

28 August 2023

#### APPENDIX 4E – PRELIMINARY FINAL REPORT FOR THE YEAR ENDED 30 JUNE 2023

**Name of Entity:** Raiz Invest Limited  
**ABN:** 74 615 510 177  
**Reporting period (“Current period”):** Year ended 30 June 2023  
**Previous corresponding period:** Year ended 30 June 2022

#### Results for announcement to the market

Key Information	2023 \$000	2022 \$000	% Change
Revenue from ordinary activities	18,561	18,695	(1%)
Loss for the year	(8,053)	(11,188)	(28%)
Net Loss attributable to members of the parent entity	(6,897)	(9,634)	(28%)

#### Dividends Paid and Proposed

The Group did not recommend, declare, or pay a cash dividend during the financial year ending 30 June 2023 (2022: nil).

#### Statement of Profit or Loss and Other Comprehensive Income with Notes to the Statement

Refer to pages 27 of the 30 June 2023 financial report and accompanying notes for Raiz Invest Limited and controlled entities (Group).

#### Statement of Financial Position with Notes to the Statement

Refer to page 28 of the 30 June 2023 financial report and accompanying notes for the Group.

#### Statement of Cash Flows with Notes to the Statement

Refer to page 31 of the 30 June 2023 financial report and accompanying notes for the Group.

#### Statement of Retained Earnings Showing Movements

	2023 \$000	2022 \$000
Balance at the beginning of the year	(33,091)	(23,457)
Net loss attributable to owners of the parent entity	(6,897)	(9,634)
<b>Balance at the end of the year</b>	<b>(39,988)</b>	<b>(33,091)</b>

#### Net Tangible Assets per Share

	2023 \$/share	2022 \$/share
Net tangible assets per share	0.11	0.19



## APPENDIX 4E – PRELIMINARY FINAL REPORT FOR THE YEAR ENDED 30 JUNE 2023

### Control Gained or Lost over Entities in the Year

There is no control gained or lost during the financial year.

### Investment in Subsidiaries and Joint Ventures

	2023	2022
	%	%
Material investments in subsidiaries and joint ventures are as follows:		
Raiz Invest Australia Limited	100.0	100.0
Instreet Investment Limited	100.0	100.0
Instreet Acorns Pty Ltd	100.0	100.0
PT. Raiz Invest Indonesia	80.0*	80.0
Raiz Malaysia SDN BHD	70.0	70.0
Raiz (Thailand) Limited	100.0	100.0
Raiz Home Ownership Pty Ltd	100.0	100.0
PT Raiz Solusi Indonesia	79.2	79.2
Superestate Pty Limited	100.0	100.0
Raiz Vietnam Ltd	100.0	100.0

### Commentary on the Results for the Period

Refer to the commentary on the results for the period contained in the “Operating Results” included within the operating and financial review section of the annual report.

### Status of Audit

The 30 June 2023 financial statements and accompanying notes for the Group have been audited and are not subject to any disputes or qualifications. Refer to page 68 of the 30 June 2023 financial report for a copy of the auditor's report.

**Brendan Malone**

Managing Director/Group CEO

Dated: 28 August 2023

### Notes:

1. All the documents comprise the information required by listing rule 4.3A. The Information should be read in conjunction with the audited 30 June 2023 annual financial report and all ASX announcements made by the Company during the year.

\* The equity position of Raiz Invest Australia Limited in PT. Raiz Invest Indonesia (Joint Venture ) has changed since 30 June 2023. An EGM has been held approving a debt to equity conversion, resulting in an increase in the equity position of Raiz Invest Australia Limited, from 80% to 99% in the Joint Venture. Please refer to Note 22 of the 30 June 2023 financial report for more details.



**Raiz Invest Limited**

**ABN 74 615 510 177  
and Controlled Entities**

**FINANCIAL REPORT**

**for the year ended 30 June 2023**

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## CHAIR & CEO MESSAGE

Dear Fellow Shareholders,

We are pleased to report that Raiz has grown our customer base and funds under management (FUM) this past year, despite the very challenging environment. We believe this is testament to the attractiveness of our user-friendly platform and evidence that our product offer resonates strongly with our customers who continue to demonstrate loyalty and trust in the Raiz brand.

Since launching in 2016 Raiz has achieved solid growth, with more than 3.4 million sign ups, over 685,000 active customers and \$1.15B FUM at 30 June 2023. In this last year we have seen average balances grow to \$3,823.42 (up 17.7%) and annual recurring revenue increase by 3%.

The Board and management team have worked together refreshing and implementing our strategy to focus on building a sustainable and more profitable business model. The new strategy has seen us reposition the Southeast Asia operating model and increase our focus on the core Australian business.

Our disciplined approach to executing this strategy was important both for capital management and for delivering the best outcomes for our shareholders, staff and customers. As a result, our financial performance has stabilised with a significant reduction of annual expenses and improved cash flow achieved during the year. Our Australian operations have remained operational cash flow positive, and we are now well positioned for continued growth and maintaining stronger positive operating cash flows in the current financial year.

Throughout FY23 the team remained determined to deliver results, including:

- Significantly reduced the operating cash burn across the Group in the second half of FY23, achieving annualised cost savings of \$4 million.
- Launched the Raiz Property Fund allowing all Australians access to invest in Australian residential property asset class.
- Combined Superestate into Raiz Invest Super and completing respective Successor Fund transfers in regard to Trustee and Administrators.
- Achieved a rating as the number 1 SRI themed Superannuation portfolio over the last 12 months by SuperRatings for our socially responsible themed Emerald portfolio.
- Being named in the CNBC's Top 200 global fintech companies (one of only seven in Australia) for 2023.
- Restructuring the equity ownership in Indonesia and ongoing engagement with our partners in Malaysia to shift operational functions to local providers.

Since the end of the financial year we have also seen the Plus portfolio rollout in Australia.

### What's next?

We will continue to focus on our strategy of delivering growth and stability and maintaining our brand as a leading fintech.

### Australia

We are committed to continual improvement in innovation and design for the benefit of our customers. We look forward to delivering exciting new products, as well as operational and system improvements to enhance the customer experience on the platform.

### Southeast Asia

We have de-risked and neutralised the capital outlay required for the SE Asian operations. This change in our strategy reflects our recognition of the importance of having local on the ground partners in this region and we look forward to growing the Raiz brand in collaboration with our local partners.

**Raiz today is a fundamentally different company with an incredibly bright future.**

We will continue to evolve the way we work and build on what we have created with our agile approach, making us faster to market, more efficient and even more customer centric.

We are laser focussed on creating innovative products and services, supporting customers to build financial security and delivering a world class product with an exceptional customer experience.

Our hybrid workplace offers our staff and our operations the flexibility demanded in today's world. We continue to ensure our teams have all the learning opportunities and tools they need to grow so that Raiz remains a great place to work.

The Board and team are committed to the governance framework and policies that we have in place and regularly discuss improvement opportunities. We are actively discussing the development of an ESG framework to further enhance the long-term sustainability of the business. We are excited to explore and support new innovations and opportunities as we continue to deliver on our plan.

### **Thank you**

The Raiz Board and staff would like to sincerely thank our hundreds of thousands of loyal customers for your ongoing support during the year because ultimately without you, there would be no Raiz.

Thank you also to every Raiz employee for the great work you have done and for your constant willingness to step up and do what's needed for the benefits of our customers.

And most importantly thank you to our shareholders for your continued support of Raiz Invest. We are looking forward to a new era of growth and stability.



**Kelly Humphreys**

Chair of the Board

28 August 2023



**Brendan Malone**

Managing Director/Group CEO

28 August 2023

## GROUP RESTRUCTURE – MESSAGE FROM THE CHAIR

Dear Fellow Shareholders,

Throughout FY23 Raiz made announcements about Board and Managing Director changes.

Along with building capacity and capability across the team, a key change in our management structure saw Brendan Malone assume the role of Managing Director/Group CEO. Brendan has been with RAIZ since 2015, is passionate about delivering value to our investors and customers, has a deep understanding of the business and is committed to building the depth and capability of the management team to deliver great outcomes.

I would like to take this opportunity to acknowledge and thank Stuart Grimshaw and Harvey Kalman, our previous Chairs and George Lucas, our previous Managing Director and Joint Group CEO International for their commitment and dedication to RAIZ and wish them every success.

On your behalf and that of the Board, I would also like to thank our Managing Director/Group CEO, Brendan for leading the strategy implementation and maintaining an unwavering focus on improving outcomes for Raiz. Together with the support of his fellow executives and the entire Raiz team we are confident that Raiz will maintain and improve our position as a leading retail wealth platform.



**Kelly Humphreys**

Chair of the Board

28 August 2023

## OPERATING AND FINANCIAL REVIEW

### Principal Activities

The Company provides financial services and products through its mobile first micro-investing platform which offers its customers an easy way to regularly invest either small or large amounts of money using the Raiz mobile application or through the Raiz website in Australia, Indonesia and Malaysia.

### Significant Changes to Activities

There were no significant changes in the nature of the principal activities during the financial year.

### Our Business Model and Objectives

The Group has a recurring revenue model, generating revenue from offering financial services and products to the customers on the Raiz platform. Revenue is received monthly. Additionally, revenue is generated through highly targeted advertising using the metrics stored in the Raiz database.

Raiz's revenue falls under five main categories, and has two operating segments, which are further explained below.

### Maintenance fees

In Australia, Raiz charges a monthly maintenance fee of \$3.50 (\$4.50 from 1 August 2023) (including GST) to active customers in Raiz Standard Portfolio with account values of less than \$15,000 (\$20,000 from 1 August 2023) at the end of each month. The maintenance fee is direct debited from the customer's funding account, rather than from their Raiz Investment Account, which means that the maintenance fee does not impact upon the balance of a customer's Raiz Investment Account.

Raiz also offers Raiz Plus Portfolio (formerly known as Raiz Custom Portfolio) in Australia and Raiz Custom Portfolio in Malaysia. In Australia customers pay a monthly maintenance fee of \$4.50 (\$5.50 from 1 August 2023) (including GST) with account values of less than \$20,000 (\$25,000 from 1 August 2023) at the end of each month.

Customers in the Raiz Sapphire or Property Portfolio pay both a maintenance fee of \$3.50 (\$4.50 from 1 August 2023) (including GST) and an account fee (0.275% including GST per annum charged monthly, computed daily) on any balance.

In Malaysia, Raiz charges a monthly maintenance fee of RM1.50 (including SST) to active customers with account values of less than RM6,000 at the end of each month.

In Indonesia, Raiz charges a transaction fee of IDR3,600 on each transaction and there is also a "Bundling Subscription" where users can choose a subscriptions payment method instead of a one-off transaction fee.

### Account fees

If a Raiz Investment Account in Australia has a value equal to or greater than \$15,000 (\$20,000 from 1 August 2023) at the end of the month for Raiz Standard Portfolio or \$20,000 (\$25,000 from 1 August 2023) for Raiz Plus Portfolio or SMSF Accounts, no maintenance fee will be payable for that month as an account fee will be charged.

For account balances equal to or greater than \$15,000 (\$20,000 from 1 August 2023) for Raiz Standard Portfolio or \$20,000 (\$25,000 from 1 August 2023) for Raiz Plus Portfolio, Raiz applies an account fee of 0.275% (including GST) per annum charged monthly, computed daily.

