



ANNUAL REPORT 2026

ABN: 52 143 416 531

**FINANCIAL REPORT
FOR THE YEAR ENDED 30 JUNE 2026**

CORPORATE DIRECTORY

BOARD OF DIRECTORS

Mark Connell
Chief Executive Officer and Director

Shannon Robinson
Non-Executive Chair

Davide Bosio
Non-Executive Director

Frank Guerra
Non-Executive Director

COMPANY SECRETARY

John Moran

REGISTERED OFFICE

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LAWYERS

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Level 29, 25 Martin Place
SYDNEY NSW 2000

AUDITOR

Hall Chadwick Audit (WA) Pty Ltd

283 Rokeby Road
SUBIACO, WA 6008

SHARE REGISTRY

Computershare Investor Services Pty Limited

Level 17, 221 St Georges Terrace
PERTH, WA 6000

STOCK EXCHANGE LISTING

Australian Securities Exchange (ASX)
ASX Code: YOJ

CONTENTS

Corporate Directory	1
Message from the CEO	2
Directors' Report	4
Auditor's Independence Declaration	17
Directors' Declaration	18
Independent Audit Report	19
Consolidated Statement of Profit or Loss and Other Comprehensive Income	25
Consolidated Statement of Financial Position	26
Consolidated Statement of Changes in Equity	27
Consolidated Statement of Cash Flows	28
Notes to the Consolidated Financial Statements	29
Consolidated Entity Disclosure Statement	59
Additional Shareholder Information	60

Message from the CEO



Mark Connell

CEO and Director, Yojee

Dear Shareholders,

Yojee enters FY27 with an established, revenue-generating TCMS business, MOSAIC commercially launched and \$10.45 million of new funding to support rollout. Twelve months ago I said FY26 would be about taking MOSAIC to market. We've done that. Following completion of Beta in February 2026 and our first commercial customer going live in April, we opened MOSAIC commercially on 8 July. By 20 August we had 12 customer agreements signed, ahead of our internal forecast. Our priority now is to convert those agreements into live usage, billable transactions and revenue.

MOSAIC

We set out a plan for MOSAIC early on and we've stuck to it. Build a platform that works, prove it with real freight, bring customers on carefully, and then scale as the product and onboarding process are ready. For customers, MOSAIC is designed to simplify daily workflows, reduce duplicated data between freight partners and connect with their preferred specialist applications.

Beta and early commercial deployments tested MOSAIC across air and ocean imports and exports, including two-way messaging with Australian Customs. Running live shipments through the system helps us refine the functionality and customer experience before bringing larger customers on board.

We launched the Founding Partner Program on 8 July. We filled all four Everest places within six weeks, and two of them were original Beta customers. They'd used MOSAIC on live shipments and chose to partner with us for three years. That is an encouraging endorsement of the platform, with successful onboarding the next step.

By late July four customers were live and processing shipments in production. The signed customer base includes Founding Partners, Standard customers on list pricing and early adopters, providing a range of users with whom to refine the platform.

Customers pay per job, and billing starts from each customer's agreed Billing Date after they are live and the required functionality is ready. Live usage and billable usage are separate milestones. We anticipate first MOSAIC revenue in the December quarter, reflecting a deliberate focus on product readiness and customer experience before billing begins. It will start small, and we expect billable transactions and revenue to build as we finish onboarding and volumes grow. We'll report on both each quarter in our quarterly updates alongside our Appendix 4C cash flow reports.

AI

In June we published our AI strategy. We're developing MOSAIC into a Logistics Operating System, with AI assisting operators in their daily work. People in this industry carry the compliance risk and own the customer relationships, and that isn't changing. AI can help reduce repetitive administration. Our first use case is AI-assisted document processing, now in early deployment. Document processing is central to freight forwarding, so it is a practical place to start.

TCMS

TCMS is our established, revenue-generating platform and continues to run complex, contracted transport networks for our enterprise customers. Customers are expanding deployments across more sites and regions, and transaction volumes are running ahead of our expectations. TCMS provides existing customer relationships and revenue while we commercialise MOSAIC.

OUR PEOPLE

None of this happens without our team, who took MOSAIC from Beta to commercial launch in under a year. We also strengthened the leadership group. Robert Cotter joined us as Chief Growth Officer and Julien Evano as Chief Technology Officer, working alongside Shane D'Aprile as Chief Product Officer. A lot of this team has spent years working inside forwarders, and it shows in the product. Frank Guerra joined the Board in January and brings more than 45 years in international logistics. We moved into new offices in the Sydney CBD. We kept our ISO/IEC 27001:2022 certification, which matters to every customer handing us their freight and customs data.

FY27

This year is about disciplined commercial growth. Our first priority is getting every signed customer live and billing. We will measure progress through customers live and billing, billable transactions, customer revenue and onboarding time. As product readiness and onboarding capacity improve, we will expand Ignition and our Standard customer base. Further customers will be brought on in line with our ability to support them successfully. We'll keep building AI into the daily work of forwarders and brokers, and keep growing TCMS with our enterprise customers. The Founding Partner tiers are set up per region, allowing us to assess expansion into new markets over time.

THE NUMBERS

Revenue from contracts with customers was \$527,525, down 8.6%, which is the full-year effect of exiting non-core contracts in FY25. Revenue and other income was up 35% to \$913,339, helped by a \$216,089 R&D tax incentive and higher interest income.

Our statutory net loss was \$8.2 million. Around \$5.35 million of that is non-cash: \$4.0 million of share-based payments and \$1.35 million of one-off costs for the Smart Yojee joint venture, paid in shares. Separately, we used \$3.2 million in operations and invested \$2.9 million into building MOSAIC, which is now carried on the balance sheet at \$3.9 million as an Intangible Asset. The Company will continue to apply for the R&D Tax Incentive program to generate refundable cash rebates to offset ongoing MOSAIC investment in engineering development and R&D activity.

We ended June with \$3.4 million in cash and no debt. Since then we've raised around \$10.45 million before costs, through an oversubscribed \$7.0 million placement and an oversubscribed \$3.45 million Share Purchase Plan. We went out for up to \$9 million and demand took us past it. Thank you to everyone who backed us. That funding supports the next stage of MOSAIC development and rollout, including the functionality needed for continued improvement of onboarding processes and the team to support customers. It also supports business development and expansion with TCMS customers. These priorities are intended to convert customer demand into growing usage and revenue.

We go into FY27 with MOSAIC in market, an established TCMS business and a much stronger balance sheet. Our focus is to turn this position into sustainable commercial growth through successful customer deployment and increasing billable usage.

Thank you to our team, our Board, the customers who backed us early, and to you, our shareholders. I look forward to seeing many of you at our AGM on 27 October 2026.

Sincerely,

Mark Connell
Chief Executive Officer and Director

DIRECTORS' REPORT

The Directors of Yojee Limited (the "Company") and its subsidiaries (collectively, the "Group" or "Yojee") submit herewith their report and the consolidated financial statements of the Group for the financial year ended 30 June 2026. In order to comply with the provisions of the *Corporations Act 2001*, the Directors report as follows:

DIRECTORS

The names and details of the Company's Directors at any time during or since the end of the financial year are outlined below. Unless otherwise disclosed, all Directors held their office from 1 July 2025 until the date of this report.

Mr Mark Connell – Chief Executive Officer ("CEO") and Director (Appointed 5 June 2024)

Mr Connell (BIT (ENG)) has over 25 years of experience in technology and logistics globally, a strong background in engineering, sales, marketing, and product and project management, and a proven track record with companies such as Mainfreight and WiseTech Global.

Ms Shannon Robinson – Non-Executive Chair (Appointed 5 February 2024)

Ms Robinson (LLB, B. Comm (Accounting), GAICD, FGIA) is an experienced company director and a former corporate lawyer with 20 years of corporate experience. Shannon is a graduate member of the Australian Institute of Company Directors ("AICD") and a fellow of the Governance Institute of Australia ("GIA"). Ms Robinson is currently non-executive chair of FBR Limited (ASX: FBR), FortifAI Limited (ASX: FTI) and Pathkey.AI Limited (ASX: PKY).

Mr Davide Bosio – Non-Executive Director (Appointed 5 February 2024)

Mr Bosio (BComm, FFin, GAICD) is an experienced company director with over 24 years in financial services, resources, and listed company leadership. He currently serves as a non-executive director of Black Cat Syndicate Limited (ASX: BC8), a listed gold producer, Lord Resources Ltd (ASX: LRD) and Alice Queen Limited (ASX: AQX). He has held senior roles at Shaw and Partners and served on the boards of De Grey Mining Ltd (ASX: DEG) and Spectrum Metals Ltd, which was acquired by Ramelius Resources (ASX: RMS). He has in the past three years also been a director of Connected IO Limited (ASX: CIO) and Digital X Ltd (ASX: DCC). Davide brings deep expertise in corporate finance, capital management, and M&A to support the growth of public and private companies.

Mr Frank Guerra – Non-Executive Director (Appointed 1 January 2026)

Mr Guerra is a seasoned leader in international logistics, bringing more than 45 years of global industry experience to the Company. Mr Guerra has held senior leadership roles across several major freight forwarding organisations and has deep operational and commercial expertise spanning international freight management, global distribution strategies, compliance, and end-to-end supply chain optimisation. Mr Guerra is not currently, and has not in the previous three years been, a director of another ASX-listed entity.

Mr John Moran – Company Secretary (Appointed 27 June 2025)

Mr Moran (LLB) has 16 years' experience working for ASX Ltd and has an in-depth knowledge of the legal, regulatory and governance framework applicable to listed entities. John has extensive experience in assisting listed entities with a wide range of compliance matters, particularly in relation to continuous disclosure, reporting, fundraising, IPOs and backdoor listings, shareholders' meetings, and related party transactions.

PRINCIPAL ACTIVITIES

Yojee Limited ("Yojee" or the "Company") (ASX: YOJ) is a leading logistics technology company focused on simplifying freight operations through digital innovation.

Yojee's Transport Carrier Management System ("TCMS") platform enables logistics providers to consolidate complex supply chain networks into a single, intuitive system. By centralising operations, optimising workflows, and providing real-time visibility, Yojee empowers businesses to manage contracted land transport networks supporting air, ocean and road freight movements. With intelligent technology, logistics professionals can enhance performance, reduce inefficiencies, and drive growth in a rapidly evolving industry.

The Company is developing and commercialising its MOSAIC platform, the next-generation freight forwarding software that simplifies complex logistics with an intuitive user-focused interface. The MOSAIC platform is built from a user perspective with a workflow-first focus. The Company is commercialising the MOSAIC platform in Australia and New Zealand initially with the build being predominantly undertaken in Australia, and plans to pursue global expansion thereafter. By 20 August 2026, the Company had signed 12 MOSAIC customer agreements. The immediate focus is successful onboarding, live usage and the commencement of billing.

The MOSAIC platform is designed for freight forwarders, uniting teams and partners on a single, collaborative system. It is purpose-built to address the fragmented flow of supply chain data, while avoiding the rigidity and high costs often associated with enterprise-class systems and integrations. With MOSAIC, freight operations become more transparent, efficient, and connected, enabling authorised participants to collaborate in real time.

EVENTS SUBSEQUENT TO REPORTING DATE

On 8 July 2026, the Company announced the full commercial launch of the MOSAIC platform and the signing of its first commercial MOSAIC customer contracts, together with the launch of its regional MOSAIC "Founding Partners" program across two tiers – MOSAIC Everest (the "Founding Four") and MOSAIC Ignition (the "Founding 25"). On 20 August 2026, the Company announced that it had signed a total of 12 MOSAIC customer agreements, comprising four Everest Founding Partners, three Ignition Partners, three standard customers and two early adopter agreements.

On 10 July 2026, the Company issued the second tranche of 2,500,000 Consideration Shares (valued at \$250,000) to its joint venture partner following achievement of the Tranche 2 milestone (Live Customs Transaction) under the Smart Yojee joint venture agreement, as disclosed in Note 17 and Note 27 of the financial statements.

Subsequent to year end, the Company raised approximately \$10.45 million (before costs) through a placement to institutional and sophisticated investors ("Placement") and a share purchase plan ("SPP"), both announced on 3 August 2026. The Placement was oversubscribed and raised \$7.0 million (before costs) through the issue of 30,434,783 fully paid ordinary shares at an issue price of \$0.23 per share, with settlement completed on 11 August 2026. The SPP was also oversubscribed and raised approximately \$3.45 million (before costs) through the issue of 15,010,848 fully paid ordinary shares at the same issue price, and was completed on 26 August 2026. The total raised exceeded the \$9 million originally announced, the Directors having resolved to accept oversubscriptions to the SPP. The funds raised will be used primarily for the further roll-out of development and ongoing commercialisation of the MOSAIC and TCMS platforms, including additional resources, business development and team expansion, and general working capital.

On 10 July 2026, the Company issued 250,000 Shares on conversion of vested Performance Rights and granted 429,535 Performance Rights under its equity incentive plan. On 11 August 2026, the Company issued 3,000,000 Shares on conversion of vested Performance Rights and 260,870 Shares in lieu of corporate advisory fees.

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

DIVIDENDS

No dividend has been declared or paid since the incorporation of the Group on 30 April 2010 and the Directors do not recommend the payment of any dividend in respect of the financial year ended 30 June 2026.

SHARE OPTIONS

Options over ordinary shares of Yojee Limited at the date of this report are as follows:

Item	Opening Balance	Exercise Price of Options	Options Cancelled / Expired	Exercised	Granted	Closing Balance	Expiry Date of Options
Unlisted Options ⁹	166,668	\$2.250	(166,668)	-	-	-	5 Aug 2025
Unlisted Options ¹	133,334	\$1.500	(133,334)	-	-	-	8 Dec 2025
Unlisted Options ²	25,000,000	\$0.050	-	(17,255,000)	-	7,745,000	16 April 2029
Unlisted Options ³	7,500,000	\$0.050	-	-	-	7,500,000	24 July 2029
Unlisted Options ⁴	7,500,000	\$0.050	-	-	-	7,500,000	24 July 2029
Unlisted Options ⁵	6,000,000	\$0.150	-	-	-	6,000,000	23 April 2030
Unlisted Options ⁶	3,000,000	\$0.150	-	-	-	3,000,000	23 April 2030
Unlisted Options ⁷	-	\$0.500	-	-	3,000,000	3,000,000	15 Aug 2030
Unlisted Options ⁸	-	\$0.500	-	-	10,000,000	10,000,000	15 Aug 2030
	49,300,002		(300,002)	(17,255,000)	13,000,000	44,745,000	

¹ 133,334 unquoted options vesting on a 12-month service condition (exercisable at \$1.50 on or before 8 December 2025)

² 25,000,000 unquoted options (exercisable at \$0.050 on or before 16 April 2029)

³ 7,500,000 unquoted options vesting upon the Group achieving 140,000 billable customer transactions within any billing month by no later than 16 April 2029 (exercisable at \$0.050 on or before 24 July 2029)

⁴ 7,500,000 unquoted options vesting upon the Group achieving positive EBITDA of at least \$1.00 within any billing month, or, the VWAP of Shares over a period of 20 consecutive ASX trading days on which trades in Shares are recorded on ASX being at least \$0.15, by no later than 16 April 2029 (exercisable at \$0.050 on or before 24 July 2029)

⁵ 6,000,000 unquoted options exercisable at \$0.15 on or before 23 April 2030

⁶ 3,000,000 unlisted options exercisable at \$0.15 on or before 23 April 2030

⁷ 3,000,000 unlisted options exercisable at \$0.50 on or before 15 August 2030

⁸ 10,000,000 unlisted options exercisable at \$0.50 on or before 15 August 2030

⁹ 166,668 unquoted options exercisable at \$2.25 on or before 5 August 2025. These options expired unexercised on 5 August 2025

Exercise prices in the table above are stated on a post-consolidation basis. The corresponding pre-consolidation exercise prices are disclosed in Note 19.

REMUNERATION REPORT (AUDITED)

The Directors of Yojee Limited present the Remuneration Report prepared in accordance with the *Corporations Act 2001* and the *Corporations Regulations 2001*.

