:
https://www.auasb.gov.au/auditors_responsibilities/ar1.pdf. This description forms part of our auditor's report.

Opinion on the Remuneration Report

We have audited the Remuneration Report included in the directors' report for the year ended 30 June 2026.

In our opinion, the Remuneration Report of Thrive Tribe Technologies Limited for the year ended 30 June 2026 complies with section 300A of the *Corporations Act 2001*.

Responsibilities for the Remuneration Report

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

In.Corp Audit & Assurance Pty Ltd



Graham Webb
Partner

Sydney, 30 September 2026

Thrive Tribe Technologies Limited
Shareholder information
30 June 2026

The shareholder information set out below was applicable as at 21 September 2026.

Distribution of equitable securities

Analysis of number of equitable security holders by size of holding:

	Ordinary shares		Quoted options 1TTO	
	Number of holders	% of total shares issued	Number of holders	% of total shares issued
1 to 1,000	1,984	0.01	2,249	0.01
1,001 to 5,000	518	0.02	197	0.03
5,001 to 10,000	116	0.01	54	0.02
10,001 to 100,000	277	0.17	151	0.37
100,001 and over	463	99.79	103	99.57
	3,358	100.00	2,754	100.00
Holding less than a marketable parcel	3,049	0.87	2,693	1.01

Equity security holders

Twenty largest quoted equity security holders

The names of the twenty largest security holders of quoted equity securities are listed below:

	Ordinary shares % of total shares issued	
	Number held	
FINEXIA WEALTH PTY LTD (CLIENT NOMINEE A/C)	760,000,000	13.21
TAC PROFESSIONAL SERVICES PTY LTD	330,250,000	5.74
MR CRAIG PEARSON	300,108,799	5.22
OAKLEY CAPITAL PARTNERS PTY LIMITED	300,000,000	5.21
MR CRAIG PEARSON	274,000,000	4.76
CITICORP NOMINEES PTY LIMITED	270,193,819	4.70
TACT ON KENT PTY LTD	237,500,000	4.13
THE GREENWAY ADMINISTRATION PTY LTD (THE GREENWAY A/C)	235,865,000	4.10
LTC LONG SHORT FUND PTY LTD	230,000,000	4.00
MAVI HOLDINGS LIMITED	237,500,000	4.13
006 CAPITAL PTY LTD	220,000,000	3.82
HARBOUR CAPITAL OPPORTUNITIES FUND PTY LTD	180,000,000	3.13
GGs ADMINISTRATION PTY LTD (GGs FAMILY A/C)	112,500,000	1.96
MR EUGENE LOY	102,011,264	1.77
OASIS WORLD TRADING INC	91,137,029	1.58
RIYA INVESTMENTS PTY LTD	100,000,000	1.74
035 CAPITAL PTY LTD	100,000,000	1.74
LIQUIPURE AUST PTY LTD	100,000,000	1.74
10 BAY STREET PTY LIMITED	74,500,000	1.29
MR JARRYD LEE WARD	75,000,000	1.30
	4,330,565,911	75.27

Thrive Tribe Technologies Limited
Shareholder information
30 June 2026

	Options over ordinary shares	
	Number held	% of total options issued
Finexia Wealth Pty Ltd <Client Nominee A/C>	228,500,000	14.13
Mr Craig Pearson	152,844,661	9.45
Mavi Holdings Limited	118,750,000	7.35
Tact On Kent Pty Ltd	118,750,000	7.35
Harbour Capital Opportunities Fund Pty Ltd	115,000,000	7.11
LTC Long Short Fund Pty Ltd	115,000,000	7.11
Oakphil Pty Limited <Oakphil Family A/C>	115,000,000	7.11
Phillip Street Holdings Pty Ltd <Phillip Street A/C>	102,066,666	6.31
006 Capital Pty Ltd	101,333,333	6.27
GGs Administration Pty Ltd <GGs Family A/C>	56,250,000	3.48
Tac Professional Services Pty Ltd	54,516,666	3.37
10 Bay Street Pty Limited	45,249,000	2.80
035 Capital Pty Ltd	37,500,000	2.32
Riya Investments Pty Ltd	25,000,000	1.55
Mr Peter James Dykes	20,442,021	1.26
Mr Kiril Ruvinsky	20,000,000	1.24
The Greenway Administration Pty Ltd <The Greenway A/C>	15,724,333	0.97
Horatio Street Pty Ltd <Horatio Street Family A/C>	15,000,000	0.93
Suburban Holdings Pty Ltd <The Suburban Super Fund A/C>	15,000,000	0.93
Talmetal Pty Ltd	15,000,000	0.93
	1,486,926,680	91.97

Unquoted securities

	Number on issue	Number of holders
Options over ordinary shares	73,250,000	1

Substantial holders

Substantial holders in the Company are set out below:

	Ordinary shares	
	Number held	% of total shares issued
FINEXIA WEALTH PTY LTD (CLIENT NOMINEE A/C)	760,000,000	13.21
TAC PROFESSIONAL SERVICES PTY LTD	330,250,000	5.74
MR CRAIG PEARSON	300,108,799	5.22
OAKLEY CAPITAL PARTNERS PTY LIMITED	300,000,000	5.21

Voting rights

The voting rights attached to ordinary shares are set out below:

Ordinary shares

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.

Options

Option holders do not have voting rights.

There are no other classes of equity securities.