Customers in the Raiz Sapphire or Property Portfolio pay both a maintenance fee of \$3.50 (\$4.50 from 1 August 2023) (including GST) and an account fee (0.275% including GST per annum charged monthly, computed daily) on any balance.

In Malaysia, for account balances equal to or greater than RM6,000, Raiz applies an account fee of 0.30% (including SST) per annum charged monthly, computed daily.

In both Malaysia and Indonesia, Raiz received revenue from fees linked to funds under management, but these were not material.



## OPERATING AND FINANCIAL REVIEW

### Netting

Where the acquisition or disposal of Exchange Traded Fund (ETF), Bitcoin (BTC) units, Property Fund units or Listed Stocks on behalf of a Raiz customer in Australia does not require a transaction on-market, Raiz applies a buy sell spread (at market or below), also known as netting. Raiz earns revenue from applying a buy sell spread rather than paying away the spread on the market. By netting, Raiz can absorb brokerage fees rather than passing this fee on to its customers.

### Advertising

Raiz receives revenue from highly targeted advertising by utilising its aggregation of data from various sources including rich data from the Raiz smartphone application and external providers. The revenue amount varies depending on the partner and commercial arrangements.

### Other

Raiz received income from other activities such as sub-leasing its office space, recovering expenses and authorised representative fees from Instreet Investment Australia Limited for use of its AFSL held by the Group. Raiz no longer receives income from these activities from 1 July 2023.

### Operating Results

The consolidated loss attributable to owners of the parent entity amounted to \$6,897,000 for the year ending 30 June 2023 (2022: \$9,634,000 loss, a \$2,737,000 or 28% decrease), after providing for income tax and eliminating non-controlling interests. The consolidated loss attributable to owners of the parent entity after adding back the amortisation and depreciation expenses and share option expenses amounted to \$3,365,000 (2022: \$5,902,000 loss, a \$2,537,000 or 43% decrease).

The decrease in loss was driven by marketing expenses \$4,685,000 (2022: \$8,275,000, a \$3,590,000 or 43% decrease), and professional fees \$1,918,000 (2022: \$2,380,000, a \$462,000 or 19% decrease). Employee benefits expenses increased by \$330,000 or 5% to \$6,987,000 (2022: \$6,657,000) and these included \$681,000 termination benefits payment to the former Managing Director/Joint Group CEO.

The ongoing review to streamline operations has delivered significant cost reductions. The benefits of these internal restructures can be seen in second half of FY23. Loss from operations before income tax in second half of FY23 (2HFY23) decreased by \$1,909,000 or 39% to \$3,005,000 comparing to \$4,914,000 in first half of FY23 (1HFY23). Net cash used in operating activities also decreased by 83% to \$431,000 in 2HFY23 compared to \$2,569,000 in 1HFY23, a reduction of \$2,138,000. At the same time, the Group has achieved a 27% reduction in total trade and other payables (both current and non-current) from \$5,025,000 at 30 June 2022 to \$3,645,000 at 30 June 2023, a reduction of \$1,380,000.

### Financial Position

The net assets of the consolidated Group are \$38,582,000 as at 30 June 2023 (2022: \$46,031,000).

The Group's working capital after deducting regulatory capital, being current assets less both current liabilities and regulatory capital, is \$5,161,000 as at 30 June 2023 (2022: \$13,444,000).

The Group is currently holding approximately \$5,700,000 in regulatory capital, which is what the Group is required to hold as a maximum.

The Directors believe the Group is in a strong and stable financial position to expand and grow its operations based on the Company's current business strategy.

## OPERATING AND FINANCIAL REVIEW

### Events after the Reporting Period

The Australian business released the Raiz Plus Product and also increased the fee for its members from 1 August 2023. Please refer to ASX announcements found on the company investor centre website.

The equity position of Raiz Invest Australia Limited in PT. Raiz Invest Indonesia (Joint Venture ) has changed since 30 June 2023. An EGM has been held approving a debt to equity conversion, resulting in an increase in the equity position of Raiz Invest Australia Limited, from 80% to 99% in the Joint Venture. This is part of the planned restructure of the Indonesian Joint Venture. The next steps in the restructure are being progressed including finalising the terms (including equity position) upon which a new local third party will participate in the Joint Venture.

Harvey Kalman has resigned as Non-Executive Director effective 31 August 2023.

No other matters or circumstances have arisen since the end of the financial year which significantly affected or could significantly affect the operations of the consolidated Group in future financial years.

### Future Developments, Prospects and Business Strategies

The current areas of strategic focus of the Group include the following:

- increase the 'Lifetime Value of Customers' through new products and services, reduced 'churn' and improved conversion;
- accelerating the Group's revenue growth;
- strategic repositioning of the Raiz Group's expansion and operations into Southeast Asia; and
- developing and distributing new financial services and products to meet the needs of our customer base.

### Business Risks

The Company has implemented an enterprise risk framework which include risk registers, a risk appetite statement and management committees to assist in managing the Company's financial and operational risks. In summary the Company has identified the following financial and operational risks as the highest risks that affect the Group:

- loss of key management personnel;
- damage to the brand;
- failure to attract and retain customers;
- loss of key vendors;
- failure to execute on formulated strategy;
- privacy, data and cybersecurity; and
- regulatory and compliance risk.

The Company has developed appropriate risk management strategies for each of these key risks and has implemented a robust monthly reporting dashboard to monitor these risks together with emerging risks.

### Environment Regulation

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

## CORPORATE GOVERNANCE STATEMENT

### **Raiz Invest Limited's Corporate Governance Arrangements**

The objective of the Board of Raiz Invest Limited is to create and deliver trusted financial services to its customers which will create value for shareholders in the long term. While the Company's business activities hold significant value and makes a substantial contribution towards achieving the Board's objective, management of the synergies arising from the interrelations between the various stakeholders and partners is critical to achieving the objective of creating and delivering long-term shareholder value.

The Board considers there to be an unambiguous and positive relationship between the creation and delivery of long-term shareholder value and high-quality corporate governance. Accordingly, in pursuing its objective, the Board has committed to corporate governance arrangements that strive to foster the values of integrity, trust and openness among and between board members, management, employees, members of the Fund and suppliers.

Raiz Invest Limited and its subsidiaries operate as a single economic entity with a unified board and management. As such, the Board's corporate governance arrangements apply to all entities within the economic Group.

Raiz Invest Limited is listed on the Australian Securities Exchange (ASX) and is the parent entity of Instreet Investment Limited, a holder of an Australian Financial Services Licence (AFSL 434776). Accordingly, unless stated otherwise in this document, the Board's corporate governance arrangements comply with the recommendations of the ASX Corporate Governance Council (including the 2014 amendments) as well as ASIC requirements for a Responsible Entity. The corporate governance statements have been approved by the Board and can be found on our website at <https://raizinvest.com.au/investors/governance>.

## DIRECTORS' REPORT

Your Directors present their report on the consolidated entity (referred to herein as the Group) consisting of Raiz Invest Limited and its controlled entities for the financial year ended 30 June 2023. The information in the preceding operating and financial review forms part of this report for the financial year ended 30 June 2023 and is to be read in conjunction with the following information:

### GENERAL INFORMATION

#### Directors

The following persons were Directors of Raiz Invest Limited during or since the end of the financial year up to the date of this report:

#### Current Directors:

- **Kelly Humphreys** - Independent Non-Executive Chair (Appointed as Interim Chair on 1 June 2023 and confirmed as the Chair on 30 June 2023)
- **Harvey Kalman** - Independent Non-Executive Director (Resigned from Chair on 26 September 2022 and resigned as Non-Executive Director effective 31 August 2023)
- **Philippa Taylor** - Independent Non-Executive Director
- **Brendan Malone** - Managing Director/Group CEO (Appointed on 26 September 2022)\*

#### Previous Directors in FY23:

- **Stuart Grimshaw** - Independent Non-Executive Chair (Appointed to Chair on 26 September 2022 and resigned on 31 May 2023)
- **George Lucas** - Managing Director/Joint Group CEO (Resigned on 26 September 2022)

\* Prior to Brendan's appointment as the Managing Director/Group CEO, Brendan was Executive Director/Joint Group CEO.

Director's experience and qualifications are set out below.

#### Information Relating to Directors and Company Secretary as at 30 June 2023

Kelly Humphreys	Independent Non-Executive Chair (Appointed as Interim Chair on 1 June 2023 and confirmed as the Chair on 30 June 2023)
<b>Qualifications and Experience</b>	<p>Kelly Humphreys is the Chair of the Board.</p> <p>Kelly is an experienced non-executive director and accomplished financial services professional with current board roles across diverse sectors including building regulation, health, financial services and education. She is also Chair of the Risk &amp; Technology Committee.</p> <p>Kelly has extensive experience in insurance and lending and a depth of technical expertise in operations, risk management and governance. She brings a strong commercial approach to achieving objectives in complex regulatory environments and demonstrates ability in engaging stakeholders and working effectively to deliver business growth and improved performance.</p> <p>Kelly holds a Master of Management, a Diploma of Financial Services and is a graduate member of the Australian Institute of Company Directors.</p>
<b>Interest in Shares and Options</b>	140,000 ordinary shares in Raiz Invest Limited (including related entities) and options to acquire a further 175,000 ordinary shares.
<b>Special Responsibilities</b>	Independent Chair and Chair of the Risk & Technology Committee, Member of the Audit Committee and Member of the Nomination, Remuneration & Culture Committee.
<b>Directorships held in other listed entities during the three years prior to the current year</b>	<p>Non-Executive Director of NSX Limited (ASX: NSX)</p> <p>Non-Executive Director of Victory Offices Limited (ASX: VOL) (Appointed on 1 December 2021 and resigned on 24 May 2022)</p>

Philippa Taylor		Independent Non-Executive Director
<b>Qualifications and Experience</b>	<p>Philippa Taylor is an experienced non-executive director with over two decades on boards, including as Chair of Remuneration &amp; Nominations Committees.</p> <p>Philippa has an extensive executive career with over 30 years as a professional human resources expert and board advisor to ASX-listed, commercial, government and not-for-profit organisations in financial services, professional services, tourism and recreation. Philippa brings a wealth of experience in workforce and executive governance, organisational culture and engagement.</p> <p>Current positions include Board Member for Apollo League, and Board Member for We Make A Difference Pty Ltd. Previous Board Member and Chair of Remuneration &amp; Nominations Committees for the International Women's Development Agency, and Board Member and Member of the Finance, Audit and Risk Committee for Western Leisure Services.</p> <p>Philippa has a Master of Business Administration, a Bachelor of Administration (Human Resource Management), a Graduate Diploma in Adult Education and is a graduate of the Australian Institute of Company Directors.</p>	
<b>Interest in Shares and Options</b>	58,500 ordinary shares in Raiz Invest Limited (including related entities) and options to acquire a further 175,000 ordinary shares	
<b>Special Responsibilities</b>	Independent Non-Executive Director and Chair of the Nomination, Remuneration & Culture Committee, Member of the Risk & Technology Committee and member of the Audit Committee.	
<b>Directorships held in other listed entities during the three years prior to the current year</b>	Nil	
Brendan Malone		Managing Director/Group CEO (Appointed on 26 September 2022)
<b>Qualifications and Experience</b>	<p>Brendan is the Managing Director/Group CEO of Raiz Invest Limited. Brendan Malone has over 25 years' experience in financial institutions including The Royal Bank of Scotland (RBS) and ABN AMRO (AMRO).</p> <p>Brendan has extensive experience across all aspects of investment banking, client coverage and strategy, along with compliance and all operational functions. Brendan is known for his ability to innovate and operate at a highly strategic level, whilst driving operational excellence with a strong attention to detail. He has led large scale workforces across most front- and back-office functions. He has delivered transformational agendas resulting in significant synergies through mergers, acquisitions, restructuring and downsizing. Brendan has experience working across various continents, jurisdictions, legislations and regulatory environments as well as cultures in both developed and emerging economies. Brendan's previous roles have consisted of both front and back office functions across key financial hubs including London, Hong Kong, Singapore and Sydney.</p> <p>Brendan graduated from the University of Newcastle with a Bachelor of Commerce, majoring in accounting and finance. Brendan is a member of both The Chartered Institute of Management Accountants and the Australian Institute of Company Directors.</p>	
<b>Interest in Shares and Options</b>	335,400 ordinary shares in Raiz Invest Limited (including related entities) and options to acquire a further 3,141,518 ordinary shares	
<b>Special Responsibilities</b>	Managing Director and Group CEO	