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 remuneration
- Other information

a. Principles used to determine the nature and amount of remuneration

The remuneration of the Group has been designed to align Director and Executive objectives with shareholder and business objectives by providing a fixed remuneration component and offering long-term incentives based on key performance areas. The Board believes the remuneration policy to be appropriate and effective in its ability to attract and retain the best Executives and Directors to run and manage the Group, as well as create goal congruence between Directors, Executives and shareholders.

Executive Director Remuneration

In determining the level and make-up of executive remuneration, the Board negotiates a remuneration to reflect the market salary for a position and individual of comparable responsibility and experience. During the year ended 30 June 2026, the Group continued its established remuneration policy. Remuneration is regularly compared with the external market by participation in industry salary surveys and during recruitment activities generally. If required, the Board may engage an external consultant to provide independent advice in the form of a written report detailing market levels of remuneration for comparable executive roles. No external remuneration consultant was used during the year.

All remuneration paid to Directors and Executives is valued at the cost to the Group and expensed. Options and performance rights are valued using the American Binomial, Black-Scholes or Hoadley's ESO1 methodology.

Non-Executive Director Remuneration

Non-Executive Directors' fees are paid within an aggregate limit which is approved by the shareholders. The limit of Non-Executive Director fees was set at a maximum of \$250,000 at a Board meeting held on 12 May 2010. Retirement payments, if any, are agreed to be determined in accordance with the rules set out in the *Corporations Act 2001* at the time of the Director's retirement or termination. Non-Executive Directors' remuneration may include an incentive portion consisting of bonuses and/or options, as considered appropriate by the Board, which may be subject to shareholder approval in accordance with the ASX Listing Rules.

Performance-Based Remuneration

Directors have been issued with performance rights in FY26 and FY25. Further details in relation to the rights issued are set out below.

Relationship between the remuneration policy and company performance

The table below sets out summary information about the Group's earnings and movements in shareholder wealth.

	30 June 2026	30 June 2025	30 June 2024	30 June 2023	30 June 2022	30 June 2021	30 June 2020
	\$	\$	\$	\$	\$	\$	\$
Net loss after tax	(8,224,719)	(6,018,748)	(8,494,784)	(8,506,424)	(8,464,857)	(11,305,732)	(6,163,844)
Dividends (cents per share)	-	-	-	-	-	-	-
	30 June 2026	30 June 2025	30 June 2024	30 June 2023	30 June 2022	30 June 2021	30 June 2020

	\$	\$	\$	\$	\$	\$	\$
Share price	\$0.255	\$0.395	\$0.044	\$0.016	\$0.056	\$0.185	\$0.088
Basic EPS (cents)	(2.33)	(2.07)	(5.83)	(0.75)	(0.75)	(1.06)	(0.68)
Diluted EPS (cents)	(2.33)	(2.07)	(5.83)	(0.75)	(0.75)	(1.06)	(0.68)

The remuneration of the Directors is not linked to the performance, share price or earnings of the Company.

Voting and comments made at the Company's last Annual General Meeting

Yojee Limited received majority votes in favour of its Remuneration Report for the financial year ended 30 June 2025. The Company received no specific feedback on its Remuneration Report at the Annual General Meeting held on 28 November 2025.

b. Details of remuneration

Details of the nature and amount of each element of the remuneration of each key management personnel of Yojee Limited are as follows:

30 June 2026	Short-term benefits	Post-employment	Termination benefits	Equity based compensation		
Directors	Salary and Fees	Superannuation		Shares	Options / Performance Rights ²	Total
	\$	\$		\$	\$	\$
Executive Directors						
Mr M Connell ¹	273,833	-	-	-	428,514	702,347
Non-Executive Directors						
Ms S Robinson ²	60,000	7,200	-	-	-	67,200
Mr D Bosio ³	40,000	4,800	-	-	-	44,800
Mr F Guerra ⁴	20,000	2,400	-	-	-	22,400
	393,833	14,400	-	-	428,514	836,747
30 June 2025	Short-term benefits	Post-employment	Termination benefits	Equity based compensation		
Directors	Salary and Fees	Superannuation		Shares	Options / Performance Rights	Total
	\$	\$		\$	\$	\$
Executive Directors						
Mr D Palfrey ⁵	38,471	-	-	-	-	38,471
Mr M Connell ¹	296,700	-	-	-	533,808	830,508
Non-Executive Directors						
Ms S Robinson ²	60,000	6,900	-	-	483,300	550,200
Mr D Bosio ³	40,000	4,600	-	-	483,300	527,900
	435,171	11,500	-	-	1,500,408	1,947,079

¹ Mr M Connell was appointed on 5 June 2024. During the financial year ended 30 June 2026, 2,054,560 performance rights were granted to Mr M Connell (2025: 3,000,000).

² Ms S Robinson was appointed on 5 February 2024. During the financial year ended 30 June 2026, nil performance rights were granted to Ms S Robinson (2025: 3,000,000).

³ Mr D Bosio was appointed on 5 February 2024. During the financial year ended 30 June 2026, nil performance rights were granted to Mr D Bosio (2025: 3,000,000).

⁴ Mr F Guerra was appointed on 1 January 2026.

⁵ Mr D Palfrey was appointed on 26 October 2023 and resigned on 31 July 2024. Mr D Palfrey received 11,287,400 performance rights on 16 April 2024. These were subsequently cancelled in July 2024 when he was no longer an eligible participant under the employee incentive plan. Nil value recorded in the statement of profit or loss for the year ended 30 June 2025.

c. Service Contracts

Mark Connell is engaged as CEO and Director pursuant to a service contract. The term is not fixed and the termination period is 3 months.

d. Share-based remuneration

Options / Performance Rights Granted as Part of Remuneration for the financial year ended 30 June 2026

During the year, 2,054,560 unquoted performance rights were granted and issued to Mr M Connell, comprising 258,581 rights vesting upon beta-testing achieving a minimum of four customers, each registering at least 10 jobs with associated customs and airline messages, subject to Mr Connell being an Eligible Participant, with a one-year escrow period from 12 December 2025 and vesting on 23 February 2026; 510,382 rights vesting upon successful launch of the MOSAIC Platform, subject to Mr Connell being an Eligible Participant, with a two-year escrow period from 12 December 2025; 781,993 rights vesting upon achievement of at least AUD 1 million in cumulative software revenue over a consecutive three-month period, subject to Mr Connell being an Eligible Participant, with a three-year escrow period from 12 December 2025; 251,802 rights vesting subject to Mr Connell being an Eligible Participant on 1 July 2027; and 251,802 rights vesting subject to Mr Connell being an Eligible Participant on 1 July 2028.

Shares Issued as Part of Remuneration for the financial year ended 30 June 2026

No shares were issued during the year as part of compensation.

e. Other information

The following table provides details of shares, options and performance rights held by Key Management Personnel.

Share, Performance Rights and Option holdings of Directors and Key Management Personnel or their nominees

The relevant interest of each director in the shares, performance rights and options over such shares issued by the companies within the Group and other related bodies corporate, as notified by the directors to the ASX in accordance with S205G(1) of the *Corporations Act 2001*, as at 30 June 2026 is as follows:

2026	Ordinary Shares No.	Performance Rights No.	Options			
			Options No.	Exercise Price \$	First exercise date	Last exercise date
Mr M Connell	10,335,016	7,698,260	-	-	-	-
Ms S Robinson	3,020,000	3,000,000	-	-	-	-
Mr D Bosio	7,012,500	-	-	-	-	-
Mr F Guerra	236,500	-	-	-	-	-
Total	20,604,016	10,698,260	-	-	-	-

The movement during the reporting year in the number of options over ordinary shares in Yojee Limited held, directly, indirectly or beneficially, by each key management person, including their related parties, is as follows.

Shareholdings by Directors and Key Management Personnel or their nominees

2026	Opening Balance	Other	Conversion of Option/Rights	Compensation	Purchased/ (Sold) (Sold)	Balance 30 June 2026
Mr M Connell	9,335,016	-	1,000,000	-	-	10,335,016
Ms S Robinson	3,020,000	-	-	-	-	3,020,000
Mr D Bosio	6,700,000	-	-	-	312,500	7,012,500
Mr F Guerra	-	36,500 ¹	-	-	200,000	236,500
Total	19,055,016	36,500	1,000,000	-	512,500	20,604,016

¹ Shares held at the date of appointment on 1 January 2026

Option holdings by Directors and Key Management Personnel or their nominees

2026	Opening Balance	Granted as Compensation	Exercised	Cancelled or Expired	Balance 30 June 2026
Mr M Connell	-	-	-	-	-
Ms S Robinson	-	-	-	-	-
Mr D Bosio	-	-	-	-	-
Mr F Guerra	-	-	-	-	-
Total	-	-	-	-	-

Performance rights holdings by Directors and Key Management Personnel or their nominees

2026	Opening Balance	Other	Granted	Exercised	Vested and exercisable at 30 June 2026	Unvested at 30 June 2026
Mr M Connell	6,643,700	-	2,054,560	(1,000,000)	258,581 ³	7,439,679 ²
Ms S Robinson	3,000,000	-	-	-	3,000,000 ¹	-
Mr D Bosio	-	-	-	-	-	-
Mr F Guerra	-	-	-	-	-	-
Total	9,643,700	-	2,054,560	(1,000,000)	3,258,581	7,439,679

¹ 3,000,000 performance rights vesting on (a) the volume-weighted average price of the Company's Shares over 20 consecutive trading days on which trades in the Shares are recorded on ASX being at least \$0.25 (VWAP Condition), and (b) the holder continuing to hold office as a Director for the shorter of (i) 12 months from the date of issue of the Performance Rights and (ii) the period ending on the date of satisfaction of the VWAP Condition

² Includes 5,643,700 Class C performance rights vesting upon the Group achieving 140,000 billable customer transactions within any billing month, 510,382 Class L performance rights vesting upon successful launch of the MOSAIC Platform, and being an Eligible Participant; 2 years escrow from 12 Dec 2025, 781,993 Class M performance rights vesting upon achievement of at least AUD 1M cumulative software revenue over a three consecutive month period, and being an Eligible Participant, 251,802 Class N performance rights vesting upon being an Eligible Participant on 1 July 2027 and 251,802 Class O performance rights vesting upon being an Eligible Participant on 1 July 2028.

³ 258,581 Class K performance rights vesting upon beta-testing achieving a minimum of four customers with each customer registering a minimum of 10 jobs along with associated customs and airline messages, and being an Eligible Participant; 1-year escrow from 12 Dec 2025. Vested 23 February 2026.

Loans/Payables to Key Management Personnel

As at 30 June 2026, there were no loans or payables to the Group Key Management Personnel.

Other transactions with Key Management Personnel

There are no other transactions with Key Management Personnel during the financial year ended 30 June 2026 other than those detailed above.

DIRECTORS' MEETINGS

The following table sets out the number of Directors' and Audit & Risk Management ("ARM") Committee meetings held during the financial year ended 30 June 2026 and the number of meetings attended by each Director. During the period, 7 Board meetings were held. The Board as a whole carried out the functions of the ARM Committee during the year. No remuneration committee resolutions were proposed or passed during the year.

Name	Board Meetings		
	Held	Eligible to attend	Attended
Ms Shannon Robinson	7	7	7
Mr Davide Bosio	7	7	7
Mr Mark Connell	7	7	7
Mr Frank Guerra (appointed 1 January 2026)	7	4	4

Name	Audit & Risk Management Committee		
	Held	Eligible to attend	Attended
Ms Shannon Robinson	0	0	0
Mr Davide Bosio	0	0	0
Mr Mark Connell	0	0	0
Mr Frank Guerra (appointed 1 January 2026)	0	0	0

INDEMNIFICATION OF OFFICERS AND AUDITORS

During the financial year, the Group renewed a premium in respect of a contract insuring the Directors of the Group (as named above), the company secretary and all executive officers of the Group and of any related body corporate against a liability incurred as such as a director, secretary or executive officer 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.

The Group has not otherwise, during or since the end of the period, except to the extent permitted by law, indemnified or agreed to indemnify an officer or auditor of the Group or of any related body corporate against a liability incurred as such an officer or auditor.

NON-AUDIT SERVICES

The Directors are satisfied that the provision of the non-audit services during the year by the auditor (or by another person or firm on the auditor's behalf) is compatible with the general standards of independence for auditors imposed by the *Corporations Act 2001*.

No officers of the Group are former partners of Hall Chadwick Audit (WA) Pty Ltd.

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.

OPERATING AND FINANCIAL REVIEW

1. Key financial results

Yojee accelerated the development of its next-generation MOSAIC platform while maintaining a disciplined focus on economically viable contracts. The statutory net loss increased by 37% to \$8,224,719, driven primarily by non-cash share-based payment expenses and one-off non-cash transaction costs associated with the Smart Yojee joint venture.

Revenue and other income for the year ended 30 June 2026 was \$913,339 (FY2025: \$674,772), an increase of 35% from the previous corresponding financial year ended 30 June 2025. The increase was largely attributable to the R&D tax incentive of \$216,089 recognised in other income and higher interest income of \$154,403 (FY2025: \$76,617).

Revenue from contracts with customers was \$527,525, a reduction of 8.6% from the previous corresponding year ended 30 June 2025. The reduction reflects the full-year effect of the exit from non-core business lines and non-commercial contracts in the prior year; management is focused on growing TCMS usage and converting signed MOSAIC agreements into live usage and billable transactions. First MOSAIC revenue is expected in the December quarter of FY2027, subject to product readiness and customer onboarding.

Yojee ended the 30 June 2026 year with a cash position of \$3,440,374. During the year, the Company completed placements to sophisticated investors raising approximately \$5.4 million (before costs) through the issue of 16,875,000 fully paid ordinary shares ("Shares"), issued a further 480,000 Shares in consideration of broking fees, and issued 17,255,000 Shares on exercise of options raising approximately \$862,800.

The net loss before tax for the year ended 30 June 2026 was \$8,224,719 (2025: \$6,016,598). The increase was largely driven by non-cash share-based payment expenses of \$3,995,704 (2025: \$2,681,055), which include \$1,774,100 relating to options granted to the Company's corporate adviser, and one-off non-cash transaction costs of \$1,352,245 associated with the establishment of the Smart Yojee joint venture, settled through the issue of Shares. Separately, the Group used \$3.2 million of cash in operating activities and invested \$2.9 million in the development of the MOSAIC platform, which is carried as an intangible asset of \$3.9 million at 30 June 2026 (refer Note 8).

As noted in the annual financial statements, management is required to assess the carrying value of non-financial assets including intangible assets. Management took into consideration various factors including annual growth rates, operating expenses and capital expenditure. During the period, the Company continued to develop the MOSAIC platform and has capitalised this expenditure. In the prior period, the Company ceased to capitalise ongoing expenditure relating to the TCMS platform. The TCMS platform remains commercially valuable and continues to win enterprise clients. The development and commercialisation of Yojee's proprietary internally developed software will remain the core focus of the business.

During the prior financial year, the Company incorporated a joint venture, Smart Yojee Pty Ltd ("Joint Venture"), with SC Software Pty Ltd (ACN 683 815 590) (SC Software), whereby the Joint Venture licenses customs technology for Australia and New Zealand (Technology) to Yojee's freight forwarding platform, MOSAIC. During the current financial year the Joint Venture arrangements were completed and the Company issued 5,000,000 Shares in connection with the acquisition of its 51% interest, of which \$500,000 was recognised as consideration for the investment and \$1,352,245 was expensed as transaction costs (refer Note 17). Refer to ASX Announcements dated 3 February 2025, 1 April 2025 and 4 July 2025 for further details.

2. Market backdrop and business strategy

The global logistics industry continues to navigate a landscape shaped by economic uncertainties and evolving supply chain dynamics. In this environment, Yojee's enterprise logistics customers remain highly selective in their technology investments, prioritising solutions that deliver clear, measurable, and rapid returns on investment. While broader industry merger and acquisition activities remain a

focus for many large players, Yojee is focused on converting customer interest into successful deployments and billable usage. The TCMS platform's ability to centralise operations, optimise workflows, and provide real-time visibility addresses the critical need for efficiency and control, making it a compelling proposition even in a cautious market.