**Directorships held in other listed entities during the three years prior to the current year**

Nil

**Harvey Kalman**

**Independent Non-Executive Director (Resigned from Chair on 26 September 2022 and resigned as Non-Executive Director effective 31 August 2023)**

**Qualifications and Experience**

Harvey is a senior executive and board member with over 30 years in financial services, having provided leadership and strategic advisory across business growth, risk management, funds management, service provision, operations, and innovation. Harvey oversaw the setup and success of Equity Trustees Corporate Trustees Services (ASX: EQT), increasing funds under supervision from \$0.5m in January 2000 to over \$100bn in July 2021.

Current positions include Board Member and Chair of the Audit and Investments Board Committee for the Menzies Foundation and Chair of the Financial Planning Advisory Board at Deakin University, Board member and Chair of Arbitrium Capital Partners and its Credit Risk Committee, Group Chair at MSC Group, and Chair of Connexian.

Previous board appointments include Victorian Legal Services Board and executive positions at KPMG, ANZ and Ford Credit.

**Interest in Shares and Options**

62,000 ordinary shares in Raiz Invest Limited (including related entities) and options to acquire a further 200,000 ordinary shares

**Special Responsibilities**

Independent Non-Executive Director and Chair of the Audit Committee, Member of the Nomination, Remuneration & Culture Committee and Member of the Risk & Technology Committee.

**Directorships held in other listed entities during the three years prior to the current year**

Nil

**Lee Tamplin**

**Company Secretary (Appointed on 12 August 2022)**

Mr Tamplin is a governance and compliance professional and is currently Company Secretary for a number of ASX listed and unlisted public and private companies. He holds an honours degree in Financial Services, has completed a Graduate Diploma of Applied Corporate Governance and Risk Management and is a graduate of the Australian Institute of Company Directors.

#### **Dividends Paid or Recommended**

The Group did not recommend, declare, or pay a cash dividend during the financial year ending 30 June 2023 (2022: nil).

#### **Indemnifying and Insurance of Officers**

During or since the end of the financial year, the Company has given an indemnity or entered into an agreement to indemnify, or paid or agreed to pay insurance premiums as follows:

- The Company has in place Directors & Officers liability cover for each of the Directors above and company officers.

#### **Indemnifying and Insurance of Auditor**

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

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

## Proceedings on Behalf of the Company

No person has applied for leave of Court to bring proceedings on behalf of the Company or 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 any part of those proceedings.

The Company was not a party to any such proceedings during the year.

## Non-audit Services

The Board of Directors, in accordance with advice from the Audit and Risk Committee, is satisfied that the provision of non-audit services during the year is compatible with the general standard of independence for auditors imposed by the *Corporations Act 2001*. The Directors are satisfied that the services disclosed below did not compromise the external auditor's independence for the following reasons:

- all non-audit services are reviewed and approved by the Audit and Risk Committee prior to commencement to ensure they do not adversely affect the integrity and objectivity of the auditor; and
- the nature of the services provided does not compromise the general principles relating to auditor independence in accordance with APES 110: *Code of Ethics for Professional Accountants* set by the Accounting Professional and Ethical Standards Board.

## Options

At the date of this report, the unissued ordinary shares of Raiz Invest Limited under option are as follows:

Grant Date	Date of Expiry	Exercise Price	Number under Option
1 July 2015	1 July 2025	\$0.200	2,025,029
1 June 2016	1 June 2026	\$0.250	181,117
1 March 2017	1 March 2027	\$0.950	965,957
1 October 2017	1 October 2027	\$0.950	1,086,702
20 June 2018	20 June 2028	\$1.800	1,670,000
31 December 2019	31 December 2024	\$0.500	1,009,000
1 January 2020	1 January 2030	\$1.130	255,756
4 January 2021	3 January 2026	\$1.144	750,000
11 January 2021	10 January 2026	\$0.500	50,000
11 January 2021	10 January 2026	\$0.860	100,000
21 July 2021	31 January 2026	\$0.900	10,000
21 July 2021	31 March 2026	\$1.500	50,000
25 October 2021	31 October 2026	\$2.302	200,000
1 December 2021	1 December 2026	\$2.177	1,000,000
31 January 2022	31 January 2027	\$1.980	175,000
27 May 2022	26 May 2027	\$1.078	130,000
9 December 2022	1 February 2027	\$1.937	175,000
			9,833,561

Option holders do not have any rights to participate in any issues of shares or other interests of the Company or any other entity.

There have been no options granted over unissued shares or interests of any controlled entity within the Group during or since the end of the reporting period.

## Meetings of Directors

Director name	Board meetings		Audit Committee meetings*			Risk & Technology Committee meetings*			Nomination, Remuneration & Culture Committee meetings		
	Held	Attended	Held	Attended	Observed	Held	Attended	Observed	Held	Attended	Observed
Kelly Humphreys	13	13	5	5		5	5		5	1	4
Stuart Grimshaw**	12	12	4	4		4	4		4	4	
Harvey Kalman	13	13	5	5		5	3	2	5	5	
Philippa Taylor	13	13	5	1	4	5	3	2	5	5	
Brendan Malone	13	13			5			5			5
George Lucas***	3	3			1			1			1

\*During the financial year, the Audit & Risk Committee was restructured to form Audit committee and Risk & Technology Committee.

\*\*Stuart Grimshaw resigned from the Board on 31 May 2023

\*\*\*George Lucas resigned from the Board on 26 September 2022



## Letter from the Chair of the Nomination, Remuneration and Culture Committee

Dear Fellow Shareholders,

On behalf of the Board of Raiz Invest Limited, I am pleased to present Raiz's FY23 Remuneration Report.

As indicated by the Chair and the Managing Director/Group CEO in their letter to shareholders, Raiz has grown both our customer base and FUM, despite the challenging economic and global environment. To further Raiz's continued maturity and growth, this Committee has further developed our governance structures and practices to ensure they are fit-for-purpose, both now and into the future.

The report is designed to enable our shareholders and other stakeholders to understand the corporate governance framework and how remuneration, performance, culture and leadership expectations align with, and support the delivery of, the Company's strategy.

During the year, the Board saw several changes to its membership. This began with the departure of our Managing Director and Joint Group CEO (International), George Lucas, in December 2022 and the promotion of Brendan Malone from Joint Group CEO (Australia) to Managing Director/Group CEO. Raiz has also seen changes to our Chair role during this past year. Harvey Kalman stepped back into a director role in September 2022, with Stuart Grimshaw assuming the role until stepping off the board on 31 May 2023. The Board undertook a comprehensive review of its skills matrix and the composition of the board and Kelly Humphreys, a long-serving director has been confirmed as our Chair. Harvey Kalman has recently resigned, and will step off the Board on 31 August 2023.

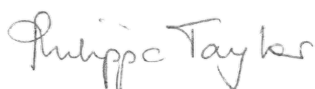
The Committee has worked closely with the Managing Director/Group CEO to review the structure, capacity and capability strengths within the organisation to ensure it reflects our needs. We are in the process of introducing a Global Head of Marketing and Branding role to better connect our customer experience and help drive our growth strategies, as well as better realise the benefits from our relationship with Seven West Media. This role complements and enhances the current management team, significantly reducing key personnel risks and enhancing our succession planning.

As Raiz continues to grow and mature, the Committee is dedicated to ensuring that our remuneration practices align with our strategic intentions and remain contemporary and fit for purpose. With the change of Managing Director, we took the opportunity to revisit the Managing Director/Group CEO's key performance indicators to ensure they were aligned to driving the short, medium and long-term business objectives, as well as driving the desired culture and employee engagement. Separate to this, the Committee has worked with management to review the Company's remuneration strategy and frameworks to enable us to continue to retain and motivate our talented team as well as attract fresh talent in these tight labour markets. This work includes a comprehensive review of our short- and long-term incentive plan, which will be presented to our shareholders at our AGM for consideration and approval.

The Committee also undertook an evaluation of the performance of the Board and its Committees to identify areas for further improvement over the next year. As a result, the Board made changes to the Committee structure and their responsibilities. This saw the Risk and Audit Committee separated into a Risk and Technology Committee, and an Audit Committee, as well as renaming of this Committee to explicitly acknowledge the important role it plays in overseeing the company's culture and employee engagement. The Committee also successfully progressed or closed all key priority areas identified in the previous year's evaluation process.

Finally, this Committee continues to review policies and practices to ensure they are contemporary, compliant, fit for purpose, and contribute to a strong, positive employee value proposition.

Yours sincerely



**Philippa Taylor**

Non-Executive Director and Chair of the Nomination, Remuneration and Culture Committee

28 August 2023

## REMUNERATION REPORT - AUDITED

This remuneration report details the director and executive remuneration arrangements for Raiz Invest Limited and its controlled entities (Raiz) in accordance with the requirements of the *Corporations Act 2001* and Regulations thereto. The aim of this report is to enable our shareholders and other interested stakeholders (particularly members of the Raiz Invest Australia Fund) to understand the corporate governance framework that has been put in place to link remuneration with the Company's strategy, culture, and performance.

### Overview of Company Performance

	2023	2022	Change %
Share price performance as at y/e (\$/share)	0.315	0.65	(51.5)
Total dividend paid (\$/share)	-	-	-
Total revenue including other income (\$ 000)	19,169	19,339	(0.9)
Active customers (Global)	685,263	652,702	5.0
FUM (\$ million, Australia)	1,132	940	20.3
EBITDA (\$ 000)	(4,748)	(7,615)	37.6

### Key Management Personnel (KMP)

Raiz Invest Limited's KMPs, comprise one Executive Director of the Company and Senior Executives. 'Senior Executives' refer to the Group CEO and those other executives with authority and responsibility for planning, directing, and controlling the activities of the Company and the Group, directly or indirectly.

The Board has considered what constitutes "independence" of Directors, noting that to describe a director as "independent" carries with it a particular connotation that the Director is not allied with the interests of management, a substantial security holder or other relevant stakeholders and can and will bring an independent judgment to bear on issues before the Board. The Board assesses the materiality of the Directors' interests, positions, associations, or relationships on a case-by-case basis to determine whether it might influence, or reasonably be perceived to influence, in a material respect his or her capacity to bring an independent judgement to bear on issues before the Board and to act in the best interests of the Company and its security holders generally. The Board has considered and approved each of the Non-Executive Directors of the Company as being Independent from their appointment and until at the date of this Report.

The names and details of the Directors and Senior Executive KMPs of Raiz in office during the financial year are as follows:

#### Current Directors

Kelly Humphreys – Independent Non-Executive Chair (Appointed as Interim Chair on 1 June 2023 and confirmed as the Chair on 30 June 2023)

Harvey Kalman – Independent Non-Executive Director, previous Independent Non-Executive Chair (Resigned from Chair on 26 September 2022 and resigned as Non-Executive Director effective 31 August 2023)

Philippa Taylor – Independent Non-Executive Director

Brendan Malone – Managing Director/Group CEO (Appointed to new role on 26 September 2022)

#### Previous Directors held office during FY23

Stuart Grimshaw – Independent Non-Executive Chair (Appointed to Chair on 26 September 2022 and resigned on 31 May 2023)

George Lucas – Managing Director/Joint Group CEO (Resigned on 26 September 2022)

#### Current Senior Executives

Brendan Malone – Managing Director/Group CEO (Appointed to new role on 26 September 2022)

Grant Brits – Chief Operating Officer (Appointed on 1 July 2022)

Weiwei (Alex) Gao – Chief Financial Officer

#### Previous Senior Executives in FY23

George Lucas – Joint Group Chief Executive Officer & Managing Director (Resigned on 26 September 2022)

James Poon – Chief Product Officer & International (Resigned on 30 June 2023)

## REMUNERATION REPORT - AUDITED

### Nomination, Remuneration & Culture Committee Charter

The Nomination, Remuneration & Culture Committee Charter of Raiz is current as at the date of this report and has been approved by the Board and can be found on our website at:

<https://raizinvest.com.au/investors/governance/>

### Remuneration Policy

The Company's remuneration policy has been designed to align KMP objectives with the Company's culture, strategy, risks, and objectives by providing a fixed remuneration component and offering specific short and 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 high-quality KMP to run and manage the consolidated Group in a way that creates congruence between Directors, executives, stakeholders, and shareholders.

The Board's policy for determining the nature and amount of remuneration for KMP of Raiz is as follows:

- The remuneration policy is developed by the Nomination and Remuneration Committee and approved by the Board. Professional advice may be sought from independent external consultants.
- Under the Raiz Invest Limited Constitution, the Board decides the total amount paid to each Non-Executive Director as remuneration for their services as a Director of the Company, subject to the aggregate paid in any financial year not exceeding the amount fixed by the Company's general meeting.
- All Senior Executive KMP receive a base salary (which is based on factors such as duties and accountabilities, benchmarking against the market and experience), superannuation, fringe benefits and performance incentives.
- Performance incentives are generally only paid based on predetermined key performance indicators (KPIs).
- Performance incentives paid in the form of options or rights are intended to align the interests of the KMP and the Company with those of the shareholders. In this regard, KMP are prohibited from limiting risk attached to those instruments by use of derivatives or other means.
- The Nomination and Remuneration Committee reviews KMP packages annually with reference to the consolidated Group's performance, executive performance, and comparable information from industry sectors.

### Remuneration – Non-Executive Directors

The Board's policy is to remunerate Non-Executive Directors for their time, commitment, and responsibilities. The Nomination, Remuneration and Culture Committee recommends payments to the Board for Non-Executive Directors and reviews their remuneration, based on market practice, duties, and accountability. Independent external advice may be sought when required. The maximum aggregate amount of fees that can be paid to Non-Executive Directors is subject to approval by shareholders at the annual general meeting.

The maximum amount payable to Non-Executive Directors has been fixed by the Company at \$550,000 per annum (inclusive of superannuation contributions required by law to be made by the Company). This amount was resolved during the FY22 annual general meeting held on 25 November 2022. Under the ASX Listing Rules, the total amount paid to all Non-Executive Directors for their services must not exceed the aggregate in any financial year the amount fixed by the Company's general meeting.

Non- Executive Directors	Director Fees	Superannuation
	\$	\$
Kelly Humphreys	109,375	11,484
Harvey Kalman (Resigned effective 31 August 2023)	118,125	12,403
Philippa Taylor	109,375	11,484
Stuart Grimshaw (Resigned on 31 May 2023)	128,750	13,519

## Remuneration – Senior Executives

The performance of Senior Executive KMP is measured against group and individual performance criteria agreed annually with each executive. All bonuses and incentives are linked to predetermined targets, with KPIs relating to “Strategic” and “Risk / Compliance” being the main criteria by weight.

KPIs are set in consultation with KMP. The KPIs target areas that the Board believes hold greater potential for the Group expanding the financial and non-financial goals of the Company. Where relevant, the level set for an individual KPI is aligned with budgeted figures for the Group.

Performance in relation to the KPIs is assessed annually, with short and long-term incentives being awarded depending on the weighting and priorities of the KPIs achieved.

The Board may exercise its discretion in relation to approving short and long-term incentives and can recommend changes to the committee's recommendations. Any change must be justified by reference to measurable performance criteria. The policy is designed to attract the highest calibre of executives and reward them for performance results.

KMP receive a superannuation guarantee contribution required by the government, which is currently 11% from 1 July 2023 (10.5% from 1 July 2022 to 30 June 2023) but limited to the maximum contributions base as determined by the Australian Taxation Office for any given year.

Senior Executive KMP are also entitled and encouraged to participate in the employee share and option arrangements to align KMP interests with shareholders' interests.

Options granted under the arrangement do not carry dividend or voting rights. Each option is entitled to be converted into one ordinary share once the vesting date has been met and the interim or final financial report has been disclosed to the public. The value of options granted is measured using the Black-Scholes option methodology.

## Relationship between Remuneration Policy and Company Performance

The remuneration policy has been tailored to increase goal congruence between investors in the Raiz Invest Australia Fund, shareholders, Directors, and executives. Two methods have been applied to achieve this aim: the first being a performance-based bonus based on KPIs; and the second being the granting of options to the majority of executives to encourage the alignment of personal and shareholder interests. The Company believes this policy will be effective in increasing shareholder wealth in future years.

As disclosed in the 2018 Remuneration Report, the Board has adopted a long-term equity incentive plan (LTEIP) to: assist in the reward, retention and motivation of the Company's Directors, Senior Executives and other key employees; and to align the interests of participants in the LTEIP more closely with the interests of Shareholders by providing an opportunity for participants to receive an equity interest in the form of an award granted under the LTEIP. This LTEIP was refreshed and approved at the 2020 AGM.

Also disclosed in the 2018 Remuneration Report, was the Company's Historical Option Plan (HOP). Under the HOP, a number of Management Options were granted to certain members of Senior Executive and employees of the Raiz Invest Group. No further options will be granted under the HOP. The key terms of the previously granted Options under the HOP were set out in the Company's Prospectus.

## Performance Conditions Linked to Remuneration

The Group seeks to emphasise reward incentives for results and continued commitment to the Group through the provision of a cash bonus reward schemes, with incentive payments based on goals relating to the following areas: leadership; financial; strategic; risk and compliance; and people. The performance-related proportions of remuneration based on these targets are included in the following table. The objective of the reward scheme is to both reinforce the short and long-term goals of the Group and provide a common interest between management, stakeholders, and shareholders. There has been no alteration to the terms of the bonuses paid since grant date.

## Employment Details of Members of Key Management Personnel

The following table provides employment details of persons who were members of Senior Executive KMP of the consolidated Group during the financial year. The employment terms and conditions of all Senior Executive KMP are formalised in contracts of employment effective from 11 February 2022 for Brendan Malone, 1 July 2021 for Alex Gao and 1 July 2022 for Grant Brits. These remain unchanged at 30 June 2023 except for the amount payable in superannuation (adjusted for the annual maximum superannuation contributions base) and include short-term incentive payments received in relation to the performance of the Company for FY23:

Senior Executive KMP	Position held as at 30 June 2023	Employment status	Annual Total Remuneration package \$	Superannuation (FYE 30 June 2023) \$
<b>Brendan Malone</b>	Managing Director/Group Chief Executive Officer (Appointed 26 September 2022)	Full-time employee	\$625,000 plus superannuation*	\$25,292
<b>Grant Brits</b>	Chief Operating Officer (Appointed 1 July 2022)	Full-time employee	\$330,000 plus superannuation*	\$25,292
<b>Alex Gao</b>	Chief Financial Officer	Full-time employee	\$267,409 plus superannuation*	\$23,491
<b>George Lucas</b> (Resigned on 26 September 2022)	Joint Group Chief Executive Officer & Managing Director	Full-time employee	\$943,690 plus superannuation*	\$12,646
<b>James Poon</b> (Resigned on 30 June 2023)	Chief Product Officer & International	Full-time employee	\$365,017 plus superannuation*	\$25,292

\* Superannuation 10.5% pa to maximum contributions base

The terms of agreement for the Senior Executive KMP are ongoing as per above and each Senior Executive KMP must provide 6 month's written notice of intention to terminate employment. The Board may terminate the employment of a Senior Executive KMP on provision of 12 months' notice in writing.

The following table details the benefits and payments made to KMP (Directors and Senior Executives) for the year ended 30 June 2023 (with 2022 comparatives). Such amounts have been calculated in accordance with Australian Accounting Standard.

	Short-term		Post-employment	Long-term	Termination	Share-based	Total
	Salary & fees	Cash Bonus	Superannuation contributions	Long service leave accrued during financial year	benefits	payments	(Gross)
	(Gross)	(Gross)	(SGC)				
	\$	\$	\$	\$	\$	\$	\$

#### Non-Executive Directors

Kelly  
Humphreys

<b>2023</b>	<b>109,375</b>	-	<b>11,484</b>	-	-	<b>912</b>	<b>121,771</b>
2022	79,583	-	7,958	-	-	-	87,541

Harvey  
Kalman

<b>2023</b>	<b>118,125</b>	-	<b>12,403</b>	-	-	-	<b>130,528</b>
2022	92,540	-	9,254	-	-	-	101,794

Philippa  
Taylor

<b>2023</b>	<b>109,375</b>	-	<b>11,484</b>	-	-	-	<b>120,859</b>
2022	41,667	-	4,167	-	-	-	45,834

Stuart  
Grimshaw\*

<b>2023</b>	<b>128,750</b>	-	<b>13,519</b>	-	-	-	<b>142,269</b>
2022	67,083	-	6,708	-	-	-	73,791

Kevin  
Moore\*\*

<b>2023</b>	-	-	-	-	-	-	-
2022	24,167	-	2,417	-	-	-	26,584

Nina  
Finlayson\*\*\*

<b>2023</b>	-	-	-	-	-	-	-
2022	21,667	-	2,167	-	-	-	23,834

David  
Gordon\*\*\*\*

<b>2023</b>	-	-	-	-	-	-	-
2022	27,083	-	2,708	-	-	-	29,791

#### Sub-total Non-Executive Directors

<b>2023</b>	<b>465,625</b>	-	<b>48,890</b>	-	-	<b>912</b>	<b>515,427</b>
2022	353,790	-	35,379	-	-	-	389,169

\*Stuart Grimshaw was a director of Raiz and resigned on 31 May 2023.