While the TCMS platform addresses contracted land transport networks, the MOSAIC platform addresses freight forwarding and customs workflows. MOSAIC is Yojee's next-generation freight forwarding software, built in direct response to a clear market need for a modern, scalable, and user-centric alternative to entrenched legacy systems. Following completion of the customer Beta program in February 2026 and the first commercial customer going live in April 2026, MOSAIC was opened commercially on 8 July 2026 through the Founding Partner Program. The Beta program tested export airfreight, including two-way messaging with Australian Customs. The first commercial customer, a Brisbane forwarder, went live on sea imports; Wayfinder Cargo Solutions subsequently extended live usage to air imports and ocean exports. By June, MOSAIC was operating across air and ocean freight in both directions.

3. Customers

TCMS's growth strategy is anchored by a clear and disciplined focus on a specific customer segment: organisations that manage complex, contracted land freight networks. This includes third-party logistics providers (3PLs), global freight forwarders, major shipping lines, and large-scale manufacturers operating asset-light supply chains. The Company's technology is purpose-built for the demanding operational environments these customers navigate, including containerised, palletised, bulk, and carton deliveries across critical supply chain nodes such as port-to-warehouse, business-to-warehouse, and manufacturing-to-port movements. MOSAIC targets freight forwarders and customs brokers, including SME forwarders, across air and ocean import and export workflows. Its growth depends on converting signed customers into live, billable users and then increasing usage. During FY2026, Röhligh extended its TCMS deployment into Australia, New Zealand and Southeast Asia, and Fracht Australia became a customer. Enterprise customers, including APP in Indonesia, are expanding TCMS across more sites and regions.

4. Yojee platform – product impact

Yojee's product strategy combines an established enterprise platform with a new freight forwarding platform. During FY2026, the Company pursued a dual-platform product strategy, continuing to enhance its mature, revenue-generating TCMS platform while taking its next-generation MOSAIC platform through the customer Beta program to its first commercial customers. MOSAIC is designed around a simpler user experience, collaboration through permission-based access to shared shipment data, and connectors that let customers use their preferred specialist applications. The near-term priority is to refine these capabilities through live customer usage and make onboarding repeatable.

5. Partnerships

Yojee has a simple and commercially competitive partnership model that supports collaboration. MOSAIC's connector approach allows specialist technology providers to integrate their applications with the platform, giving customers more choice without requiring Yojee to build every function itself. The MOSAIC Founding Partner Program, launched on 8 July 2026, has two regional tiers: Everest, limited to four major forwarders on 36-month terms, and Ignition, for up to 25 SME forwarders on 24-month terms. All four Everest places were filled within six weeks. At 20 August 2026, the 12 signed customer agreements comprised four Everest Founding Partners, three Ignition Partners, three Standard customers on list pricing and two early adopters.

6. Sustainability

Yojee remains committed to responsible business practices and the principles of Environmental, Social, and Governance (ESG). The Company believes that the core function of its technology can contribute to society and the environment. The logistics and transport industry is a large contributor to global carbon emissions, and operational efficiency is an important lever for creating a more sustainable supply chain.

By enabling logistics providers to centralise operations, visualise their entire network in real-time, and optimise workflows, the Yojee platform supports more efficient and more sustainable transport networks. Our technology empowers customers to reduce empty miles, optimise fuel consumption through better route planning and asset utilisation, and potentially lower the carbon footprint of their freight operations.

7. Accreditation and security

In an increasingly digital world, information security and data integrity are paramount, particularly when dealing with the sensitive supply chain data of enterprise customers. Yojee is committed to upholding the highest international standards of information security to provide its enterprise clients with the assurance that their data is protected by best-practice processes and robust cybersecurity controls.

The Company reaffirms its commitment to these standards by maintaining its ISO/IEC 27001:2022 certification. This internationally recognised standard, developed by the International Organization for Standardization (ISO) and the International Electrotechnical Commission (IEC), provides a framework for an information security management system. This ongoing certification supports customer due diligence by demonstrating a structured approach to information security management.

8. Material business risks

As part of its operations and the implementation of its strategy, the Company is exposed to a number of risks. These risks may affect the future strategy, operating and financial performance of Yojee Limited and the value of Yojee Limited shares.

Key personnel

Yojee Limited relies on a number of key personnel to conduct the business including certain personnel who are named as Key Management Personnel in Note 10. If such key personnel were to leave the business or for other reasons could not perform their duties, and there was an inability to recruit suitable replacements, this could result in an inability to continue to promote or operate the business plan.

Going concern

The ability of the Company to continue to meet its cash requirements to maintain its operations and meet its financial obligations as they fall due depends on continuing to grow the business, increasing revenue, controlling costs and raising additional funds. Failure to generate sufficient revenue or raise additional funds may result in the Company not being able to meet its financial obligations as they fall due.

Customer acquisition

Yojee Limited is dependent on growing its existing and new customers' usage volumes to generate income over and above its operating expenses. Delays in product readiness, onboarding or billing commencement, or failure to grow billable usage will negatively impact the Company's financial position.

Competition

There is a risk that incumbents or new entrants to the market duplicate Yojee Limited's technology and business model. The industry in which Yojee operates is competitive and includes companies with significantly greater financial, technical, human, research and development and marketing resources than currently available to Yojee. Consequently, Yojee's current and future technologies and products may become obsolete or uncompetitive resulting in adverse effects on revenue, margins and profitability.

Economic, Financial and Capital Markets Risks

Market, financial or economic conditions may be affected by a range of factors including general economic outlook, investor sentiment and consumer confidence, changes to legislation including tax reform, monetary factors (including interest rate risk, inflation, foreign exchange risk, credit risk and supply or demand of capital), liquidity risk or other general factors such as terrorism or pandemics.

There is always increased risk due to changes in market, business or economic conditions which may result in: the Company's business being impacted either directly or indirectly; the value of investment being affected; the Company's exposure to share market volatility increasing; and as the business is still in growth mode, access to additional funding remains a risk.

Data Management and Security

There is a risk that the collection, usage and management of customer data is not consistent with the regulatory obligations or that it does not meet the expectations of customers.

With growth in volume of orders and traffic to the Company's websites, cyber infiltration or attack is a risk. Data security is critical to the Company. The Company relies on the availability of its platform, and the website of various third-party providers and integrations with other platforms to provide services to users, its corporate clients and to attract new business.

Hackers could render the websites unavailable through distributed denial of service or other disruptive attacks including accessing of confidential data. Although the Company has a range of strategies in place to minimise the threat of any of these attacks, as cyber-attacks are becoming more sophisticated and are increasing in frequency, these strategies may not be successful. This could result in the functionality of the Company's websites being compromised or confidential data being accessed.

The Company heavily relies on the automation of many of its processes, but some elements do rely on human interaction. There is always the risk of human error in the handling of such data.

Reliance on Third-Party Suppliers or Contractors

Where the Company uses third-party suppliers of information, there is a risk they may not continue to allow the Company to access the information. While all care is taken to contract with third parties that have appropriate expertise and experience, there are no guarantees that those third parties will perform as expected or required. Denial of information access, non or poor performance by third-party suppliers or contractors may have a material adverse effect on the Company.

Reliance on Third-Party Infrastructure

Reliance upon systems supplied by third-party providers is an integral feature of providing software as a service. The Company is also increasing its platform integration with other platforms. As such, the Company places reliance on the proper operation and maintenance of those facilities outside of its direct control in order to deliver its product to market. Non-performance of, or the lack of availability of, third-party infrastructure may have a material adverse effect on the Company.

Management of Growth

Management of growth is critical to the business. The Company has experienced periods of variable growth, and this fluctuating growth rate has placed pressure on resourcing. Building scalability (in infrastructure, systems and processes) and people capability are vital; the Company continues to implement initiatives in a timely manner to manage growth.

Technology and Intellectual Property Risks

Ability to compete may be compromised if the Company's proprietary rights are not adequately protected. There are risks associated with disruption to technology platform and systems, as these could affect the Company's reputation and financial performance.

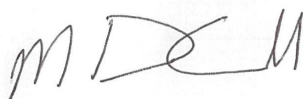
AUDITOR'S INDEPENDENCE DECLARATION

A copy of the auditor's independence declaration under s.307C of the *Corporations Act 2001* in relation to the audit of the full year is included on page 17.

Hall Chadwick Audit (WA) Pty Ltd has been appointed as auditors in accordance with the *Corporations Act 2001*.

Signed in accordance with a resolution of the Directors made pursuant to s.298(2) of the *Corporations Act 2001*.

On behalf of the Directors



Mark Connell
Chief Executive Officer and Director

30 September 2026

To the Board of Directors,

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

As lead audit director for the audit of the financial statements of Yojee Limited and its controlled entities 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
- any applicable code of professional conduct in relation to the audit.

Yours Faithfully



HALL CHADWICK AUDIT (WA) PTY LTD
ABN 42 163 529 682



NIKKI SHEN CA
Director

Dated this 30th day of September 2026
Perth, Western Australia

DIRECTORS' DECLARATION

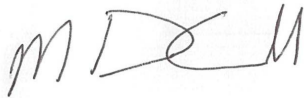
In the Directors' opinion:

- a. there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable;
- b. the attached financial statements and notes thereto are in compliance with International Financial Reporting Standards, as stated in Note 3 to the financial statements;
- c. the attached financial statements and notes thereto are in accordance with the *Corporations Act 2001*, including compliance with Australian Accounting Standards (including the Australian Accounting Interpretations) and the *Corporations Regulations 2001*; and give a true and fair view of the financial position and performance of the Group; and
- d. the information disclosed in the attached consolidated entity disclosure statement is true and correct.

The Directors have been given the declarations required by s.295A of the *Corporations Act 2001*.

Signed in accordance with a resolution of the Directors made pursuant to s.295(5) of the *Corporations Act 2001*.

On behalf of the Directors



Mark Connell
Chief Executive Officer and Director

30 September 2026

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF YOJEE LIMITED

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Yojee Limited ("the Company") and its subsidiaries ("the Consolidated Entity", "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 financial statements, including material accounting policy information, the consolidated entity disclosure statement and the director's declaration.

In our opinion:

- a. the accompanying financial report of the Consolidated Entity is in accordance with the *Corporations Act 2001*, including:
 - (i) giving a true and fair view of the Consolidated Entity's financial position as at 30 June 2026 and of its financial performance for the year then ended; and
 - (ii) 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 Consolidated Entity in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's *APES 110 Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

Key Audit Matters

Key audit matters are those matters that, in our judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide an opinion on these matters.

Key Audit Matter	How our audit addressed the Key Audit Matter
Revenue Recognition – Note 3.5 and Note 5 The recognition of revenue was considered a key audit matter as it is a key performance indicator to the user of the financials; and there is key judgement surrounding the determination of performance obligations in accordance with AASB 15: Revenue from Contracts with Customers.	Our procedures included, among others: • Evaluating the revenue recognition policies for all material sources of revenue and from our detailed testing performed, ensured that revenue was being recognised appropriately, in line with Australian Accounting Standards and policies disclosed within the financial report; • Assessing the controls within the revenue process as well as performing cut-off sample testing; • Substantively testing a sample of revenue transactions throughout the financial year; and Assessing the adequacy of the related disclosures within the financial report.
Valuation of Share-Based Payments – Note 3.6 and Note 19 Note 19 to the financial report discloses share-based payments which comprised of various equity-settled share-based payments to employees / consultants / others, with total of \$3,995,704 recognised as share-based payment expenses during the year. The valuation of the share-based payments is a key audit matter due to the complexity in applying AASB 2 Share-based Payment and the degree of judgement and estimation in the inputs for the fair value of the options and performance rights.	Our procedures included, but were not limited to: • Evaluating management's assessment of the valuation and recognition of options and performance rights; • Obtaining an understanding of the key terms and conditions of the performance rights and options by inspecting relevant agreements; • Consulting with our internal experts in regard to management's valuation and calculation basis. This includes our internal experts recalculating the estimated fair value of the performance rights and options, using the valuation methodology selected, including assessing the reasonableness of the methodology used and key inputs in the Group's valuation model; and Reviewing the adequacy of the Group's disclosures in respect of the accounting treatment of share-based payments in the financial statements, including the significant judgements involved and the accounting policies adopted.

Key Audit Matter	How our audit addressed the Key Audit Matter
Impairment Assessment of Intangible Assets – Note 3.14 and Note 8 The Group capitalised intangible assets relating to intellectual property during the year. At the end of each reporting period, an entity is required to assess whether there is any indication that an asset may be impaired. If there is an indication that an asset may be impaired, then the asset's recoverable amount must be calculated. As at year end, no impairment has been recognised for the capitalised intangible assets. We considered this to be a key audit matter due to the significant judgement involved in estimating the recoverable amount and the potential material impact on the financial report.	Our procedures included, but were not limited to: • Considering the appropriateness of the value in use method applied to perform the annual test of impairment against the requirement of the accounting standards; • Challenging the assumptions and forecast cash flows used in the value in use model, including growth rate, inflation, revenue contracts and discount rates by comparators and analysing industry trends. This also included the following procedures: ◦ Comparing the forecast cash flow obtained in the value in use model to forecasts; ◦ Checking the consistency of the forecast to actual amounts • Performing sensitivity analysis by carrying key assumptions including growth rates and inflation rates within a reasonably possible range; and • Assessing the adequacy of the related disclosures within the financial report.
Investment in Joint Venture – Note 3.9 and Note 17 The Group entered into a joint venture arrangement to form Smart Yojee Pty Ltd with 51% equity interest, carried at \$502,500 as at year end. The Directors have obtained independent accounting advice in regards to the accounting treatment for the joint venture, specifically: a) the ownership of the technology under the Asset Sale Agreement; b) the measurement and valuation of the 7.5m consideration shares for the technology issued by the Group c) ascertaining if Tranche 2 consideration shares should be recognised as deferred consideration d) equity accounting treatment of the investment in joint venture	Our procedures included, amongst others: • Obtaining and reviewing all agreements entered into in regards to the joint venture investment and other relevant contractual documentation to understand the nature and terms of the joint venture arrangement and the acquisition of the intangible assets; • Assessing the independent accounting advice obtained by the directors in ascertaining that the various considerations made are adequate; • Ascertaining the ownership of the technology to supporting documents; • Reviewing the measurement and valuation of the 7.5m shares issued; • Considering the appropriateness of equity accounting treatment of the investment in joint venture; • Considering the appropriateness of management's assessment as to whether there was any objective evidence that the investment was impaired; • Assessing the adequacy of management's

Key Audit Matter	How our audit addressed the Key Audit Matter
Furthermore, at the end of each reporting period, an entity is required to assess whether there is any indication that its investment may be impaired. If there is an indication that it may be impaired, then the investment's recoverable amount must be calculated. As at year end, no impairment has been recognised for. The above transactions involved significant accounting judgement in determining the appropriate accounting treatment. We had considered this to be a key audit matter, given the significance and complexity of the accounting treatment, including the judgements involved in determining the carrying amount and recoverability of the investment.	determination of the investment's recoverable amount; and Assessing the adequacy of the related disclosures within the financial report.

Other Information

The directors are responsible for the other information. The other information comprises the information included in the Consolidated Entity'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, with the exception of the remuneration report and our related assurance opinion.

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

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

Responsibilities of the Directors for the Financial Report

The directors of the Company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error, and 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 Consolidated Entity'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 directors either intend to liquidate the Consolidated Entity or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Report

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

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Consolidated Entity's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Consolidated Entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Consolidated Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Consolidated Entity to express an opinion on the financial report. We are responsible for the direction, supervision and performance of the Consolidated Entity audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during

our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial report of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on the Remuneration Report

Opinion on the Remuneration Report

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

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

Responsibilities

The directors of the Company are responsible for the preparation and presentation of the remuneration report in accordance with s 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.