\*\*Kevin Moore was a director of Raiz and resigned on 14 October 2021.

\*\*\* Nina Finlayson was a director of Raiz and resigned on 29 October 2021.

\*\*\*\* David Gordon was a director of Raiz and resigned on 1 December 2021.

### Pre-appointment options

Harvey  
Kalman

<b>2023</b>	-	-	-	-	-	<b>38,753</b>	<b>38,753</b>
2022	-	-	-	-	-	26,597	26,597

Stuart  
Grimshaw

<b>2023</b>	-	-	-	-	-	<b>-*</b>	<b>-*</b>
2022	-	-	-	-	-	20,727	20,727

Philippa  
Taylor

<b>2023</b>	-	-	-	-	-	<b>26,380</b>	<b>26,380</b>
2022	-	-	-	-	-	10,913	10,913

### Sub-total Non-Executive Directors

<b>2023</b>	-	-	-	-	-	<b>65,133</b>	<b>65,133</b>
2022	-	-	-	-	-	58,237	58,237

\*Stuart Grimshaw's pre-appointment options lapsed on 31 May 2023.

### Senior Management

Brendan  
Malone

<b>2023</b>	<b>525,000</b>	<b>100,000</b>	<b>25,292</b>	<b>17,484</b>	-	<b>83,647</b>	<b>751,423</b>
2022	494,028	360,000	23,568	25,726	-	72,240	975,562

Grant Brits

<b>2023</b>	<b>300,000</b>	<b>30,000</b>	<b>25,292</b>	<b>1,279</b>	-	<b>2,855</b>	<b>359,426</b>
2022	-	-	-	-	-	-	-

Alex Gao

<b>2023</b>	<b>217,409</b>	<b>50,000</b>	<b>23,491</b>	<b>8,532</b>	-	<b>26,857</b>	<b>326,289</b>
2022	218,583	61,250	22,317	14,901	-	27,191	344,242

George  
Lucas\*

<b>2023</b>	<b>262,500</b>	-	<b>12,646</b>	-	<b>681,190</b>	<b>145,333</b>	<b>1,101,669</b>
2022	514,583	175,000	23,568	9,090	-	106,434	828,675

James  
Poon\*\*

<b>2023</b>	<b>365,017</b>	-	<b>25,292</b>	-	-	<b>39,976</b>	<b>430,285</b>
2022	314,600	-	23,568	5,209	-	43,106	386,483

### Sub-total Senior Executives

<b>2023</b>	<b>1,669,926</b>	<b>180,000</b>	<b>112,013</b>	<b>27,295</b>	<b>681,190</b>	<b>298,668</b>	<b>2,969,092</b>
2022	1,541,794	596,250	93,021	54,926	-	248,971	2,534,962

### Total – Non-Executive Directors & KMP

<b>2023</b>	<b>2,135,551</b>	<b>180,000</b>	<b>160,903</b>	<b>27,295</b>	<b>681,190</b>	<b>364,713</b>	<b>3,549,652</b>
2022	1,895,584	596,250	128,400	54,926	-	307,208	2,982,368

\* George Lucas was the Managing Director/Joint Group CEO of Raiz and resigned on 26 September 2022.

\*\* James Poon was the Chief Product Officer & International and resigned on 30 June 2023.



Directors and KMP	Options awarded during the year	Date Options granted	Vesting date	Exercise price A\$	Expiry date	Number vested up to end of the year	Value of Options granted as at issue date \$
Kelly Humphreys	175,000	9 December 2022	1 February 2025	1.937	1 February 2027	-	3,386
Directors and KMP	Options granted in prior years	Date Options granted	Vesting date	Exercise price A\$	Expiry date	Number vested up to end of the year	Value of Options granted as at issue date \$
Grant Brits	30,000	27 May 2022	27 May 2025	1.078	26 May 2027	-	8,564
Philippa Taylor	175,000	31 January 2022	31 January 2025	1.98	31 January 2027	-	79,138
George Lucas	500,000	1 December 2021	1 December 2024	2.177	1 December 2026	-	281,150
Brendan Malone	300,000	1 December 2021	1 December 2024	2.177	1 December 2026	-	168,690
James Poon	100,000	1 December 2021	1 December 2024	2.177	1 December 2026	-	56,230
Alex Gao	100,000	1 December 2021	1 December 2024	2.177	1 December 2026	-	56,230
Harvey Kalman	200,000	25 October 2021	31 October 2024	2.302	31 October 2026	-	116,260
George Lucas	500,000	4 January 2021	4 January 2024	1.144	3 January 2026	-	154,850
Brendan Malone	150,000	4 January 2021	4 January 2024	1.144	3 January 2026	-	46,455
James Poon	100,000	4 January 2021	4 January 2024	1.144	3 January 2026	-	30,970
Peter Anthony Fay	85,252	1 January 2020	1 January 2020	1.13	1 January 2030	85,252	30,000
Nina Finlayson	85,252	1 January 2020	1 January 2020	1.13	1 January 2030	85,252	30,000
David Gordon	85,252	1 January 2020	1 January 2020	1.13	1 January 2030	85,252	30,000
Brendan Malone	175,000	31 December 2019	31 December 2022	0.5	31 December 2024	175,000	71,593
James Poon	160,000	31 December 2019	31 December 2022	0.5	31 December 2024	160,000	65,456
Alex Gao	119,000	31 December 2019	31 December 2022	0.5	31 December 2024	119,000	48,683
George Lucas	1,000,000	20 June 2018	21 June 2021	1.80	20 June 2028	1,000,000	614,100



<b>Brendan Malone</b>	250,000	20 June 2018	21 June 2021	1.80	20 June 2028	250,000	153,525
<b>James Poon</b>	200,000	20 June 2018	21 June 2021	1.80	20 June 2028	200,000	122,820
<b>Alex Gao</b>	20,000	20 June 2018	21 June 2021	1.80	20 June 2028	20,000	12,282
<b>Brendan Malone</b>	241,489	1 March 2017	By 1 March 2021	0.95	1 March 2027	241,489	197,683
<b>Alex Gao</b>	241,489	1 March 2017	By 1 March 2021	0.95	1 March 2027	241,489	197,683
<b>Brendan Malone</b>	2,025,029	1 July 2015	By 1 July 2020	0.20	1 July 2025	2,025,029	1,657,689

### Shareholdings

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

	Number of RZI shares held at 1 July 2022	Number of RZI shares purchased/(sold) during the year ended 30 June 2023	Number of RZI shares held at 30 June 2023
Kelly Humphreys	70,000	70,000	140,000
Harvey Kalman	42,000	20,000	62,000
Philippa Taylor	44,000	14,500	58,500
<b>Total Non-Executive Director</b>	<b>156,000</b>	<b>104,500</b>	<b>260,500</b>
<b>Senior Executives</b>			
Brendan Malone	335,400	-	335,400
Grant Brits	2,931,232	-	2,931,232
Alex Gao	282,363	8,000	290,363
<b>Total Senior Executives</b>	<b>3,548,995</b>	<b>8,000</b>	<b>3,556,995</b>
<b>Total All KMP (Non-Exec Directors &amp; Senior Executives)</b>	<b>3,704,995</b>	<b>112,500</b>	<b>3,817,495</b>

## Transactions with related parties

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

The following transactions occurred with related parties:

		Consolidated Group	
		2023	2022
		\$000	\$000
(i)	<i>Other related parties:</i>		
	Purchase of goods and services:	-	-
(ii)	<i>Key management personnel:</i>		
	Management fees and occupancy fees paid which Directors and executives have a beneficial interest	-	-
(iii)	<i>Loans from other key management personnel &amp; related entities:</i>		
	Beginning of the year	199	199
	Loan repayment received	(199)	-
	End of the year	-	199
(iv)	<i>Payments received from related parties:</i>		
	Authorised Representative fees	39	462
	Management fees	440	693
	<b>Total</b>	<b>479</b>	<b>1,155</b>

Raiz received authorised representative fees and management fees from Instreet Investment Australia Limited for use of the Group's AFSL and recovery of expenses during the financial year but ceased during the financial year.

## Directors and Key management personnel compensation

The totals of remuneration paid to Directors and KMP of the Group during the year are as follows:

	2023	2022
	\$000	\$000
Short-term employee benefits	2,316	2,492
Post-employment benefits	161	128
Other long-term benefits	27	55
Termination benefits	681	-
Share-based payments	365	307
<b>Total Directors and KMP compensation</b>	<b>3,550</b>	<b>2,982</b>

This concludes the remuneration report which has been audited.

### **Rounding of amounts**

The Company is of a kind referred to in ASIC Corporations (Rounding in Financial/Directors Reports) Instrument 2016/191, issued by the Australian Securities and Investments Commission, relating to 'rounding-off'. Amounts in this report have been rounded off in accordance with that Class Order to the nearest thousand dollars, or in certain cases, the nearest dollar.

### **Auditor's Independence Declaration**

The lead auditor's independence declaration for the year ended 30 June 2023 has been received and can be found following the Directors Report of the financial report.

BDO Audit Pty Ltd continues in office in accordance with section 327 of the Corporations Act 2001.

This directors' report, incorporating the remuneration report, is signed in accordance with a resolution of the Board of Directors:



**Brendan Malone**

Managing Director/Group CEO

Dated: 28 August 2023

## DECLARATION OF INDEPENDENCE BY TIM AMAN TO THE DIRECTORS OF RAIZ INVEST LIMITED

As lead auditor of Raiz Invest Limited for the year ended 30 June 2023, I declare that, to the best of my knowledge and belief, there have been:

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

This declaration is in respect of Raiz Invest Limited and the entities it controlled during the period.

A handwritten signature in black ink, appearing to read 'Tim Aman'.

Tim Aman  
Director

BDO Audit Pty Ltd  
Sydney  
28 August 2023

**CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME  
FOR THE YEAR ENDED 30 JUNE 2023**

	Note	Consolidated Group 2023 \$000	2022 \$000
<b>Continuing operations</b>			
Revenue	2	18,561	18,695
Other income		608	644
Employee benefits expenses	3	(6,987)	(6,657)
Depreciation and amortisation expenses	3	(3,099)	(3,307)
Sales and administrative expenses		(6,677)	(6,377)
Professional fees		(1,918)	(2,380)
Marketing expenses		(4,685)	(8,275)
Other expenses		(3,722)	(3,349)
<b>Loss before income tax</b>		<b>(7,919)</b>	<b>(11,006)</b>
Tax income expense	4	(134)	(182)
<b>Loss for the year</b>		<b>(8,053)</b>	<b>(11,188)</b>
<b>Other comprehensive income</b>			
Exchange differences on translation of foreign operations		(47)	(61)
<b>Total comprehensive loss for the year</b>		<b>(8,100)</b>	<b>(11,249)</b>
Loss attributable to:			
Owners of the parent entity		(6,897)	(9,634)
Non-controlling interests		(1,156)	(1,554)
<b>Earnings per share</b>			
Basic earnings per share (cents)	7	(0.07)	(0.11)
Diluted earnings per share (cents)	7	(0.07)	(0.11)

The accompanying notes form part of these financial statements.

# CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 30 JUNE 2023

	Note	Consolidated Group	
		2023	2022
		\$000	\$000
<b>ASSETS</b>			
Cash and cash equivalents	8	8,449	15,538
Trade and other receivables	9	1,877	1,959
Other Financial assets	10	677	598
Other assets	11	4,417	6,296
<b>TOTAL CURRENT ASSETS</b>		<b>15,420</b>	<b>24,391</b>
Property, plant and equipment		77	135
Trade and other receivables	9	178	180
Right-of-use assets	18	601	1,119
Deferred tax assets	4	454	583
Intangible assets	12	28,019	27,779
<b>TOTAL NON-CURRENT ASSETS</b>		<b>29,329</b>	<b>29,796</b>
<b>TOTAL ASSETS</b>		<b>44,749</b>	<b>54,187</b>
<b>LIABILITIES</b>			
Trade and other payables	14	3,645	4,826
Current lease liabilities	18	490	503
Provisions	15	424	542
<b>TOTAL CURRENT LIABILITIES</b>		<b>4,559</b>	<b>5,871</b>
Trade and other payables	14	-	199
Deferred tax liabilities	4	1,307	1,302
Non-current lease liabilities	18	147	641
Provisions	15	154	143
<b>TOTAL NON-CURRENT LIABILITIES</b>		<b>1,608</b>	<b>2,285</b>
<b>TOTAL LIABILITIES</b>		<b>6,167</b>	<b>8,156</b>
<b>NET ASSETS</b>		<b>38,582</b>	<b>46,031</b>
<b>EQUITY</b>			
Issued capital	16	102,176	102,176
Restructuring reserve	17	(26,328)	(26,328)
Share option reserve	17	5,956	5,523
Foreign currency translation reserve	17	(378)	(331)
Accumulated losses		(39,988)	(33,091)
Equity attributable to owners of the parent entity		41,438	47,949
Non-controlling interest		(2,856)	(1,918)
<b>TOTAL EQUITY</b>		<b>38,582</b>	<b>46,031</b>

The accompanying notes form part of these financial statements.

**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**  
**FOR THE YEAR ENDED 30 JUNE 2023**

<b>Year ended 30 June 2023</b>	<b>Issued Capital</b>	<b>Restructuring Reserve</b>	<b>Share Option Reserve</b>	<b>Foreign currency translation reserve</b>	<b>Non-controlling interests</b>	<b>Accumulated Losses</b>	<b>Total Equity</b>
	<b>\$000</b>	<b>\$000</b>	<b>\$000</b>	<b>\$000</b>	<b>\$000</b>	<b>\$000</b>	<b>\$000</b>
Balance at 1 July 2022	102,176	(26,328)	5,523	(331)	(1,918)	(33,091)	46,031
Loss attributable to members of the parent equity	-	-	-	-	(1,156)	(6,897)	(8,053)
Other comprehensive income (loss)	-	-	-	(47)	-	-	(47)
<b>Total comprehensive loss for the year</b>	<b>102,176</b>	<b>(26,328)</b>	<b>5,523</b>	<b>(378)</b>	<b>(3,074)</b>	<b>(39,988)</b>	<b>37,931</b>
<i>Transactions with owners in capacity as owners:</i>							
Transaction with non-controlling interest	-	-	-	-	218	-	218
Share option expenses	-	-	433	-	-	-	433
<b>Balance at 30 June 2023</b>	<b>102,176</b>	<b>(26,328)</b>	<b>5,956</b>	<b>(378)</b>	<b>(2,856)</b>	<b>(39,988)</b>	<b>38,582</b>

The accompanying notes form part of these financial statements.

*The Consolidated Statement of Changes in Equity is continued over next page.*

**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**  
**FOR THE YEAR ENDED 30 JUNE 2022**

<b>Year ended 30 June 2022</b>	<b>Issued Capital</b>	<b>Restructuring Reserve</b>	<b>Share Option Reserve</b>	<b>Foreign currency translation reserve</b>	<b>Non-controlling interests</b>	<b>Accumulated Losses</b>	<b>Total Equity</b>
	<b>\$000</b>	<b>\$000</b>	<b>\$000</b>	<b>\$000</b>	<b>\$000</b>	<b>\$000</b>	<b>\$000</b>
Balance at 1 July 2021	83,442	(26,328)	4,861	(270)	(1,006)	(23,457)	37,242
Loss attributable to members of the parent equity	-	-	-	-	(1,554)	(9,634)	(11,188)
Other comprehensive income (loss)	-	-	-	(61)	-	-	(61)
<b>Total comprehensive loss for the year</b>	<b>83,442</b>	<b>(26,328)</b>	<b>4,861</b>	<b>(331)</b>	<b>(2,560)</b>	<b>(33,091)</b>	<b>25,993</b>
<i>Transactions with owners in capacity as owners:</i>							
Issue of Shares	19,010	-	-	-	-	-	19,010
Cost in relation to issue of shares	(39)	-	-	-	-	-	(39)
Transaction with non-controlling interest	-	-	-	-	642	-	642
Share option expenses	(237)	-	662	-	-	-	425
<b>Balance at 30 June 2022</b>	<b>102,176</b>	<b>(26,328)</b>	<b>5,523</b>	<b>(331)</b>	<b>(1,918)</b>	<b>(33,091)</b>	<b>46,031</b>



# CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 30 JUNE 2023

	Note	Consolidated Group	
		2023 \$000	2022 \$000
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Receipts from customers		20,334	20,136
Payments to suppliers and employees		(24,714)	(24,109)
Government grants and tax incentives		1,452	1,298
Finance cost paid		(72)	(84)
<b>Net cash used in operating activities</b>	20	<b>(3,000)</b>	<b>(2,759)</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Payment for fixed assets		-	(87)
Payment for intangible assets		(3,618)	(2,947)
<b>Net cash used in investing activities</b>		<b>(3,618)</b>	<b>(3,034)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Proceeds from issue of shares		-	2,000
Proceeds from changes in ownership interests in subsidiaries		218	642
Share issue cost		-	(39)
Repayment of borrowing to related parties		(199)	-
Principal payment for leases	18	(507)	(515)
<b>Net cash (used in)/from financing activities</b>		<b>(488)</b>	<b>2,088</b>
Net decrease in cash and cash equivalents		(7,106)	(3,705)
Cash and cash equivalents at the beginning of financial year		15,538	19,199
Effect of movement in exchange rates on cash held		17	44
<b>Cash and cash equivalents at the end of financial year*</b>	8	<b>8,449</b>	<b>15,538</b>

The accompanying notes form part of these financial statements.

\*Cash and cash equivalents at the end of financial year is defined as cash on call all held in cash equivalents with a term of less than 91 days.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

The consolidated financial statements and notes represent those of Raiz Invest Limited and Controlled Entities (the "Consolidated Group" or "Group").

The separate financial statements of the parent entity, Raiz Invest Limited, have been presented within this financial report as permitted by the *Corporations Act 2001*.

The financial statements were authorised for issue on 28 August 2023 by the Directors of the Company.

### NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### Basis of Preparation

These general purpose consolidated financial statements have been prepared in accordance with the *Corporations Act 2001*, Australian Accounting Standards and Interpretations of the Australian Accounting Standards Board and in compliance with International Financial Reporting Standards as issued by the International Accounting Standards Board. The Group is a for-profit entity for financial reporting purposes under Australian Accounting Standards. Material accounting policies adopted in the preparation of these financial statements are presented below and have been consistently applied unless stated otherwise.

Except for cash flow information, the financial statements have been prepared on an accrual basis and are based on historical costs, modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities.

#### a. Principles of Consolidation

The consolidated financial statements incorporate all of the assets, liabilities and results of the parent (Raiz Invest Limited) and all of the subsidiaries. Subsidiaries are entities the parent controls. The parent controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. A list of the subsidiaries is provided in Note 13.

The consolidation of a subsidiary is discontinued from the date that control ceases. Intercompany transactions, balances and unrealised gains or losses on transactions between group entities are fully eliminated on consolidation. Accounting policies of subsidiaries have been changed and adjustments made where necessary to ensure uniformity of the accounting policies adopted by the Group.

Equity interests in a subsidiary not attributable, directly or indirectly, to the Group are presented as "non-controlling interests". The Group initially recognises non-controlling interests that are present ownership interests in subsidiaries and are entitled to a proportionate share of the subsidiary's net assets on liquidation at either fair value or at the non-controlling interests proportionate share of the subsidiary's net assets. Subsequent to initial recognition, non-controlling interests are attributed their share of profit or loss and each component of other comprehensive income. Non-controlling interests are shown separately within the equity section of the statement of financial position and statement of comprehensive income.

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

#### b. Parent entity information

In accordance with the *Corporation Act 2001*, these financial statements present the results of the Group only. Supplementary information about the parent entity is disclosed in Note 26.

#### c. Business Combinations

Business combinations occur where an acquirer obtains control over one or more businesses. A business combination is accounted for by applying the acquisition method, unless it is a combination involving entities or businesses under common control. The business combination will be accounted for from the date that control is attained, whereby the fair value of the identifiable assets acquired and liabilities (including contingent liabilities) assumed are recognised (subject to certain limited exceptions).

When measuring the consideration transferred in the business combination, any asset or liability resulting from a contingent consideration arrangement is also included. Subsequent to initial recognition, contingent consideration classified as equity is not remeasured and its subsequent settlement is accounted for within equity. Contingent consideration classified as an asset or liability is remeasured each reporting period to fair value, recognising any change to fair value in profit or loss, unless the change in value can be identified as existing at acquisition date.

All transaction costs incurred in relation to the business combination are expensed to the statement of profit or loss and other comprehensive income.

The acquisition of a business may result in the recognition of goodwill or a gain from a bargain purchase.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquire is re-measured to fair value at the acquisition date; any gains or losses arising from such re-measurement are recognised in profit or loss.

d. **Business Combinations Under Common Control**

A business combination involving entities or businesses under common control is a business combination in which all of the combining entities or businesses are ultimately controlled by the same party or parties both before and after the business combination, and that the control is not transitory.

Where an entity within the Group acquires an entity under common control, the acquirer consolidates the carrying values of the acquired entity's assets and liabilities. The consolidated financial statements of the Group include the acquired entity's income and expenses. Any difference between the fair value of the consideration paid/transferred by the acquirer and the net assets/(liabilities) of the acquired entity are taken to the restructuring reserve within other equity.

e. **Income Tax**

The income tax expense for the period comprises current income tax expense and deferred tax expense.

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 are therefore measured at the amounts expected to be paid to the relevant taxation authority.

Current and deferred income tax expense is charged or credited directly to equity instead of the profit or loss when the tax relates to items that are credited or charged directly to equity.

Deferred tax assets and liabilities are ascertained based on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets also result where amounts have been fully expensed but future tax deductions are available. No deferred income tax will be recognised from the initial recognition of an asset or liability, excluding a business combination, where there is no effect on accounting or taxable profit or loss.

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 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 asset or liability.

Deferred tax assets relating to temporary differences and unused tax losses are recognised only to the extent that it is probable that future taxable profit will be available against which the benefits of the deferred tax asset can be utilised.

Where temporary differences exist in relation to investments in subsidiaries, branches, associates and joint ventures, deferred tax assets and liabilities are not recognised where the timing of the reversal of the temporary difference can be controlled, and it is not probable that the reversal will occur in the foreseeable future.