HALL CHADWICK AUDIT (WA) PTY LTD
ABN 42 163 529 682



NIKKI SHEN CA
Director

Dated this 30th day of September 2026
Perth, Western Australia

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE FINANCIAL YEAR ENDED 30 JUNE 2026

	Note	30 June 2026 \$	30 June 2025 \$
Revenue and other income			
Revenue from contracts with customers	5	527,525	577,424
Other income	6	231,411	20,731
Interest income		154,403	76,617
Expenses			
Technology and related costs		(330,693)	(297,129)
Employee benefits expense		(1,612,661)	(1,300,154)
Depreciation and amortisation expense	7	(12,668)	(57,808)
Amortisation of intangible assets	8	-	(49,899)
Impairment of intangible assets	8	-	(624,051)
Consulting fees		(798,722)	(849,865)
Auditor remuneration	11	(56,064)	(54,272)
Professional fees		(383,052)	(327,520)
Share-based payments expense	19	(3,995,704)	(2,681,055)
Transaction costs	17	(1,352,245)	-
Currency related gains		3,356	4,149
Loss on disposal of subsidiary		-	(164,005)
Other expenses		(599,605)	(289,761)
Loss before income tax expense		(8,224,719)	(6,016,598)
Income tax expense	9	-	(2,150)
Loss attributable to members of the parent entity		(8,224,719)	(6,018,748)
<i>Other comprehensive income:</i>			
Items that may be reclassified subsequently to profit or loss:			
Exchange differences on translation of foreign operations		(215,652)	(80,875)
Total comprehensive loss		(8,440,371)	(6,099,623)
Earnings/(loss) per share	25	Cents per Share	Cents per Share
Basic earnings/(loss) per share		(2.33)	(2.07)
Diluted earnings/(loss) per share		(2.33)	(2.07)

The above Consolidated Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 30 JUNE 2026

	Note	As at 30 June 2026 \$	As at 30 June 2025 \$
Current Assets			
Cash and cash equivalents	12	3,440,374	3,676,286
Trade and other receivables, net	13	393,312	122,671
Contract assets	5	-	10,994
Other current assets	14	145,550	121,687
Total Current Assets		3,979,236	3,931,638
Non-Current Assets			
Property, Plant and Equipment	7	31,658	1,256
Intangible assets	8	3,904,863	1,001,828
Investment in Joint Venture	17	502,500	2,500
Total Non-Current Assets		4,439,021	1,005,584
Total Assets		8,418,257	4,937,222
Current Liabilities			
Trade and other payables	15	335,326	352,849
Contract liabilities	5	9,578	22,037
Provision for employee entitlements	16	65,442	29,452
Total Current Liabilities		410,346	404,338
Total Liabilities		410,346	404,338
Net Assets		8,007,911	4,532,884
Equity			
Share capital	18	71,612,997	63,425,310
Share-based payment reserve		12,622,640	8,894,929
Foreign currency reserve		(108,859)	106,793
Accumulated losses		(76,118,867)	(67,894,148)
Total Equity		8,007,911	4,532,884

The above Consolidated Statement of Financial Position should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE FINANCIAL YEAR ENDED 30 JUNE 2026

	Share capital	Foreign currency reserve	Share-based payment reserve	Accumulated losses	Total
	\$	\$	\$	\$	\$
Balance at 1 July 2025	63,425,310	106,793	8,894,929	(67,894,148)	4,532,884
Loss after tax for the period	-	-	-	(8,224,719)	(8,224,719)
Exchange differences arising on translation of foreign operations	-	(215,652)	-	-	(215,652)
Total comprehensive loss	-	(215,652)	-	(8,224,719)	(8,440,371)
Investment in Joint Venture	500,000	-	-	-	500,000
Joint venture transaction costs	1,352,245	-	-	-	1,352,245
Share placement	5,400,299	-	-	-	5,400,299
Cost of raising capital	(1,441,068)	-	1,123,068	-	(318,000)
Share-based payments – corporate adviser options	-	-	1,774,100	-	1,774,100
Employee share ownership expense	-	-	2,122,554	-	2,122,554
Consultant share-based payment expense (ref. note 19 and note 23)	122,400	-	99,050	-	221,450
Exercise of options and vesting of performance rights (including transfer from reserve)	2,253,811	-	(1,391,061)	-	862,750
Balance at 30 June 2026	71,612,997	(108,859)	12,622,640	(76,118,867)	8,007,911
Balance at 1 July 2024	58,876,424	187,668	6,830,083	(61,875,400)	4,018,775
Loss after tax for the period	-	-	-	(6,018,748)	(6,018,748)
Exchange differences arising on translation of foreign operations	-	(80,875)	-	-	(80,875)
Total comprehensive loss	-	(80,875)	-	(6,018,748)	(6,099,623)
Share placement	3,870,900	-	-	-	3,870,900
Cost of raising capital	(998,423)	-	-	-	(998,423)
Employee share ownership expense	-	-	3,471,255	-	3,471,255
Consultant share-based payment expense	270,000	-	-	-	270,000
Exercise of options and vesting of performance rights (including transfer from reserve)	1,406,409	-	(1,406,409)	-	-
Balance at 30 June 2025	63,425,310	106,793	8,894,929	(67,894,148)	4,532,884

The above Consolidated Statement of Changes in Equity should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE FINANCIAL YEAR ENDED 30 JUNE 2026

Note	30 June 2026 \$	30 June 2025 \$
Cash Flows From Operating Activities		
Receipts from customers	516,822	668,193
Interest received	154,403	76,617
Other Income	5,657	14,362
Income taxes paid	(41)	(207,353)
Payments to suppliers and employees	(3,843,451)	(3,276,174)
Net cash used in operating activities	(3,166,610)	(2,724,355)
	23	
Cash Flows From Investing Activities		
Payments for property, plant and equipment	(52,232)	(15,496)
Payments for intangible assets	(2,903,035)	(1,675,369)
Proceeds from disposal of property, plant and equipment	-	-
Payments for investment in Joint Venture	-	(2,500)
Net cash used in investing activities	(2,955,267)	(1,693,365)
Cash Flows From Financing Activities		
Proceeds from share placement (note 23(d))	5,400,299	3,870,900
Proceeds from exercise of options (note 23(d))	862,750	-
Payments for costs of issuance of equity securities	(318,000)	(26,224)
Repayment of lease liabilities	-	(71,194)
Interest paid on leases	-	(1,633)
Net cash flows from financing activities	5,945,049	3,771,849
Net change in cash and cash equivalents	(176,828)	(645,871)
Cash and cash equivalents at beginning of period	3,676,286	4,340,630
Exchange differences on cash and cash equivalents	(59,084)	(18,473)
Cash and cash equivalents at the end of period	3,440,374	3,676,286
	12	

The above Consolidated Statement of Cash Flows should be read in conjunction with the accompanying notes.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2026

1. GENERAL INFORMATION

Yojee Limited (the "Company") is a company limited by shares incorporated and domiciled in Australia whose shares are publicly traded on the Australian Securities Exchange ("ASX"). Yojee Limited is a for-profit entity for the purpose of preparing the financial statements. The addresses of its registered office and principal place of business are disclosed in the introduction to the financial report. The principal activities of the Company and its subsidiaries (collectively, the "Group") are described in the Directors' Report.

2. ADOPTION OF NEW AND REVISED ACCOUNTING STANDARDS

New Accounting Standards and Interpretations Adopted During the Year

The new or amended accounting standards and interpretations issued by the Australian Accounting Standards Board ("AASB") during the year that were mandatory were adopted. None of these amendments or interpretations materially affected any of the amounts recognised or disclosures in the current or prior year.

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the consolidated entity for the annual reporting period ended 30 June 2026. The consolidated entity has not yet assessed the impact of these new or amended Accounting Standards and Interpretations.

3. MATERIAL ACCOUNTING POLICY INFORMATION

The principal accounting policies adopted in the preparation of the consolidated financial statements are set out below.

3.1 Statement of compliance

These consolidated financial statements are general purpose financial statements which have been prepared in accordance with the *Corporations Act 2001*, Australian Accounting Standards and Interpretations, and comply with other requirements of the law.

Australian Accounting Standards incorporate International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board. Compliance with Australian Accounting Standards ensures that the financial statements and notes also comply with IFRS.

The consolidated financial statements were authorised for issue by the directors on 30 September 2026.

3.2 Basis of preparation

The consolidated financial statements have been prepared on the basis of historical cost, except for the revaluation of certain non-current assets and financial instruments. Cost is based on the fair values of the consideration given in exchange for assets. All amounts are presented in Australian dollars.

3.3 Principles of consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company and its subsidiaries as listed in Note 28 (collectively the “Group”). Control is achieved where the Company is exposed or has rights to variable returns from its involvement with the subsidiary and has the ability to affect those returns. All inter-company balances and transactions between entities, including any unrealised profits or losses, where applicable, have been eliminated on consolidation. Accounting policies of subsidiaries are consistent with those policies applied by the parent entity.

3.4 Going concern

The financial report has been prepared on the going concern basis which contemplates continuity of normal business activities and realisation of assets and settlement of liabilities in the ordinary course of business. For the year ended 30 June 2026 the Group recorded a loss after income tax of \$8,224,719 (2025: \$6,018,748), a net operating cash outflow of \$3,166,610 (2025: \$2,724,355), and held cash and cash equivalents of \$3,440,374 (2025: \$3,676,286) and current liabilities of \$410,346 (2025: \$404,338). Subsequent to the reporting date, the Company raised approximately \$10.45 million (before costs) through a placement completed on 11 August 2026 and a Share Purchase Plan completed on 26 August 2026 (refer Note 27).

Having regard to the Group's cash position, including funds raised subsequent to year end, and the Group's cash flow forecasts, the Directors are satisfied that the Group can meet its financial obligations as and when they fall due enabling it to continue as a going concern and as such are of the opinion that the financial report has been appropriately prepared on a going concern basis.

The following material accounting policies have been adopted in the preparation and presentation of the financial report:

3.5 Revenue recognition

3.5.1 Software revenue

Revenue arises mainly from the provision of software subscription and related services including, but not limited to, Yojee SaaS software setup services, software customisation and usage charges.

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

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

The Group typically enters into transactions involving a range of the Group's products and services. In all cases, the total transaction price for a contract is allocated amongst the various performance obligations based on their relative stand-alone selling prices. The transaction price for a contract excludes any amounts collected on behalf of third parties.

Revenue is recognised over time, as the Group satisfies performance obligations by transferring the promised goods or services to its customers.

The Group recognises contract liabilities for consideration received in respect of unsatisfied performance obligations and reports these amounts as contract liabilities in the statement of financial position. Similarly, if the Group satisfies a performance obligation before it receives the consideration, the Group recognises either a contract asset or a receivable in its statement of financial position,

depending on whether something other than the passage of time is required before the consideration is due.

Revenue from software subscription, set-up service and customisation services is recognised over time as the benefit is consumed by the customer. Customisation services primarily relate to features or functionalities that are developed for specific customers without which the software is still fully functional and usable. The Group allocates the transaction price between the software subscription and other performance obligations identified in a contract on a relative stand-alone selling price basis. Typically, customers are billed in advance for these services. The relevant payment due dates are specified in each contract and in all invoices. Consideration received prior to the actual delivery and customer usage of the customised software is deferred until such event. However, consideration received under contract with customisation service that is terminated prior to delivery and actual usage by the customer is recognised as revenue to the extent that it is non-refundable.

Revenue from software usage charges is recognised over time as the performance obligation is satisfied. Customers are billed in arrears for such charges and would typically result in a contract asset in the statement of financial position.

The Group receives a fixed and variable fee for its software contracts.

3.5.2 *Interest income*

Interest income is recognised on an accrual basis using the effective interest method.

3.5.3 *Government grants*

Government grants are recognised when there is reasonable assurance that the grant will be received and all attaching conditions will be complied with. Where the grant relates to an asset, the fair value is recognised as deferred capital grant on the balance sheet and is amortised to profit or loss over the expected useful life of the relevant asset by equal annual instalments.

The Group is eligible for the Australian Government Research and Development (R&D) Tax Incentive, which provides a refundable tax offset for eligible R&D expenditure. The R&D tax incentive is accounted for as a government grant under AASB 120 Accounting for Government Grants and Disclosure of Government Assistance. The refundable tax offset is recognised in other income in the period in which the eligible R&D expenditure is incurred, when there is reasonable assurance that the Group has complied with the conditions attached and the incentive will be received. Where the eligible expenditure has been capitalised as an intangible asset, the related incentive is deducted from the carrying amount of the asset. Amounts receivable are presented within trade and other receivables until received. Refer to Note 6 for the amount recognised during the year.

3.6 **Share-based payments**

Equity-settled share-based payments to employees and others providing similar services are measured at the fair value of the equity instrument at the grant date. Fair value is determined by application of a methodology which is appropriate for that.

The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Group's estimate of shares that will eventually vest. At the end of each reporting period, the Group revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the option reserve.

Equity-settled share-based payment transactions with parties other than employees are measured at the fair value of goods or services received, except where that fair value cannot be estimated reliably, in

which case they are measured at the fair value of the equity instruments granted, measured at the date the entity obtains the goods or the counterparty renders the service.

For cash-settled share-based payments, a liability is recognised for the goods or services acquired, measured initially at the fair value of the liability. At the end of each reporting period until the liability is settled, and at the date of settlement, the fair value of the liability is re-measured, with any changes in fair value recognised in profit or loss for the year.

3.7 Taxation

The income tax expense (revenue) comprises current income tax expense (income) and deferred tax expense (income).

3.7.1 Current tax

Current income tax expense charged to the profit or loss is the tax payable on taxable income calculated using applicable income tax rates enacted, or substantially enacted, as at reporting date. Current tax liabilities (assets) are therefore measured at the amounts expected to be paid to (recovered from) the relevant taxation authority.

3.7.2 Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax assets are recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint ventures, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at reporting date. Their measurement also reflects the manner in which management expects to recover or settle the carrying amount of the related assets or liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

3.7.3 Current and deferred tax for the period

Current and deferred tax are recognised as an expense or income in profit or loss, except when they relate to items that are recognised outside profit or loss (whether in other comprehensive income or directly in equity), in which case the tax is also recognised outside profit or loss, or where they arise from the initial accounting for a business combination. In the case of a business combination, the tax effect is included in the accounting for the business combination.

3.8 Goods and services tax

Revenues, expenses and assets are recognised net of the amount of goods and services tax ("GST"), except:

- a. where the amount of GST incurred is not recoverable from the taxation authority, it is recognised as part of the cost of acquisition of an asset or as part of an item of expense; or
- b. for receivables and payables which are recognised inclusive of GST.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables. Cash flows are included in the statement of cash flows on a gross basis. The GST component of cash flows arising from investing and financing activities which is recoverable from, or payable to, the taxation authority is classified as operating cash flows.

Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the tax authority.

3.9 Joint ventures

A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the arrangement. Investments in joint ventures are accounted for using the equity method. Under the equity method, the share of the profits or losses of the joint venture is recognised in profit or loss and the share of the movements in equity is recognised in other comprehensive income. Investments in joint ventures are carried in the statement of financial position at cost plus post-acquisition changes in the Group's share of net assets of the joint venture. Goodwill relating to the joint venture is included in the carrying amount of the investment and is neither amortised nor individually tested for impairment. Income earned from joint venture entities reduces the carrying amount of the investment.

3.10 Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, deposits held at call with banks and other short-term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

3.11 Foreign currencies

Foreign currency translation

The consolidated financial statements are presented in Australian dollars, which is the parent entity's functional and presentation currency.

Foreign currency transactions

Foreign currency transactions are translated into Australian dollars using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of

such transactions and from the translation at financial year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

Foreign operations

The assets and liabilities of foreign operations are translated into Australian dollars using the exchange rates at the reporting date. The revenues and expenses of foreign operations are translated into Australian dollars using the average exchange rates, which approximate the rates at the dates of the transactions, for the period. All resulting foreign exchange differences are recognised in other comprehensive income through the foreign currency reserve in equity. The foreign currency reserve is recognised in profit or loss when the foreign operation or net investment is disposed of.

3.12 Operating segments

Operating segments are presented using the 'management approach', where the information presented is on the same basis as the internal reports provided to the Chief Operating Decision Makers ("CODM"). The CODM is responsible for the allocation of resources to operating segments and assessing their performance.

3.13 Contributed equity

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

3.14 Impairment of non-financial assets

For impairment assessment purposes, assets are grouped at the lowest levels for which there are largely independent cash inflows (cash-generating units). As a result, some assets are tested individually for impairment, and some are tested at cash-generating unit level.

All individual assets or cash-generating units are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. If events or changes in circumstances indicate a possible impairment, the Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are largely independent from other assets, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value-in-use. In assessing value-in-use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised in profit or loss immediately, unless the relevant asset is carried at fair value, in which case the impairment loss is treated as a revaluation decrease.

Where an impairment loss subsequently reverses, the carrying amount of the asset excluding goodwill (cash-generating unit) is increased to the revised estimate of its recoverable amount, but only to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (cash-generating unit) in prior years. A reversal of an impairment loss is recognised in profit or loss immediately, unless the relevant asset is carried at fair value, in which case the reversal of the impairment loss is treated as a revaluation increase.

3.15 Earnings per share

Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to equity holders of the Group, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the period, adjusted for bonus elements in ordinary shares issued during the financial period.

Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after-income tax effect of interest and other financing costs associated with the dilutive potential ordinary shares and the weighted average number of additional ordinary shares that would have been outstanding assuming the conversion of all dilutive potential ordinary shares.

3.16 Financial instruments

Recognition, initial measurement and derecognition

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the financial instrument and are measured initially at fair value adjusted by transaction costs, except for those carried at fair value through profit or loss, which are measured initially at fair value. Subsequent measurement of financial assets and financial liabilities is described below.

Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and all substantial risks and rewards are transferred. A financial liability is derecognised when it is extinguished, discharged, cancelled or expired.

Classification and subsequent measurement of financial assets

Except for those trade receivables that do not contain a significant financing component and are measured at the transaction price in accordance with AASB 15, all financial assets are initially measured at fair value adjusted for transaction costs (where applicable).

For the purpose of subsequent measurement, financial assets are classified into the following categories upon initial recognition:

- amortised cost
- fair value through profit or loss ("FVPL")

Classifications are determined by both:

- the Group's business model for managing the financial asset
- the contractual cash flow characteristics of the financial assets

All income and expenses relating to financial assets that are recognised in profit or loss are presented within finance costs, finance income or other financial items, except for impairment of trade receivables, which is presented within other expenses.

Subsequent measurement of financial assets

(a) Financial assets at amortised cost

Financial assets are measured at amortised cost if the assets meet the following conditions (and are not designated as FVPL):

- they are held within a business model whose objective is to hold the financial assets and collect its contractual cash flows
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding

After initial recognition, these are measured at amortised cost using the effective interest method. Discounting is omitted where the effect of discounting is immaterial. The Group's cash and cash equivalents and trade receivables fall into this category of financial instruments.

Impairment of financial assets

AASB 9's impairment requirements use forward-looking information to recognise expected credit losses – the 'expected credit losses ("ECL") model'. Instruments within the scope of the requirement include trade receivables and contract assets recognised and measured under AASB 15 that are not measured at fair value through profit or loss.

The Group considers a broad range of information when assessing credit risk and measuring expected credit losses, including past events, current conditions, reasonable and supportable forecasts that affect the expected collectability of the future cash flows of the instrument.

The Group makes use of a simplified approach in accounting for trade receivables as well as contract assets and records the loss allowance at the amount equal to the expected lifetime credit losses. In using this practical expedient, the Group uses its historical experience, external indicators and forward-looking information to calculate the expected credit losses using a provision matrix.

The Group assesses impairment of trade receivables on a collective basis as they possess credit risk characteristics based on the geographical location where the receivables originate. The Group also considers the inherent higher credit risk for amounts as the number of days overdue increases for those amounts.

Classification and measurement of financial liabilities

Financial liabilities are initially measured at fair value, and, where applicable, adjusted for transaction costs.

Subsequently, financial liabilities are measured at amortised cost using the effective interest method except for financial liabilities designated at FVPL, which are carried subsequently at fair value with gains or losses recognised in profit or loss.

All interest-related charges and, if applicable, changes in an instrument's fair value that are reported in profit or loss are included within finance costs or finance income.

The Group's financial liabilities include trade and other payables. The Group does not have derivative instruments.

3.17 Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not recognised for future operating losses.

When the Group expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the statement of profit or loss and other comprehensive income net of any reimbursement.

Provisions are measured at the present value or management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as an interest expense.

3.18 Employee leave entitlements

Liabilities accruing to employees in respect of annual leave, long service leave, sick leave and any other statutory requirements are recognised in other payables in respect of employees' services up to the reporting date. They are measured at the amounts based on the employee's compensation and outstanding leave balances.

3.19 Property, plant and equipment

Property, plant and equipment is stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Depreciation on plant and equipment assets is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives, as follows:

Category	Useful Life
Computer Equipment	2 years

The assets' residual values, if any, and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. Such assessments are performed at the end of the financial reporting period and whenever there is an indication of impairment.

Gains and losses on disposals are determined by comparing proceeds with the carrying amount and recognised in profit or loss. Disposals during the financial year are set out in Note 7.

3.20 Intangibles

Expenditure during the research phase of a project is recognised as an expense when incurred. Development costs are capitalised only when the technical feasibility studies identify that the project will deliver future economic benefits and these benefits can be measured reliably.

Subsequent measurement

Amortisation commences when the asset is ready for commercial use. All finite-lived intangible assets, including capitalised internally developed software, are accounted for using the cost model whereby capitalised costs are amortised on a straight-line basis over their estimated useful lives. Residual values and useful lives are reviewed at each reporting date. In addition, they are subject to impairment testing as described in Note 3.14.

The useful life for internally-developed software intangible assets is 5 years.

Any capitalised internally developed software that is not yet complete is not amortised but is subject to impairment testing at each reporting date or more frequently if events or changes in circumstances indicate a possible impairment as described in Note 3.14.

Amortisation has been included within depreciation, amortisation and impairment of non-financial assets.

When an intangible asset is disposed of, the gain or loss on disposal is determined as the difference between the proceeds and the carrying amount of the asset, and is recognised in profit or loss within other income or other expenses.

4. CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Group's accounting policies, which are described in Note 3, the directors are required to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Critical judgments and estimates in applying accounting policies

Impairment of internally-developed software

Subsequent to capitalisation, management monitors whether the recognition requirements continue to be met and makes judgements in respect of whether there are any indicators that capitalised costs may be impaired. Indicators of impairment may arise from internal or external events or circumstances. Where indicators of possible impairment are identified, management estimates the recoverable amount of each asset or cash-generating unit based on expected future cash flows and uses a discount rate to discount them. Estimation uncertainty relates to assumptions about future operating results and the determination of a suitable interest rate.

In its assessment during the prior year, management took into consideration various factors including annual growth rates, operating expenses and capital expenditure and took a prudent decision to write down the carrying values of certain internally developed software by \$624,051. This related to the Group's TCMS system in relation to which the Group is no longer capitalising expenditure. There has been no impairment of the Group's MOSAIC intangible asset.

The development and commercialisation of Yojee's proprietary internally developed software will continue to remain the core focus of the business and these assets continue to be amortised in line with the Company's policy.

Share-based payment transactions

The Group measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. Equity-settled transactions with non-employees, including options granted to the Company's lead manager and corporate adviser, are measured at the fair value of the equity instruments granted where the fair value of the services received cannot be reliably estimated. Options granted as a cost of raising equity are recognised directly in equity; options granted for advisory services that vested unconditionally at grant date have been expensed in full in the period of grant (refer Notes 19 and 23). The fair value is determined by using either the American Binomial, Black-Scholes or Hoadley's ESO1 methodology taking into account the terms and conditions upon which the instruments were granted. The valuation methodologies used

require management judgement on inputs used around volatility as well as other market vesting conditions. The accounting estimates and assumptions relating to the equity-settled share-based payments would have no impact on the carrying amounts of assets and liabilities within the next annual reporting period but may impact profit or loss and equity.

Useful lives of depreciable assets

The Group reviews its estimate of the useful lives of depreciable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical obsolescence that may change the utility of certain software and IT equipment.

Provision for expected credit losses of trade receivables and contract assets

The Group uses a provision matrix to calculate ECLs for trade receivables and contract assets. The provision rates are based on the geographical location where the receivables originate. The Group also considers the inherent higher credit risk for amounts as the number of days overdue increases for those amounts.

The provision matrix is initially based on the Group's historical observed default rates. The Group will calibrate the matrix to adjust historical credit loss experience with forward-looking information. At every reporting date, historical default rates are updated and changes in the forward-looking estimates are analysed.

The assessment of the correlation between historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Group's historical credit loss experience and forecast of economic conditions may also not be representative of customers' actual default in the future.

5. REVENUE FROM CONTRACTS WITH CUSTOMERS

	30 June 2026	30 June 2025
	\$	\$
Software revenue	527,525	577,424
	527,525	577,424

Software revenue arises mainly from the provision of software subscriptions. A detailed description of the Group's revenue is disclosed in note 3.5.1. All of the revenue in the current and prior years has been recognised as being transferred over time.

The Group's contract assets and contract liabilities balances for the financial year ended 30 June 2026 are as follows:

	30 June 2026	30 June 2025
	\$	\$
<i>Current Assets</i>		
Contract Assets - Accrued software revenue	-	10,994
	-	10,994
<i>Current Liabilities</i>		
Contract Liabilities - Deferred software revenue	9,578	22,037
	9,578	22,037

Contract liabilities at the start of the year

Add: Net amount billed to customers

Add: (Decrease) / increase in accrued revenue

Less: Revenue for the year

Net exchange differences

Contract liabilities at the end of the year

30 June 2026	30 June 2025
\$	\$
22,037	20,372
524,214	587,476
(4,955)	(2,646)
(527,525)	(577,424)
(4,193)	(5,741)
9,578	22,037

6. OTHER INCOME

R&D tax incentive

Other government grants

Other

Total other income

30 June 2026	30 June 2025
\$	\$
216,089	-
11,354	14,362
3,968	6,369
231,411	20,731

Government grants are included in other income during the year as described in Note 3.5.3. The R&D tax incentive of \$216,089 (2025: \$nil) has been recognised in respect of the year ended 30 June 2026. Other government grants of \$11,354 (2025: \$14,362) comprise employment and export-related grants received during the year.

7. PROPERTY, PLANT AND EQUIPMENT

Gross carrying amount

Balance at 1 July 2025

Additions

Disposals

Balance at 30 June 2026

Depreciation and impairment

Balance at 1 July 2025

Depreciation

Disposals

Net exchange differences

Balance at 30 June 2026

Carrying amount at 1 July 2025

Carrying amount at 30 June 2026

Computer Equipment \$	Premises Right-of-use Assets \$	Total \$
222,012	-	222,012
44,461	-	44,461
(1,583)	-	(1,583)
264,890	-	264,890
220,756	-	220,756
12,668	-	12,668
-	-	-
(192)	-	(192)
233,232	-	233,232
1,256	-	1,256
31,658	-	31,658

Gross carrying amount

Balance at 1 July 2024

Additions

Disposals

Balance at 30 June 2025

Computer Equipment \$	Premises Right-of-use Asset \$	Total \$
217,792	471,085	688,877
15,497	-	15,497
(11,278)	(471,085)	(482,363)
222,012	-	222,012

Depreciation and impairment

Balance at 1 July 2024	217,792	460,199	677,991
Depreciation	11,960	45,848	57,808
Disposals	(8,996)	(471,085)	(480,081)
Net exchange differences	-	(34,962)	(34,962)
Balance at 30 June 2025	220,756	-	220,756
Carrying amount at 1 July 2024	-	10,886	10,886
Carrying amount at 30 June 2025	1,256	-	1,256

8. INTANGIBLE ASSETS

Gross carrying amount

Balance at 1 July 2025	15,320,490	15,320,490
Additions	2,903,035	2,903,035
Balance at 30 June 2026	18,223,525	18,223,525

Amortisation and impairment

Balance at 1 July 2025	14,318,662	14,318,662
Amortisation	-	-
Impairment	-	-
Net exchange differences	-	-
Balance at 30 June 2026	14,318,662	14,318,662

Carrying amount at 1 July 2025

Carrying amount at 30 June 2026	1,001,828	1,001,828
	3,904,863	3,904,863

Gross carrying amount

Balance at 1 July 2024	13,645,121	13,645,121
Additions	1,675,369	1,675,369
Balance at 30 June 2025	15,320,490	15,320,490

Amortisation and impairment

Balance at 1 July 2024	13,645,121	13,645,121
Amortisation	49,899	49,899
Impairment	624,051	624,051
Net exchange differences	(409)	(409)
Balance at 30 June 2025	14,318,662	14,318,662

Carrying amount at 1 July 2024

Carrying amount at 30 June 2025	1,001,828	1,001,828
--	------------------	------------------

As noted in the Directors' Report, management is required to assess the carrying value of non-financial assets including intangible assets. Management took into consideration various factors including annual growth rates, operating expenses and capital expenditure in its assessment in the current year. During the period, the Company continued to develop the MOSAIC platform and has capitalised this expenditure.

The intangible asset relates to MOSAIC, which has not been the subject of impairment during FY26. In assessing whether indicators of impairment exist at 30 June 2026, management considered the successful completion of the MOSAIC customer Beta program in February 2026, the onboarding of the first commercial customers in April and June 2026, the full commercial launch of the platform and the signing of 12 MOSAIC customer agreements subsequent to year end (refer Note 27), and the Group's cash flow forecasts for the platform. On this basis, no indicators of impairment were identified and no impairment has been recognised. The development and commercialisation of Yojee's proprietary internally-developed software remains the core focus of the business.

During the year ended 30 June 2025, the Company ceased capitalising ongoing expenditure relating to the TCMS platform. Management deemed it prudent during the prior period to recognise an impairment risk and as a result, wrote down the carrying value of internally developed software relating to TCMS by \$624,051.

9. INCOME TAX EXPENSE

(a) The components of income tax expense comprise:

	30 June 2026 \$	30 June 2025 \$
Current income tax charge	-	2,150
Deferred income tax relating to temporary differences	-	-
Total tax expense	-	2,150

(b) Reconciliation of income tax expense to tax at the statutory rate:

	30 June 2026 \$	30 June 2025 \$
Loss from operations before income tax	(8,224,719)	(6,016,598)
Income tax at 30%	(2,467,416)	(1,804,979)
Expected tax expense		
Adjustment for tax-rate difference in foreign jurisdictions	(17,535)	(174,203)
Adjustment for non-deductible expenses:	1,263,368	714,136
Non-assessable income	(123,117)	195,978
Adjustments recognised in the current year in relation to the current tax of previous years	474,841	(2,090,795)
Temporary differences that would be recognised directly in equity	(47,700)	(34,020)
Impact from change in tax rate on unrecognised DTAs	-	(758,570)
Tax losses and temporary differences not recognised	917,559	3,954,603
Income tax expense	-	2,150

(c) The following deferred tax assets have not been brought to account as:

Tax losses - revenue	5,946,647	5,399,042
Tax losses - capital	469,308	469,308
Other future deductions	175,500	202,607
Temporary differences	2,073,554	1,676,493
	8,665,009	7,747,450

*The tax rate used in the above reconciliation is the corporate tax rate of 30% (2025: 30%) payable by Australian corporate entities on taxable profits under Australian tax law. There has been no change in this tax rate since the previous reporting period.

The taxation benefits of losses and temporary differences not brought to account will only be obtained if:

- i) The Group derives future assessable income of a nature and of an amount sufficient to enable the benefit from the deductions for the losses to be realised;
- ii) The Group continues to comply with the conditions for deductibility imposed by law; and
- iii) No change in tax legislation adversely affects the Group in realising the benefits from deducting the losses.