Current tax assets and liabilities are offset where a legally enforceable right of set-off exists and it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur. Deferred tax assets and liabilities are offset where a legally enforceable right of set-off exists, the deferred tax assets and taxable entities where it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur in future periods in which significant amounts of deferred tax assets or liabilities are expected to be recovered or settled.

Raiz Invest Limited and its wholly owned Australian subsidiaries formed a tax consolidated group effective from 12 April 2018.

f. **Fair Value of Assets and Liabilities**

The Group measures some of its assets and liabilities at fair value on either a recurring or non-recurring basis, depending on the requirements of the applicable Accounting Standard.

Fair value is the price the Group would receive to sell an asset or would have to pay to transfer a liability in an orderly (i.e. unforced) transaction between independent, knowledgeable and willing market participants at the measurement date.

As fair value is a market-based measure, the closest equivalent observable market pricing information is used to determine fair value. Adjustments to market values may be made having regard to the characteristics of the specific asset or liability. The fair values of assets and liabilities that are not traded in an active market are determined using one or more valuation techniques. These valuation techniques maximise, to the extent possible, the use of observable market data.

To the extent possible, market information is extracted from either the principal market for the asset or liability (i.e. the market with the greatest volume and level of activity for the asset or liability) or, in the absence of such a market, the most advantageous market available to the entity at the end of the reporting period (i.e. the market that maximises the receipts from the sale of the asset or minimises the payments made to transfer the liability, after taking into account transaction costs and transport costs).

For non-financial assets, the fair value measurement also takes into account a market participant's ability to use the asset in its highest and best use or to sell it to another market participant that would use the asset in its highest and best use.

The fair value of liabilities and the entity's own equity instruments (excluding those related to share-based payment arrangements) may be valued, where there is no observable market price in relation to the transfer of such financial instruments, by reference to observable market information where such instruments are held as assets. Where this information is not available, other valuation techniques are adopted and, where significant, are detailed in the respective note to the financial statements.

g. **Property, Plant and Equipment**

Plant and equipment are measured on the cost basis less depreciation and impairment losses.

The cost of fixed assets constructed within the Company includes the cost of materials, direct labour, borrowing costs and an appropriate proportion of fixed and variable overheads.

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 Company and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the income statement during the financial period in which they are incurred.

**Depreciation**

The depreciable amount of all fixed assets including building and capitalised lease assets, but excluding freehold land, is depreciated on a straight-line basis over their useful lives to the Group commencing from the time the asset is held ready for use. Leasehold improvements are depreciated over the shorter of either the unexpired period of the lease or the estimated useful lives of the improvements. The depreciation rates used for each class of depreciable assets are between 20%-33%.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each balance sheet date. 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.

h. **Financial Instruments**

**Initial recognition and measurement**

Financial assets and financial liabilities are recognised when the entity becomes a party to the contractual provisions to the instrument. For financial assets, this is the date that the entity commits itself to either the purchase or sale of the asset (i.e. trade date accounting is adopted).

Financial instruments are initially measured at fair value plus transaction costs, except where the instrument is classified “at fair value through profit or loss”, in which case transaction costs are expensed to profit or loss immediately. Where available, quoted prices in an active market are used to determine fair value. In other circumstances, valuation techniques are adopted.

A financial asset shall be measured at amortised cost if it is held within a business model whose objective is to hold assets in order to collect contractual cash flows which arise on specified dates and that are solely principal and interest. A debt investment shall be measured at fair value through other comprehensive income if it is held within a business model whose objective is to both hold assets in order to collect contractual cash flows which arise on specified dates that are solely principal and interest as well as selling the asset on the basis of its fair value. All other financial assets are classified and measured at fair value through profit or loss unless the entity makes an irrevocable election on initial recognition to present gains and losses on equity instruments (that are not held-for-trading or contingent consideration recognised in a business combination) in other comprehensive income ('OCI'). Despite these requirements, a financial asset may be irrevocably designated as measured at fair value through profit or loss to reduce the effect of, or eliminate, an accounting mismatch. For financial liabilities designated at fair value through profit or loss, the standard requires the portion of the change in fair value that relates to the entity's own credit risk to be presented in OCI (unless it would create an accounting mismatch). New simpler hedge accounting requirements are intended to more closely align the accounting treatment with the risk management activities of the entity. New impairment requirements use an 'expected credit loss' ('ECL') model to recognise an allowance. Impairment is measured using a 12-month ECL method unless the credit risk on a financial instrument has increased significantly since initial recognition in which case the lifetime ECL method is adopted. For receivables, a simplified approach to measuring expected credit losses using a lifetime expected loss allowance is available.

#### **Classification and subsequent measurement**

Financial instruments are subsequently measured at fair value or at amortised cost using the effective interest method.

*Amortised cost* is calculated as the amount at which the financial asset or financial liability is measured at initial recognition less principal repayments and any reduction for impairment and adjusted for any cumulative amortisation of the difference between that initial amount and the maturity amount calculated using the effective interest method.

The *effective interest method* is used to allocate interest income or interest expense over the relevant period and is equivalent to the rate that discounts estimated future cash payments or receipts (including fees, transaction costs and other premiums or discounts) over the expected life (or when this cannot be reliably predicted, the contractual term) of the financial instrument to the net carrying amount of the financial asset or financial liability. Revisions to expected future net cash flows will necessitate an adjustment to the carrying amount with a consequential recognition of an income or expense item in profit or loss.

Regular way purchases and sales of financial assets are recognised and derecognised at settlement date in accordance with the Group's Accounting Policy.

The Group does not designate any interests in subsidiaries, associates or joint ventures as being subject to the requirements of Accounting Standards specifically applicable to financial instruments.

#### **i. Impairment of Assets**

At each reporting date, the Group reviews the carrying value of its tangible and intangible assets to determine whether there is any indication that those assets have been impaired. If such an indication exists, the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell and value in use, is compared to the asset's carrying value. Any excess of the asset's carrying value over its recoverable amount is expensed to the income statement.

Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

#### **j. Interests in Joint Venture**

Joint Venture represent the contractual sharing of control between parties in a business venture where unanimous decisions about relevant activities are required.

Separate joint venture entities providing joint venture partners with an interest to net assets are classified as a joint venture and accounted for using the equity method.

k. **Intangible Assets Other than Goodwill**

Licence costs and development expenditure on software is recognised at cost of acquisition or when the expenditure is incurred. Such capitalised expenditure has a finite life and is carried at cost less any accumulated amortisation and any impairment losses. The capitalised expenditure is amortised over its estimated useful life of 5 years. R&D tax incentives received in relation to capitalised costs are deducted from the cost of the asset upon receipt of the claim.

l. **Foreign Currency Transactions and Balances**

**Functional and presentation currency**

The functional currency of each of the Group's entities is the currency of the primary economic environment in which that entity operates. The consolidated financial statements are presented in Australian dollars, which is the parent entity's functional currency.

m. **Employee Benefits**

**Short-term employee benefits**

Provision is made for the Group's obligation for short-term employee benefits. Short-term employee benefits are benefits (other than termination benefits) that are expected to be settled wholly before 12 months after the end of the annual reporting period in which the employees render the related service, including wages and salaries. Short-term employee benefits are measured at the (undiscounted) amounts expected to be paid when the obligation is settled.

The Group's obligations for short-term employee benefits such as wages and salaries are recognised as part of current trade and other payables in the statement of financial position. The Group's obligations for employees' annual leave and long service leave entitlements are recognised as provisions in the statement of financial position.

**Other long-term employee benefits**

Provision is made for employees' long service leave and annual leave entitlements not expected to be settled wholly within 12 months after the end of the annual reporting period in which the employees render the related service. Other long-term employee benefits are measured at the present value of the expected future payments to be made to employees. Expected future payments incorporate anticipated future wage and salary levels, durations of service and employee departures and are discounted at rates determined by reference to market yields at the end of the reporting period on government bonds that have maturity dates that approximate the terms of the obligations. Any remeasurements for changes in assumptions of obligations for other long-term employee benefits are recognised in profit or loss in the periods in which the changes occur.

The Group's obligations for long-term employee benefits are presented as non-current provisions in its statement of financial position, except where the Group does not have an unconditional right to defer settlement for at least 12 months after the end of the reporting period, in which case the obligations are presented as current provisions.

**Equity-settled compensation**

The Group operates an employee option plan. Share-based payments to employees are measured at the fair value of the instruments at grant date and amortised over the vesting periods. Share-based payments to non-employees are measured at the fair value of goods or services received or the fair value of the equity instruments issued, if it is determined the fair value of the goods or services cannot be reliably measured and are recorded at the date the goods or services are received. The corresponding amounts are recognised in the option reserve and statement of profit and loss respectively. The fair value of options is determined using the Black-Scholes option pricing model. The number of shares and options expected to vest is reviewed and adjusted at the end of each reporting period such that the amount recognised for services received as consideration for the equity instruments granted is based on the number of equity instruments that eventually vest.



n. **Provisions**

Provisions are recognised when the Group has a legal or constructive obligation, as a result of past events, for which it is probable that an outflow of economic benefits will result, and that outflow can be reliably measured.

Provisions are measured using the best estimate of the amounts required to settle the obligation at the end of the reporting period.

o. **Cash and Cash Equivalents**

Cash and cash equivalents include cash on hand, deposits available on demand with banks, other short-term highly liquid investments with original maturities of 3 months or less, and bank overdrafts. Bank overdrafts are reported within borrowings in current liabilities on the statement of financial position.

p. **Revenue and Other Income**

**Revenue Recognition**

**Revenue from rendering of services**

*Raiz platform fees*

Raiz platform fees are charged to customers under the contract to allow them to invest with Raiz. Revenue is recognised over time using the output method in accordance with AASB 15. The performance obligation is to allow a user access to the platform for a period of one month. Revenue is recognised in arrears when the performance obligation for the relevant period is met. Raiz platform fee is collected via either direct debit from customer's bank account or selling ETF and Bitcoin assets on the customer's Raiz account. This includes fees charged on our Superannuation products.

*Raiz rewards*

Raiz establishes partnerships with companies allowing advertising on the Raiz platform. Commission is then received when a customer makes a purchase via Raiz. Revenue is recorded when a customer has made a purchase via Raiz as this is the point when the performance obligation is met, and Raiz recognises the commission. Commission receivables have 7-30 days payment terms.

*Management fee*

Management fees are charged to Instreet Investment Australia Limited for use of the Instreet Investment Limited (subsidiary within the Group) Australian Financial Services Licence (AFSL). Licence fees and expense recharges are recognised via a management fee and charged to Instreet Investment Australia Limited, see related party Note 23. Revenue is recognised over time as the service is provided. Management fee receivables have 14 days payment terms.

**Interest**

Interest revenue is recognised as it accrues, taking into account the effective yield of the financial asset.

**Rental**

Rental income is recognised as it accrues over the rental period. Rental receivables have 14 days payment terms.

**Other income**

Other income is recognised when it is received or the right to receive payment is established. Government grants are recognised once all conditions of the grant have been met.

q. **Trade and Other Receivables**

Trade and other receivables include amounts due from customers for goods sold and services performed in the ordinary course of business. Receivables expected to be collected within 12 months of the end of the reporting period are classified as current assets. All other receivables are classified as non-current assets.