10. KEY MANAGEMENT PERSONNEL

a. The names of key management personnel of the entity at any time during the financial year ended 30 June 2026 are:

Mr Mark Connell – Chief Executive Officer and Director (Appointed 5 June 2024)

Ms Shannon Robinson – Non-Executive Chair (Appointed 5 February 2024)

Mr Davide Bosio – Non-Executive Director (Appointed 5 February 2024)

Mr Frank Guerra – Non-Executive Director (Appointed 1 January 2026)

b. Compensation practices

Details of the remuneration of key management personnel of the consolidated entity are set out in the below table. The remuneration table listed below comprises 12 months of remuneration of the Group.

c. Aggregate Key Management Personnel Compensation

	30 June 2026 \$	30 June 2025 \$
Short-term employment benefits	393,833	435,171
Post-employment benefits	14,400	11,500
Termination benefits	-	-
Equity-based payments	428,514	1,500,408
	836,747	1,947,079

Information regarding individual directors and executives' compensation and some equity instruments disclosures as permitted by Corporations Regulations 2M.3.03 and 2M.6.04 are provided in the Remuneration Report section of the Directors Report.

11. AUDITOR REMUNERATION

	30 June 2026 \$	30 June 2025 \$
Audit services		
Audit and review of Group financial report	56,064	53,390
Audit of subsidiary financial reports	-	882
	56,064	54,272

12. CASH AND CASH EQUIVALENTS

	30 June 2026 \$	30 June 2025 \$
Cash at Bank – AUD Accounts	3,165,490	3,121,390
Cash at Bank – SGD Accounts	139,154	278,215
Cash at Bank – USD Accounts	135,618	260,935

Cash at Bank – NZD Accounts	109	-
Cash at Bank – VND Account	3	4
Cash at Bank – MYR Accounts	-	15,742
	3,440,374	3,676,286

13. TRADE AND OTHER RECEIVABLES

	30 June 2026 \$	30 June 2025 \$
Trade receivables, net	95,210	70,663
Other receivables	226,846	12,634
Goods and services tax receivable	71,256	39,374
	393,312	122,671

	30 June 2026 \$	30 June 2025 \$
Trade receivables, gross	97,322	101,224
Less: Loss Allowance – AASB 9	(2,112)	(30,561)
Trade receivables, net	95,210	70,663
Other receivables	226,846	12,634
Goods and services tax receivable	71,256	39,374
Trade and other receivables	393,312	122,671

All of the receivables are short term and the carrying values of the items are considered to be a reasonable approximation of fair value.

All of the Group's trade receivables have been reviewed for expected credit loss ("ECL"). An allowance for expected credit losses of \$2,112 (2025: \$30,561), including currency gain/loss, has been recorded accordingly within other expenses. In estimating ECL, the Group considers reasonable and supportable information that is relevant and available. This includes qualitative and quantitative information and analysis, based on the Group's historical experience and informed credit risk.

14. OTHER CURRENT ASSETS

	30 June 2026 \$	30 June 2025 \$
Prepaid expenses	66,090	85,493
Other deposits	79,460	36,194
	145,550	121,687

15. TRADE AND OTHER PAYABLES

	30 June 2026 \$	30 June 2025 \$
Accrued operating expense	54,818	43,806
Trade payables	213,113	159,015
Payroll and related liabilities	67,395	150,028
Corporate tax	-	-
	335,326	352,849

All the payables are short term and the carrying values of the items are considered to be a reasonable approximation of fair value.

16. PROVISION FOR EMPLOYEE ENTITLEMENTS

	30 June 2026 \$	30 June 2025 \$
Provision for employee entitlements	65,442	29,452
	65,442	29,452

Provision for employee entitlements represents vested annual leave entitlements accrued.

17. INVESTMENT IN JOINT VENTURE

Formation of the joint venture

On 3 February 2025, the Company entered into a binding Memorandum of Understanding ("MOU") to establish a joint venture for customs technology. Subsequently on 1 April 2025, the Company executed formal agreements ("Joint Venture Formal Agreements") to commence the incorporated joint venture entity, Smart Yojee Pty Ltd ("Smart Yojee"). Smart Yojee owns, and exclusively licenses to the Group, customs technology for use within the MOSAIC freight forwarding platform in Australia and New Zealand ("Technology"). Further details are set out in ASX Announcements dated 3 February 2025 and 1 April 2025.

Yojee holds a 51% interest in Smart Yojee, with the remaining 49% held by SC Software Pty Ltd. The arrangement has been classified as a joint venture under AASB 11 as the parties have rights to the net assets of the arrangement rather than rights to specific assets or obligations for liabilities. Control is exercised collectively by the partners, and accordingly, the Group accounts for its interest using the equity method in accordance with AASB 128 Investments in Associates and Joint Ventures.

Summary of accounting treatment adopted

The Directors, having obtained independent accounting advice, have adopted the following accounting treatment for the joint venture:

(a) Ownership of the Technology. Under the Asset Sale Agreement dated 31 March 2025, SC Software Pty Ltd transferred all right, title and interest in the Technology to Smart Yojee, which acquired and owns the Technology in full. The 51% and 49% shareholdings represent interests in the net assets of Smart Yojee and do not represent fractional ownership of the Technology.

(b) Consideration Shares. The consideration for the Technology comprises 7,500,000 shares in the Company, to be issued by the Company (not Smart Yojee) to SC Software Pty Ltd in three tranches. The issue of the Consideration Shares is a share-based payment within the scope of AASB 2, being consideration settled by a shareholder on Smart Yojee's behalf. The Consideration Shares are measured at fair value on the date of issue (15-day VWAP) and recognised in share capital (Note 18).

(c) Measurement. Management has attributed \$250,000 of the identifiable Technology to each tranche, being one-third of the \$750,000 arm's-length value of the Technology. The Technology is recognised by Smart Yojee, and the corresponding investment by the Group, as each tranche of Consideration Shares is issued. At 30 June 2026, Tranches 1 and 3 had been issued and \$500,000 was recognised by Smart Yojee as an intangible asset, with a corresponding credit to a shareholder contribution reserve in Smart Yojee's equity. The excess of the fair value of the Consideration Shares over the \$250,000 attributed to each tranche (\$1,352,245 for Tranches 1 and 3) has been recognised as a non-cash transaction cost in profit or loss.

(d) Tranche 2. The obligation to issue the Tranche 2 Consideration Shares was conditional on a milestone that had not been achieved at 30 June 2026 (refer 'Deferred consideration' below). No amount was recognised in respect of Tranche 2 at the reporting date by either Smart Yojee or the Group.

(e) Equity-accounted carrying amount. The Group's investment is recognised initially at cost (\$502,500, comprising the \$500,000 attributable to Tranches 1 and 3 and the \$2,500 cash subscription) and subsequently adjusted for the Group's share of Smart Yojee's post-acquisition results. In accordance with AASB 128, the carrying amount is not determined by applying the Group's 51% interest to Smart Yojee's net assets; the difference between cost and the Group's share of the net fair value of Smart Yojee's identifiable net assets arises on acquisition (AASB 128 paragraph 32) and forms part of the carrying amount of the investment. The investment is assessed for impairment as a single asset under AASB 128 and AASB 136 (refer 'Impairment assessment' below). The Directors have concluded that no adjustment to reduce the carrying amount to 51% of Smart Yojee's reported net assets is required.

(f) Revenue Sharing Agreement. Amounts payable by Smart Yojee to SC Software Pty Ltd under the Revenue Sharing Agreement represent additional, variable consideration for the Technology contingent on licence fees being received. Smart Yojee's accounting policy is to recognise the resulting obligation when the licence fees giving rise to it are received. No licence fees were received during the year and no liability was recognised at 30 June 2026.

Pursuant to the Joint Venture Formal Agreements, Yojee is to issue the following tranches of shares in consideration for the sale of the Technology to Smart Yojee and the licence of the Technology to Yojee:

Tranche	Shares	Value	Milestone	Status	Issue Date
Tranche 1	2,500,000	\$250,000	Technical Verification of Technology	Achieved	4-Jul-25
Tranche 2	2,500,000	\$250,000	Live Customs Transaction	Achieved	10-Jul-26
Tranche 3	2,500,000	\$250,000	6 months from verification date	Achieved	9-Jan-26

Tranche 1 – occurred during the current year as disclosed below.

Tranche 2 – issued post year end as disclosed in Note 27.

Tranche 3 - occurred during the current year as disclosed below

Investment in joint venture – carrying amount

The following table reconciles the carrying amount of the investment for the period ending 30 June 2026:

	30 June 2026 \$	30 June 2025 \$
Balance at the beginning of the reporting period	2,500	-
Investment in the period	500,000	2,500
Balance at the end of the reporting period	502,500	2,500

On 4 July 2025 and 9 January 2026, the Company issued 2,500,000 Tranche 1 Consideration Shares and 2,500,000 Tranche 3 Consideration Shares, respectively, in accordance with the Joint Venture Formal Agreements.

The fair value of the shares issued was determined based on the 15-day VWAP at the respective dates of issue, resulting in fair values of \$925,504 for Tranche 1 and \$926,741 for Tranche 3. As the fair value of

the identifiable technology assets received was assessed at \$250,000 for each of Tranche 1 and Tranche 3, the excess consideration has been recognised as a non-cash transaction cost.

The resulting deemed transaction expense of \$1,352,245 is set out below:

Non-cash Transaction expense	\$
Fair value of consideration – Tranche 1 (2.5m shares @ \$0.3702 VWAP)	925,504
Fair value of consideration – Tranche 3 (2.5m shares @ \$0.3707 VWAP)	926,741
Deemed fair value of technology assets received	(500,000)
Amount recognised as non-cash transaction expense	1,352,245

Summarised financial information of the joint venture

The tables below set out summarised financial information for Smart Yojee in accordance with AASB 12 Disclosure of Interests in Other Entities. The information reflects the amounts presented in the financial statements of Smart Yojee (and not the Group's share of those amounts). Smart Yojee remained in its pre-revenue establishment phase during the year, with licence fee income commencing in the 2027 financial year following the commercial launch of MOSAIC (refer Note 27).

Summarised statement of financial position	30 June 2026 \$	30 June 2025 \$
Cash and cash equivalents	4,950	4,950
Other current assets	50	50
Total current assets	5,000	5,000
Intangible asset – customs technology	500,000	-
Total non-current assets	500,000	-
Total assets	505,000	5,000
Current liabilities	-	-
Non-current liabilities	-	-
Total liabilities	-	-
Net assets	505,000	5,000

Reconciliation of summarised financial information to the carrying amount of the investment

	30 June 2026 \$	30 June 2025 \$
Net assets of Smart Yojee	505,000	5,000
Group's ownership interest	51%	51%
Group's share of net assets	257,550	2,550
Excess of cost of investment over share of net assets	244,950	(50)
Carrying amount of the Group's investment	502,500	2,500

Smart Yojee recognises the Technology acquired under the Asset Sale Agreement as each tranche of Consideration Shares is issued by the Company on its behalf, with a corresponding shareholder contribution. At 30 June 2026, two of the three tranches had been issued and Smart Yojee carried the Technology at \$500,000 (2025: \$nil). The Group recognises its investment on the same basis (Note 17), and its carrying amount of \$502,500 comprises the \$500,000 of share-based consideration recognised to date and the \$2,500 cash subscription for shares in Smart Yojee. The Tranche 2 Consideration Shares were not issuable at 30 June 2026 as the Live Customs Transaction milestone had not been met at that date; the remaining \$250,000 will be recognised by both Smart Yojee and the Group in the year ending 30 June 2027 following issue of those shares on 10 July 2026 (Note 27). The excess of the Group's cost over its share of Smart Yojee's net assets reflects the Group's exclusive, perpetual licence to use the

Technology within the MOSAIC platform in Australia and New Zealand and forms part of the carrying amount of the equity-accounted investment, which is assessed for impairment as a single asset.

Share of results of the joint venture

Smart Yojee did not trade during the year ended 30 June 2026 (2025: did not trade). Accordingly, the Group's share of the joint venture's profit or loss and other comprehensive income for the year was \$nil (2025: \$nil), and no dividends were received from the joint venture. Under the Licence Agreement between Smart Yojee and Yojee Ops Australia Pty Ltd, 80% of MOSAIC customs module fees received from customers is payable to Smart Yojee as a licence fee, of which Smart Yojee remits 87.5% to SC Software Pty Ltd under a Revenue Sharing Agreement. No customs module fees were received from customers prior to 30 June 2026 and accordingly no licence fees were payable to Smart Yojee (2025: \$nil). No services were provided, and no fees were incurred, under the Consultancy Services Agreement with SC Software Pty Ltd during the year (2025: \$nil).

Impairment assessment

In accordance with AASB 128 and AASB 136, management assessed whether there was any objective evidence that the Group's investment in Smart Yojee was impaired at 30 June 2026. No indicators of impairment were identified. The assessment had regard to the completion of Technology Verification in June 2025, the successful completion of the MOSAIC customer Beta program in February 2026 with no material defects, the onboarding of MOSAIC customers from April 2026, and the commercial launch of MOSAIC and the completion of the first live customs transaction through the Technology after the reporting date (Note 27). As the Technology was not yet available for use at 30 June 2026, the recoverable amount of the investment was also estimated in accordance with AASB 136 paragraph 10. Recoverable amount, determined by reference to the arm's-length fair value of \$750,000 attributed to the Technology under the Asset Sale Agreement on 31 March 2025 and the achievement of the Live Customs Transaction milestone shortly after the reporting date, exceeded the carrying amount of \$502,500. No impairment has been recognised (2025: \$nil).

Commitments and contingent liabilities in respect of the joint venture

Deferred consideration

Under clause 6(b) of the Asset Sale Agreement, the Company's obligation to issue the 2,500,000 Tranche 2 Consideration Shares is conditional upon confirmation of a successful live production customs transaction through the Technology and receipt of the related customs response. As at 30 June 2026 this condition had not been met and, accordingly, the Company had no present obligation to issue the Tranche 2 Consideration Shares at the reporting date. No liability has been recognised in respect of the deferred consideration, and no amount has been recognised in respect of Tranche 2 by either the Group or Smart Yojee at 30 June 2026 (2025: \$nil). The Tranche 2 consideration is settled only by delivery of a fixed number of the Company's own shares, with no cash settlement alternative, and does not give rise to a cash-settled financial liability. The milestone was achieved in July 2026 and the shares were issued on 10 July 2026; this is a non-adjusting event after the reporting period (Note 27) and the related \$250,000 will be recognised in the year ending 30 June 2027. The Group has no other commitments or contingent liabilities in respect of Smart Yojee, and Smart Yojee has no commitments or contingent liabilities of its own (2025: commitment to issue 7,500,000 Consideration Shares).

18. SHARE CAPITAL

Share capital consists only of fully paid ordinary shares.

Fully paid ordinary shares

Fully paid ordinary shares

Balance at the beginning of the reporting period
Placement securities
Conversion of options and performance rights
Shares issued to joint venture (note 17)
Shares issued to joint venture – transaction costs
Issue of Broker shares
Capital raising costs

Balance at reporting date

Number of ordinary shares

Balance at the beginning of the reporting period
Placement securities
Conversion of options / performance rights
Shares issued to joint venture partner (note 17)
Issue of Broker shares

Balance at reporting date

	30 June 2026 \$	30 June 2025 \$
	71,612,997	63,425,310
	71,612,997	63,425,310

	30 June 2026 \$	30 June 2025 \$
Balance at the beginning of the reporting period	63,425,310	58,876,424
Placement securities	5,400,299	3,870,900
Conversion of options and performance rights	2,253,811	1,406,409
Shares issued to joint venture (note 17)	500,000	-
Shares issued to joint venture – transaction costs	1,352,245	-
Issue of Broker shares	122,400	270,000
Capital raising costs	(1,441,068)	(998,423)
	71,612,997	63,425,310

	30 June 2026 Number of Shares	30 June 2025 Number of Shares
Balance at the beginning of the reporting period	326,377,074	260,751,810
Placement securities	16,875,000	47,333,333
Conversion of options / performance rights	25,263,575	14,191,931
Shares issued to joint venture partner (note 17)	5,000,000	-
Issue of Broker shares	480,000	4,100,000
	373,995,649	326,377,074

19. SHARE-BASED PAYMENTS

Share Options

The option reserve records items recognised as expenses in the consolidated statement of profit or loss and other comprehensive income or as capital raising costs in equity on valuation of share options. Share options in force during the year are set out below.

2026								
Grant date	Expiry Date of Options	Exercise Price of Options	Balance at start of year	Expired during the year	Exercised during the year	Granted during the year	Balance at end of the year	Exercisable at end of year
27 Nov 2020	5 Aug 2025	\$2.250 ⁸	166,668	(166,668)	-	-	-	-
9 Nov 2022	8 Dec 2025	\$0.100 ⁹	133,334	(133,334)	-	-	-	-
31 Jan 2024	16 April 2029	\$0.050 ⁸	25,000,000	-	(17,255,000)	-	7,745,000 ¹	7,745,000
26 Jun 2024	24 July 2029	\$0.050 ⁸	7,500,000	-	-	-	7,500,000 ²	-
26 Jun 2024	24 July 2029	\$0.050 ⁸	7,500,000	-	-	-	7,500,000 ³	7,500,000
23 Apr 2025	23 Apr 2030	\$0.150	6,000,000	-	-	-	6,000,000 ⁴	6,000,000
23 Apr 2025	23 Apr 2030	\$0.150	3,000,000	-	-	-	3,000,000 ⁵	3,000,000
28 Nov 2025	15 Aug 2030	\$0.500	-	-	-	3,000,000	3,000,000 ⁶	3,000,000
29 Jun 2026	15 Aug 2030	\$0.500	-	-	-	10,000,000	10,000,000 ⁷	10,000,000
			49,300,002	(300,002)	(17,255,000)	13,000,000	44,745,000	37,245,000

¹ 7,745,000 unquoted options (exercisable at \$0.05 on or before 16 April 2029).

² 7,500,000 unquoted options vesting upon the Group achieving 140,000 billable customer transactions within any billing month by no later than 16 April 2029 (exercisable at \$0.05 on or before 24 July 2029).

³ 7,500,000 unquoted options vesting upon the Group achieving positive EBITDA of at least \$1.00 within any billing month, or, the VWAP of Shares over a period of 20 consecutive ASX trading days on which trades in Shares are recorded on ASX being at least \$0.15, by no later than 16 April 2029

⁴ 6,000,000 unquoted options (exercisable at \$0.15 on or before 23 April 2030).

⁵ 3,000,000 unquoted options (exercisable at \$0.15 on or before 23 April 2030).

⁶ 3,000,000 unquoted options issued to the lead manager in connection with the Company's capital raising activities (exercisable at \$0.50 on or before 15 August 2030).

⁷ 10,000,000 unquoted options issued to the Company's corporate adviser under a corporate advisory mandate executed on 29 June 2026 (exercisable at \$0.50 on or before 15 August 2030). The fair value of \$1,774,100 was recognised as a share-based payment expense.

⁸ Exercise price post-consolidation

⁹ Exercise price pre-consolidation

For the options granted during the current and prior financial years, American Binomial, Black-Scholes or Hoadley's ESO1 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
27 Nov 2020	5 Aug 2025	\$0.21	\$2.25 ²	95%	-	0.29%	\$0.16
9 Nov 2022	8 Dec 2025	\$0.05	\$0.10 ¹	98%	-	3.40%	\$0.02
31 Jan 2024	16 Apr 2029	\$0.05	\$0.05 ²	109%	-	3.62%	\$0.04
26 Jun 2024	24 July 2029	\$0.04	\$0.05 ²	109%	-	4.10%	\$0.04
26 Jun 2024	24 July 2029	\$0.04	\$0.05 ²	109%	-	4.10%	\$0.03
23 Apr 2025	23 Apr 2030	\$0.17	\$0.15 ²	100%	-	3.51%	\$0.13

Grant date	Expiry Date	Share price at grant date	Exercise Price	Expected volatility	Dividend yield	Risk-free interest rate	Fair value at grant date
23 Apr 2025	23 Apr 2030	\$0.17	\$0.15 ²	100%	-	3.51%	\$0.13
28 Nov 2025	15 Aug 2030	\$0.47	\$0.50 ²	110%	-	4.09%	\$0.37
29 Jun 2026	15 Aug 2030	\$0.275	\$0.50 ²	104%	-	4.83%	\$0.18

¹Exercise price pre-consolidation

²Exercise price post-consolidation

Option Valuation

In accordance with AASB 2 *Share-based Payment*, the value of options granted has been independently assessed.

Performance Rights

The performance rights reserve records items recognised as expenses on valuation of performance rights. Performance rights in force during the year are set out below.

2026						
Grant date	Balance at start of year	Issued/granted during the year	Lapsed during the year	Converted to shares during the year	Balance at end of the year	
21 Dec 2023	5,643,700	-	-	-	5,643,700	¹
4 Jun 2024	970,011	-	-	-	970,011	²
4 Jun 2024	800,000	-	-	(800,000)	-	
4 Jun 2024	500,000	-	-	(500,000)	-	
4 Jun 2024	500,000	-	-	(500,000)	-	
28 Jun 2024	4,126,958	-	(899,465)	-	3,227,493	³
28 Jun 2024	1,858,893	-	-	(1,223,977)	634,916	⁴
28 Jun 2024	1,128,740	-	-	-	1,128,740	⁵
31 Jan 2025	4,514,960	-	-	-	4,514,960	⁶
31 Jan 2025	4,514,960	-	-	(4,514,960)	-	
23 Apr 2025	3,000,000	-	-	-	3,000,000	⁷
8 May 2025	750,000	-	-	-	750,000	⁸
8 May 2025	250,000	-	-	(250,000)	-	
8 May 2025	250,000	-	-	-	250,000	⁹
8 May 2025	250,000	-	-	-	250,000	¹⁰
25 Sep 2025	-	850,000	-	(212,500)	637,500	¹¹
12 Dec 2025	-	865,337	-	(7,138)	858,199	¹²
12 Dec 2025	-	2,006,632	-	-	2,006,632	¹³
12 Dec 2025	-	2,927,566	-	-	2,927,566	¹⁴
12 Dec 2025	-	1,017,033	-	-	1,017,033	¹⁵
12 Dec 2025	-	1,017,033	-	-	1,017,033	¹⁶
	29,058,222	8,683,601	(899,465)	(8,008,575)	28,833,783	

¹ 5,643,700 performance rights vesting upon the Company and its subsidiaries achieving 140,000 billable customer transactions within any billing month.

² 970,011 performance rights vesting upon the Company and its subsidiaries achieving 210,000 billable customer transactions within any billing month.

³ 3,227,493 performance rights vesting upon the Company and its subsidiaries achieving 210,000 billable customer transactions within any billing month. During the year 899,465 performance rights in this class lapsed on the holder ceasing employment with the Group prior to vesting, and the cumulative share-based payment expense previously recognised in respect of those rights was reversed.

⁴ 634,916 performance rights vesting upon either the Company and its subsidiaries achieving positive EBITDA of at least \$1.00 within any billing month, or, the VWAP of Shares over a period of 20 consecutive ASX trading days on which trades in Shares are recorded on ASX being at least \$0.15.

⁵ 1,128,740 performance rights vesting upon the Company and its subsidiaries achieving 140,000 billable customer transactions within any billing month.

⁶ 4,514,960 performance rights vesting upon the Company and its subsidiaries achieving 140,000 billable customer transactions within any billing month.

⁷ 3,000,000 performance rights vesting upon (a) the volume-weighted average price of the Company's Shares over 20 consecutive trading days on which trades in the Shares are recorded on ASX being at least \$0.25 (VWAP Condition), and (b) the holder

continuing to hold office as a Director for the shorter of (i) 12 months from the date of issue of the Performance Rights and (ii) the period ending on the date of satisfaction of the VWAP Condition.

⁸ 750,000 performance rights vesting upon the Company and its subsidiaries (together, the Group) achieving 210,000 billable customer transactions within any billing month no later than 16 April 2029 and the employee continuing to be an Eligible Participant at the time of vesting.

⁹ 250,000 performance rights vesting upon being an Eligible Participant at 5 May 2026. Not exercised as at 30 June 2026.

¹⁰ 250,000 performance rights vesting upon being an Eligible Participant at 5 November 2026.

¹¹ 850,000 performance rights vesting in four tranches on 22 November 2025, 22 February 2026, 22 May 2026 and 22 August 2026. Only the first tranche exercised as at 30 June 2026.

¹² 865,337 performance rights vesting upon beta-testing achieving a minimum of four customers with each customer registering a minimum of 10 jobs along with associated customs and airline messages, and being an Eligible Participant; 1-year escrow from 12 Dec 2025. Vested 23 February 2026. 858,199 not exercised as at 30 June 2026.

¹³ 2,006,632 performance rights vesting upon successful launch of the MOSAIC Platform, and being an Eligible Participant; 2 years escrow from 12 Dec 2025.

¹⁴ 2,927,566 performance rights vesting upon achievement of at least AUD1M cumulative software revenue over a three consecutive month period, and being an Eligible Participant. 3 years escrow from 12 Dec 2025.

¹⁵ 1,017,033 performance rights vesting upon being an Eligible Participant on 1 July 2027.

¹⁶ 1,017,033 performance rights vesting upon being an Eligible Participant on 1 July 2028.

Expenses arising from share-based payment transactions

In total, an amount of \$3,995,704 (2025: \$2,681,055) has been recognised as a share-based payment expense (all of which related to equity-settled share-based payment transactions) in the profit or loss for the financial year ended 30 June 2026 and credited to the share-based payment reserve. This comprises \$2,221,604 (2025: \$2,681,055) in respect of performance rights and options granted to employees, directors and consultants, and \$1,774,100 (2025: nil) in respect of the 10,000,000 options granted to the Company's corporate adviser on 29 June 2026, which were unconditional at grant and were therefore expensed in full at the grant date. The consultant share-based payments of \$99,050 included above are presented in the statement of changes in equity together with \$122,400 of shares issued to the Company's lead manager in consideration of services (Note 23(d)), which was recognised in share capital and expensed as consultant fees rather than as a share-based payment expense.

20. DIVIDENDS

There have been no dividends paid or proposed in respect of the year ended 30 June 2026.

21. RELATED PARTY DISCLOSURES

Key Management Personnel Compensation

Details of key management personnel compensation are disclosed in the Remuneration Report and Note 10.

Transactions with Key Management Personnel

Transactions between related parties are on terms and conditions no more favourable than those available to other parties unless otherwise stated.

Transactions with Director Related Entities

There were no transactions with director related entities during the year other than those disclosed in the Remuneration Report and Note 10.

Transactions with Controlled Entities

There were no transactions with controlled entities during the year.

22. PARENT ENTITY INFORMATION

Set out below is supplementary information about the parent entity. For the purpose of this note, the amounts disclosed relate to the legal parent entity, Yojee Limited, and thus include comparative

information with the statement of profit or loss and other comprehensive income representing the results for the full 12-month financial year ended 30 June 2026.

	Parent 30 June 2026	Parent 30 June 2025
	\$	\$
Statement of Profit or Loss and Other Comprehensive Income		
Loss after income tax, which represents total comprehensive loss	(8,440,371)	(9,491,681)
Statement of Financial Position		
Total Current Assets	3,371,618	3,032,130
Total Assets	8,079,309	4,668,029
Total Current Liabilities	71,398	135,145
Total Liabilities	71,398	135,145
Equity		
Contributed Equity	71,612,997	63,425,310
Share-based payment reserve	12,622,640	8,894,929
Accumulated losses	(76,227,726)	(67,787,354)
Total Equity	8,007,911	4,532,884

During the year ended 30 June 2026, the Company has recognised an impairment provision of \$47,741,176 (2025: \$48,984,925) on the related party receivables at the parent entity level. This impairment provision has no financial impact on the consolidated Group results.

Contingent liabilities

The parent entity did not have any contingent liabilities as at 30 June 2026.

Material accounting policies

The accounting policies of the parent entity are consistent with those of the Group, as disclosed in Note 3, except that investments in subsidiaries are accounted for at cost, less any impairment.

23. NOTES TO THE STATEMENT OF CASH FLOWS

(a) Reconciliation of Cash and Cash Equivalents

For the purpose of the statement of cash flows, cash includes cash in hand and in banks and term deposits. Cash at the end of the period as shown in the statement of cash flows is reconciled to the related items in the statement of financial position as follows:

Cash and cash equivalents	3,440,374	3,676,286
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(b) Financing Facilities

The Group had the following credit card facilities
Amounts utilised

30 June 2026	30 June 2025
\$	\$
-	-
3,440,374	3,676,286

(c) Reconciliation of Net Loss from ordinary activities after related income tax to net cash flows from operating activities

Loss after related income tax	(8,224,719)	(6,018,748)
Non-cash activities:		
Share-based payments expense	3,995,704	2,681,055
Impairment of Intangible Assets	-	624,051
Transaction costs and consultant fees settled in shares	1,474,645	-
Foreign exchange and other non-cash movements	(147,650)	(6,389)
Depreciation and amortisation expense	12,668	57,808
Amortisation of intangible	-	49,899
Interest expense on lease liabilities	-	1,633
Gain on right-of-use asset disposal	-	(4,495)
(Gain)/loss on disposal of property, plant and equipment	-	2,283
Changes in assets and liabilities, net of effects from acquisition and disposal of businesses:		
Increase in assets:		
Assets, excluding cash and cash equivalents	(283,266)	255,180
Increase in liabilities:		
Liabilities, excluding lease liabilities	6,008	(366,632)
Net cash used in operating activities	(3,166,610)	(2,724,355)

Foreign exchange and other non-cash movements of (\$147,650) comprise the non-cash foreign currency translation of the Group's net assets other than cash of (\$156,568), being the movement in the foreign currency translation reserve of (\$215,652) less the effect of exchange rate changes on cash of (\$59,084) presented separately in the statement of cash flows, together with property, plant and equipment additions and disposals settled in cash of \$9,354 that are presented within investing activities, and other items of (\$436).

(d) Investing and Financing Activities – Non-Cash

During the year, the Company issued 5,000,000 shares with fair values of \$925,504 for 2,500,000 Tranche 1 shares and \$926,741 for 2,500,000 Tranche 3 shares as consideration for its investment in the joint venture. Of this amount, \$500,000 was recognised as a non-cash investment in the joint venture and the excess of \$1,352,245 was recognised as a non-cash transaction cost in profit or loss. Refer to Note 17 for further details.

- (1) Proceeds from the issue of equity securities of \$6,263,049 comprise \$5,400,299 from the July 2025 placement and \$862,750 from the exercise of 17,255,000 options at \$0.05 per option.
- (2) During the year, the Company issued the following securities to its lead manager, 708 Capital, in connection with the July 2025 placement. The 3,000,000 broker options were recognised as a non-cash capital raising cost and deducted from share capital. The 480,000 shares, issued on 30 June 2026 in settlement of fees for services, were recognised as consultant fees in profit or loss and are a non-cash operating item added back in the reconciliation in note 23(c):
- (3) 3,000,000 options, exercise price of \$0.50 per option expiring on 15 August 2030, valued at \$1,123,068.
- (4) 480,000 shares at \$0.255 each, valued at \$122,400.
- (5) In addition, on 29 June 2026 the Company granted 10,000,000 options (exercise price of \$0.50 per option expiring on 15 August 2030) to its corporate adviser under a corporate advisory mandate. The fair value of these options of \$1,774,100 has been recognised as a share-based payment expense in profit or loss (refer Note 19) and is not a cost of raising capital.

24. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's principal financial instrument is cash and cash equivalents. The main purpose of this financial instrument is to finance the Group's operations. The Group has other financial assets and liabilities such as trade receivables and trade payables, which arise directly from its operations. The main risk arising from the Group's financial instruments is the cash flow interest rate risk.

24.1 Cash flow interest rate risk

The Group's exposure to the risks of changes in market interest rates relates primarily to the short-term deposits with a floating interest rate. These financial assets with variable rates expose the Group to cash flow interest rate risk. All other financial assets and liabilities in the form of receivables and payables are non-interest bearing. The Group does not engage in any hedging or derivative transactions to manage interest rate risk. Instead, consideration is given to a mixture of fixed and variable interest rates.

The cash amounts and interest rates effective as at 30 June 2026 are:

	Amount \$	Effective Rate %	Maturity Date
Variable	2,250,000	4.30%	On-Call
Variable	1,190,374	-	On-Call
Total Cash	3,440,374		

The cash amounts and interest rates effective as at 30 June 2025 were:

	Amount \$	Effective Rate %	Maturity Date
Variable	3,000,000	4.30%	On-Call
Variable	676,286	-	On-Call
Total Cash	3,676,286		

24.2 Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash to ensure the ability to meet debt requirements. The Group manages liquidity risk by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities. The Group aims at maintaining flexibility in funding by having in place operational plans to source further capital as required.

As at 30 June 2026, the Group's financial liabilities are summarised below:

	Current		Non-Current	
	Within 6 months \$	6 to 12 months \$	1 - 5 years \$	5+ years \$
Trade and other payables	335,326	-	-	-
	335,326	-	-	-

As at 30 June 2025, the Group's financial liabilities are summarised below:

	Current		Non-Current	
	Within 6 months \$	6 to 12 months \$	1 - 5 years \$	5+ years \$
Trade and other payables	352,849	-	-	-
	352,849	-	-	-

24.3 Credit Risk

Credit risk arises from cash and cash equivalents and outstanding receivables. The cash balances are held in financial institutions with high ratings and the receivables comprise trade and goods and services tax receivables. The Group has assessed that there is minimal risk that the cash and receivables balances are impaired.

The Group's maximum exposure to credit risk is limited to the carrying amount of financial assets recognised at the reporting date, as summarised below:

Classes of financial assets	30 June 2026 \$	30 June 2025 \$
Cash and cash equivalents	3,440,374	3,676,286
Trade and other receivables, net	393,312	122,671
Deposits	79,460	36,194
	3,913,146	3,835,151

Trade and other receivables per note 13 have the following ageing profile at 30 June 2026:

	Current	< 30 days	30 and 60 days	61-90 days	91-120 days	> 120 days
Trade and other receivables	295,656	41,427	29,203	11,451	43	15,532

24.4 Capital Risk Management

When managing capital, management's objectives are to ensure the Group continues as a going concern as well as to maintain optimal returns to shareholders and benefits for other stakeholders. Management also maintains a capital structure that ensures the lowest cost of capital available to the Group. 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 enter into joint ventures.

The Group does not have a defined share buy-back plan. No dividends are expected to be paid in the 2027 financial year.

There is no current intention to incur debt funding on behalf of the Group as on-going development expenditure will be funded via equity or joint ventures with other companies.

The Group is not subject to any externally imposed capital requirements.

Management reviews management accounts on a monthly basis and reviews actual expenditure against budget on a monthly basis.

24.5 Foreign Exchange Risk

Foreign exchange risk arises when future commercial transactions and recognised assets and liabilities are denominated in a currency that is not the entity's functional currency.

Most of the group's transactions are carried out in AUD, SGD and USD. Exposures to currency exchange rates arise from the Group's overseas sales and purchases. Foreign currency denominated financial assets and liabilities which expose the Group to currency risk are disclosed below. The amounts shown are those reported to key management at a consolidated Group level translated into AUD at the closing rate and excluding intercompany balances:

	Assets	Liabilities	Assets	Liabilities
	2026	2026	2025	2025
	\$	\$	\$	\$
United States Dollar	274,776	36,990	371,781	39,648
Singapore Dollar	173,902	106,102	301,253	95,209
British Pound	5,965	-	5,965	-
Malaysian Ringgit	-	598	20,160	3,184
Vietnamese Dong	47	4,718	48	4,537
New Zealand Dollar	1,759	-	2,234	-
	456,449	148,408	701,441	142,578

Over the past year the Australian Dollar has varied up and down against all currencies. A 10% variance is considered reasonable for sensitivity analysis on this basis. If the AUD had strengthened against the various currencies by 10% the impact on equity and profit before tax would have been \$30,815; if the AUD had weakened against the various currencies by 10% the impact would have been (\$30,815) on equity and loss before tax.

25. EARNINGS PER SHARE

	30 June 2026 Cents Per Share	30 June 2025 Cents Per Share
Basic loss per share	(2.33)	(2.07)
Diluted loss per share	(2.33)	(2.07)

The earnings and weighted average number of ordinary shares used in the calculation of basic and diluted earnings per share are as follows:

	30 June 2026 \$	30 June 2025 \$
Earnings*	(8,224,719)	(6,018,748)

*Earnings are the same as the loss after tax in the statement of profit or loss and other comprehensive income

	30 June 2026 \$	30 June 2025 \$
Weighted average number of ordinary shares used in the calculation of basic loss per share:	352,824,057	291,005,512
Weighted average number of ordinary shares used in the calculation of diluted loss per share:	352,824,057	291,005,512

Diluted Earnings per Share

The rights to options held by existing and new option holders through the cancellation of options will not be included in the weighted average number of ordinary shares for the purpose of calculating diluted EPS as they do not meet the requirements for inclusion in AASB 133 *Earnings per Share*.

26. CONTINGENT LIABILITIES AND COMMITMENTS

The Group does not have any contingent liabilities or commitments as at 30 June 2026.

27. AFTER REPORTING DATE EVENTS

On 8 July 2026, the Company announced the full commercial launch of the MOSAIC platform and the signing of its first commercial MOSAIC customer contracts. On 20 August 2026, the Company announced that it had signed a total of 12 MOSAIC customer agreements.

On 10 July 2026, the Company issued the second tranche of 2,500,000 Consideration Shares (valued at \$250,000) to its joint venture partner following achievement of the Tranche 2 milestone (Live Customs Transaction) under the Smart Yojee joint venture agreement (refer Note 17).

Subsequent to year end, the Company raised approximately \$10.45 million (before costs) through a placement to institutional and sophisticated investors ("Placement") and a share purchase plan ("SPP"), both announced on 3 August 2026. The Placement was oversubscribed and raised \$7.0 million (before costs) through the issue of 30,434,783 fully paid ordinary shares at an issue price of \$0.23 per share, with settlement completed on 11 August 2026. The SPP was also oversubscribed and raised approximately \$3.45 million (before costs) through the issue of 15,010,848 fully paid ordinary shares at the same issue price, and was completed on 26 August 2026. The total raised exceeded the \$9 million originally announced, the Directors having resolved to accept oversubscriptions to the SPP. The funds raised will be used primarily for the further roll-out of development and ongoing commercialisation of the MOSAIC and TCMS platforms, including additional resources, business development and team expansion, and general working capital.

On 10 July 2026, the Company issued 250,000 Shares on conversion of vested Performance Rights and granted 429,535 Performance Rights under its equity incentive plan. On 11 August 2026, the Company issued 3,000,000 Shares on conversion of vested Performance Rights and 260,870 Shares in lieu of corporate advisory fees.

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

28. CONTROLLED ENTITIES

The ultimate Australian parent entity and the ultimate parent of the Consolidated Entity is Yojee Limited. For the purposes of this note the parent entity has been deemed as the legal entity being Yojee Limited.

Name of Entity	Country of Registration	Class of Shares	Equity Holding	
			2026	2025
Send Yojee Pty Ltd (controlled entity)	Australia	Ordinary	100%	100%
Yojee Ops Australia Pty Ltd (controlled entity)	Australia	Ordinary	100%	100%
Yojee Pte Ltd (controlled entity)	Singapore	Ordinary	100% ¹	100% ¹
Yojee Ops Pte Ltd (controlled entity)	Singapore	Ordinary	100% ¹	100% ¹
Yojee Solutions Pte Ltd (controlled entity)	Singapore	Ordinary	100% ²	100% ²
Yojee Ops Vietnam Co. Ltd (controlled entity)	Vietnam	Ordinary	100% ²	100% ²
Yojee SDN.BHD (controlled entity)	Malaysia	Ordinary	100% ²	100% ²
Yojee (Cambodia) Co., Ltd (controlled entity)	Cambodia	Ordinary	100% ²	100% ²

¹ Wholly owned subsidiary of Send Yojee Pty Ltd.

² Wholly owned subsidiary of Yojee Ops Pte Ltd.

The Group also holds a 51% interest in Smart Yojee Pty Ltd, a joint venture accounted for using the equity method in accordance with AASB 128 (refer Note 17). It is not a controlled entity and is not consolidated.

29. OPERATING SEGMENTS

All revenues and costs are handled centrally and management reviews financial information on a consolidated basis. The Group is currently developing and commercialising a sharing-economy based logistics technology platform primarily targeting the Asia-Pacific region. On this basis it is considered that there is only one operating segment, the details of which are disclosed within this financial report.

CONSOLIDATED ENTITY DISCLOSURE STATEMENT FOR THE YEAR ENDED 30 JUNE 2026

Basis of preparation

This consolidated entity disclosure statement ("CEDS") has been prepared in accordance with section 295(3A) of the Corporations Act 2001 and includes the required statutory information for each entity that was part of the consolidated entity at the end of the financial year. Entities have been determined to be an Australian resident for tax purposes where the entity is incorporated in Australia or has its central management and control in Australia; foreign tax residency has been determined by reference to the tax laws of the relevant foreign jurisdiction. Determination of tax residency involves judgement; the Company has applied current legislation and judicial precedent in making these determinations.

Name of Entity	Entity Type	Place formed/ Incorporated	Ownership Interest %	Tax Residency
Parent Entity:				
Yojee Limited	Body corporate	Australia	N/A	Australia
Subsidiaries:				
Send Yojee Pty Ltd	Body corporate	Australia	100%	Australia
Yojee Ops Australia Pty Ltd	Body corporate	Australia	100%	Australia
Yojee Pte Ltd	Body corporate	Singapore	100%	Singapore
Yojee Ops Pte Ltd	Body corporate	Singapore	100%	Singapore
Yojee Solutions Pte Ltd	Body corporate	Singapore	100%	Singapore
Yojee Ops Vietnam Co. Ltd	Body corporate	Vietnam	100%	Vietnam
Yojee SDN.BHD	Body corporate	Malaysia	100%	Malaysia
Yojee (Cambodia) Co., Ltd	Body corporate	Cambodia	100%	Cambodia

Smart Yojee Pty Ltd, in which the Group holds a 51% interest, is a joint venture accounted for using the equity method (refer Note 17). It is not controlled by the Group and accordingly does not form part of the consolidated entity for the purposes of this statement.

ADDITIONAL SHAREHOLDER INFORMATION

Additional information required by Australian Securities Exchange Ltd and not shown elsewhere in this report is as follows. The shareholder information set out below was applicable as at 14 September 2026.

Securities

Quotation has been granted for 425,452,150 ordinary shares of the Company on the Australian Securities Exchange.

Quoted Securities

ASX Code	Number of Holders	Security Description	Total Securities
YOJ	4,005	Ordinary Fully Paid Shares	425,452,150

Unquoted Securities

ASX Code	Number of Holders	Security Description	Total Securities
YOJAA	16	Performance Rights	26,013,318
YOJAAE1	4	Options expiring 16/04/2029 exercisable at \$0.05	7,745,000
YOJAAF2	2	Options expiring 24/07/2029 exercisable at \$0.05	15,000,000
YOJAAG3	7	Options expiring 23/04/2030 exercisable at \$0.15	9,000,000
YOJAP4	4	Options expiring 15/08/2030 exercisable at \$0.50	13,000,000

- 708 Capital Pty Ltd holds 2,250,000 options (29.05%), and Ideal Equities Pty Ltd and Tiga Trading Pty Ltd each hold 2,000,000 options (25.82% each), in this class of options.
- 708 Capital Pty Ltd holds 7,500,000 options (50.00%) and WaterOX Pty Ltd holds 7,500,000 options (50.00%) of this class of options.
- Thorney Technologies Ltd holds 3,000,000 options (33.33%) in this class of options.
- 708 Capital Pty Ltd holds 12,500,000 options (96.15%) in this class of options.

1. DISTRIBUTION OF SHAREHOLDERS

Analysis of number of shareholders by size of holding:

Category of Holding	Number of Holders	Number of Shares	% of Capital
1 - 1,000	1,781	652,864	0.15
1,001 - 5,000	976	2,364,153	0.56
5,001 - 10,000	297	2,220,000	0.52
10,001 - 100,000	647	23,760,008	5.58
100,001 Over	304	396,455,125	93.18
(Rounding)			0.01
Total	4,005	425,452,150	100.00

2. HOLDINGS LESS THAN A MARKETABLE PARCEL

There are 2,307 holdings representing 1,465,199 shares (0.34% of issued capital) with less than a marketable parcel value (\$0.23 per Share).

3. TWENTY LARGEST SHAREHOLDERS

The names of the twenty largest holders by account holding of ordinary shares are listed below:

Rank	Name	Units	%
1	BNP PARIBAS NOMINEES PTY LTD <HUB24 CUSTODIAL SERV LTD>	62,159,238	14.61
2	NETWEALTH INVESTMENTS LIMITED <WRAP SERVICES A/C>	46,315,636	10.89
3	ICE COLD INVESTMENTS PTY LTD <GEOFFREY BROWN FAMILY A/C>	25,175,015	5.92
4	UBS NOMINEES PTY LTD	18,187,939	4.27
5	MR STEPHEN ERNEST ANASTOS + MRS GLENISE KAYE HENDERSON <SEA S/F A/C>	10,896,699	2.56
6	GREATSIDE HOLDINGS PTY LTD <ADL A/C>	10,339,639	2.43
7	MR MARK CONNELL	10,335,016	2.43
8	BNP PARIBAS NOMS PTY LTD	9,030,516	2.12
9	RAVENHILL INVESTMENTS PTY LTD <HOUSE OF EQUITY A/C>	8,465,801	1.99
10	ICE COLD INVESTMENTS PTY LTD <BROWNS CHELTENHAM RD SF A/C>	7,550,000	1.77
11	THORNEY INTERNATIONAL PTY LTD	7,140,363	1.68
12	PARETO NOMINEES PTY LTD <THE DAMELLE A/C>	6,182,500	1.45
13	BERGER INVESTMENT FUND PTY LTD <BERGER INVESTMENT FUND A/C>	6,020,000	1.41
14	POVEY BIGS PTY LTD <THE POVEY SLUSH S/F A/C>	5,045,502	1.19
15	MR SHANE EDWARD D'APRILE	4,661,800	1.10
16	MRS MICHELLE DENNY <PIRATE'S COVE A/C>	4,400,000	1.03
17	ISLAND VIEW INVESTMENTS WA PTY LTD <CAPE INVESTMENT A/C>	4,227,500	0.99
18	SB & ET HOLDINGS PTY LTD	3,448,948	0.81
19	MR BRADLEY JOHN HARRIS	3,400,000	0.80
20	JOARCH JAGIA INVESTMENTS PTY LTD	3,345,774	0.79
Total Twenty Largest Shareholders		256,327,886	60.25
Total Remaining Shareholders Balance		169,124,264	39.75

4. RESTRICTED SECURITIES

There are no restricted securities under the ASX Listing Rules. A total of 2,507,138 shares are subject to voluntary escrow.

5. SUBSTANTIAL SHAREHOLDERS

Names of substantial holders and number of securities to which the substantial holder and its associates have a relevant interest as disclosed in substantial holding notices given to the Company under the Corporations Act.

Name	Shares *	% of Shares*
ICE COLD INVESTMENTS PTY LTD AND MR GEOFFREY FRANCIS BROWN	33,950,015	10.80
HUB 24 LIMITED	21,324,260	6.06
THORNEY TECHNOLOGIES LTD	19,047,073	7.30
TIGA TRADING PTY LTD	19,047,073	7.30

* (as at date of substantial holder notice)

6. VOTING RIGHTS

Ordinary Shares

At a general meeting of shareholders:

- (a) On a show of hands, each person who is a member or sole proxy has one vote.
- (b) On a poll, each shareholder is entitled to one vote for each fully paid share.

Options and Performance Rights

No voting rights.

7. ON-MARKET BUY-BACK

There is no current on-market buy-back.

8. CORPORATE GOVERNANCE STATEMENT

The Company has prepared a Corporate Governance Statement which sets out the corporate governance practices that were in operation throughout the financial year. In accordance with ASX Listing Rule 4.10.3, the Corporate Governance Statement will be available for review on the Company's website (<https://yojee.com/investors/corporate-information>), and will be lodged with ASX at the same time that this Annual Report is lodged with ASX.