Trade and other receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any expected credit loss.

r. **Trade and Other Payables**

Trade and other payables represent the liabilities for goods and services received by the entity that remain unpaid at the end of the reporting period. The balance is recognised as a current liability with the amounts normally paid within 30 days of recognition of the liability. Due to their short-term nature they are measured at amortised cost and are not discounted.

s. **Goods and Services Tax (GST)**

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Taxation Office (ATO).

Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, the ATO is included with other receivables or payables in the statement of financial position.

Cash flows are presented on a gross basis. The GST components of cash flows arising from investing or financing activities which are recoverable from, or payable to, the ATO are presented as operating cash flows included in receipts from customers or payments to suppliers.

t. **Earnings per share**

*Basic earnings per share*

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

*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 dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

u. **Critical Accounting Estimates and Judgements**

The Directors evaluate estimates and judgements incorporated into the financial statements based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and are based on current trends and economic data, obtained both externally and within the Group.

**Key estimates**

(i) **Impairment**

The Group assesses impairment at the end of each reporting period by evaluating the conditions and events specific to the Group that may be indicative of impairment triggers. Recoverable amounts of relevant assets are reassessed using value-in-use calculations which incorporate various key assumptions.

No impairment has been recognised in respect of goodwill at the end of the reporting period.

(ii) **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. The fair value is determined by using a Black-Scholes model taking into account the terms and conditions upon which the instruments were granted. The accounting estimates and assumptions relating to 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. Refer to Note 21 for further information.



(iii) Estimation of useful lives of assets

The Group determines the estimated useful lives and related depreciation and amortisation charges for its property, plant and equipment and finite life intangible assets. The useful lives could change significantly as a result of technical innovations or some other event. The depreciation and amortisation charge will increase where the useful lives are less than previously estimated lives, or technically obsolete or non-strategic assets that have been abandoned or sold will be written off or written down.

(iv) Goodwill and other indefinite life intangible assets

The Group tests annually, or more frequently if events or changes in circumstances indicate impairment, whether goodwill and other indefinite life intangible assets have suffered any impairment, in accordance with the accounting policy stated in Note 12. The recoverable amounts of cash-generating units have been determined based on value-in-use calculations. These calculations require the use of assumptions, including estimated discount rates based on the current cost of capital and growth rates of the estimated future cash flows.

(v) Income tax

The Group is subject to income taxes in the jurisdictions in which it operates. Significant judgement is required in determining the provision for income tax. There are many transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. The Group recognises liabilities for anticipated tax audit issues based on the Group's current understanding of the tax law. Where the final tax outcome of these matters is different from the carrying amounts, such differences will impact the current and deferred tax provisions in the period in which such determination is made.

(vi) Recovery of deferred tax assets

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

(vii) Lease term

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

(viii) Incremental borrowing rate

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

(ix) Employee benefits provision

As discussed in Note 1, the liability for employee benefits expected to be settled more than 12 months from the reporting date are recognised and measured at the present value of the estimated future cash flows to be made in respect of all employees at the reporting date. In determining the present value of the liability, estimates of attrition rates and pay increases through promotion and inflation have been taken into account.

(x) Lease make good provision

A provision has been made for the present value of anticipated costs for future restoration of leased premises. The provision includes future cost estimates associated with closure of the premises. The calculation of this provision requires assumptions such as application of closure dates and cost estimates. The provision recognised for each site is periodically reviewed and updated based on the facts and circumstances available at the time. Changes to the estimated future costs for sites are recognised in the statement of financial position by adjusting the asset and the provision. Reductions in the provision that exceed the carrying amount of the asset will be recognised in profit or loss.

(xi) Business combinations

As discussed in Note 1, business combinations are initially accounted for on a provisional basis. The fair value of assets acquired, liabilities and contingent liabilities assumed are initially estimated by the Group taking into consideration all available information at the reporting date. Fair value adjustments on the finalisation of the business combination accounting are retrospective, where applicable, to the period the combination occurred and may have an impact on the assets and liabilities, depreciation and amortisation reported.

v. **Rounding of amounts**

The Company is of a kind referred to in Corporations Instrument 2016/191, issued by the Australian Securities and Investments Commission, relating to 'rounding-off'. Amounts in this report have been rounded off in accordance with that Corporations Instrument to the nearest thousand dollars, or in certain cases, the nearest dollar.

w. **New or amended Accounting Standards and Interpretations adopted**

The Group has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period.

Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

The following Accounting Standards and Interpretations are most relevant to the Group:

Conceptual Framework for Financial Reporting (Conceptual Framework)

The Group has adopted the revised Conceptual Framework from 1 July 2020. The Conceptual Framework contains new definition and recognition criteria as well as new guidance on measurement that affects several Accounting Standards, but it has not had a material impact on the Group's financial statements.

x. **New Accounting Standards and Interpretations not yet mandatory or early adopted**

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the Group for the annual reporting period ended 30 June 2023. The Group has not yet assessed the impact of these new or amended Accounting Standards and Interpretations.

## NOTE 2: REVENUE AND OTHER ACTIVITIES

	Consolidated Group	
	2023	2022
	\$000	\$000
<b>Revenue from continuing operations</b>		
Sales revenue:		
– Raiz platform	17,506	17,385
– management fee	513	1,192
– interest received	468	37
– rental revenue	56	80
– other revenue	18	1
<b>Total Revenue</b>	<b>18,561</b>	<b>18,695</b>

### Disaggregation of revenue

The Group derives its revenue from the transfer of services over time. The table above provides a breakdown of revenue by major business line. The categories above depict how the nature, amount, timing and uncertainty of revenue and cash flows are affected by economic data. As disclosed in Note 19, the Group has two operating segments.

## NOTE 3: PROFIT FOR THE YEAR

	Consolidated Group	
	2023	2022
	\$000	\$000
<b>Profit before income tax from continuing operations includes the following specific expenses:</b>		
Employee benefits expenses	6,987	6,657
Depreciation expenses	579	534
Amortisation expenses	2,520	2,773
Foreign currency translation gains	(33)	(49)
Finance cost	72	84

#### NOTE 4: TAX EXPENSE

	<b>Consolidated Group</b>	
	<b>2023</b>	<b>2022</b>
	<b>\$000</b>	<b>\$000</b>
The prima facie tax on loss from ordinary activities before income tax is reconciled to income tax as follows:	(7,919)	(11,006)
Prima facie tax payable on loss from ordinary activities before income tax at 25% (2022: 25%)	(1,980)	(2,752)
<b>ADD:</b>		
<b>Tax effect of:</b>		
– Share option expense not deductible	108	106
– Other non-allowable items	3	3
– R&D expenditures not deductible	462	84
– Losses carried forward not recognised	1,593	2,808
– Effect of tax rate difference in foreign jurisdictions	4	5
<b>LESS:</b>		
<b>Tax effect of:</b>		
– Other adjustments	(1)	-
– Unders/overs provision from prior year	(55)	(72)
<b>Income tax expense</b>	<b>134</b>	<b>182</b>
<b>Income tax credit comprises:</b>		
– Current Tax	-	-
– Deferred taxation	134	182
<b>Unrecognised tax losses</b>		
Unused tax losses for which no deferred tax asset recognised	24,161	21,405
Potential benefit at 25%	6,040	5,351
Deferred Tax Asset	454	583
Deferred Tax Liabilities	1,307	1,302
Provision for Income Tax	-	-
<b>Deferred Tax Asset Reconciliation</b>		
Opening Balance	583	519
Movement in Provisions	13	67
Movement in Accrued Expenses	(13)	17
Lease Liabilities	(71)	155
Other (Black Hole Expenditure)	(58)	(18)
Credited to equity (Black Hole Expenditure)	-	(148)
Movement in Fixed Assets	-	(1)
Movement in unrealised losses	-	(8)
<b>Balance at 30 June</b>	<b>454</b>	<b>583</b>
<b>Deferred Tax Asset comprises:</b>		
Employee provisions	218	204
Black Hole Expenditure	12	22
Accruals	29	42

#### NOTE 4: TAX EXPENSE

	Consolidated Group	
	2023 \$000	2022 \$000
Lease Liabilities	110	181
Unrealised FX losses	-	1
Capital raising costs	85	132
Fixed Assets	-	1
<b>Balance at 30 June</b>	<b>454</b>	<b>583</b>
<b>Deferred Tax Liability Reconciliation</b>		
Opening Balance	1,302	746
Unrealised FX gains	5	15
Fixed Assets	75	384
Right-of-use Assets	(75)	157
<b>Balance at 30 June</b>	<b>1,307</b>	<b>1,302</b>
<b>Deferred Tax Liability Comprises:</b>		
Fixed Assets	1,186	1,110
Unrealised FX Gain	20	16
Right-of-use Assets	101	176
<b>Balance at 30 June</b>	<b>1,307</b>	<b>1,302</b>

#### NOTE 5: AUDITOR'S REMUNERATION

	Consolidated Group	
	2023 \$	2022 \$
<b>Remuneration of the auditor for:</b>		
Audit services for the Group and its controlled entities (BDO Audit Pty Ltd)	132,750	126,000
Other Services	-	30,000
	<b>132,750</b>	<b>156,000</b>

#### NOTE 6: DIVIDENDS

The Group did not recommend, declare, or pay a cash dividend during the financial year ending 30 June 2023 (2022: nil).

#### Franking account balance

	2023 \$000	2022 \$000
<b>The amount of the franking credit for subsequent reporting period are:</b>		
Balance at the end of the reporting period	-	-
Franking credits that will arise from the payment of the amount of provision for income tax	-	-
<b>Franking credit available for subsequent reporting period based on a tax rate of 25%</b>	<b>-</b>	<b>-</b>

#### NOTE 7: EARNINGS PER SHARE

		Consolidated Group	
		2023	2022
		\$000	\$000
<b>a. Reconciliation of earnings to profit / (loss):</b>			
Loss attributable to Owners of the parent entity		(6,897)	(9,634)
Earnings used in the calculation of dilutive EPS		(6,897)	(9,634)
		<b>No.</b>	<b>No.</b>
b. Closing number of ordinary shares outstanding as at 30 June 2023 (30 June 2022)		93,445,466	93,445,466
Weighted average number of ordinary shares outstanding during the year used in calculating basic and dilutive EPS		93,445,466	90,361,855
c. Basic EPS		(0.07)	(0.11)
d. Diluted EPS		(0.07)	(0.11)
Share options are excluded in calculating the diluted EPS. Please refer to Note 21 for more information on outstanding share options.			

#### NOTE 8: CASH AND CASH EQUIVALENTS

		Consolidated Group	
		2023	2022
		\$000	\$000
Cash at bank and on hand		8,449	15,538
		<b>8,449</b>	<b>15,538</b>

Cash and cash equivalents are defined as cash on call all held in cash equivalents with a term of less than 91 days.

## NOTE 9: TRADE AND OTHER RECEIVABLES

	Consolidated Group	
	2023 \$000	2022 \$000
<b>CURRENT</b>		
Trade receivables	2,101	1,921
Expected credit loss	(233)	(44)
Other receivables	9	45
Amounts receivable from related parties	-	37
<b>Total current trade and other receivables</b>	<b>1,877</b>	<b>1,959</b>
<b>NON-CURRENT</b>		
Other receivables	178	180
<b>Total non-current trade and other receivables</b>	<b>178</b>	<b>180</b>
<b>Total trade and other receivables</b>	<b>2,055</b>	<b>2,139</b>

### Credit risk

The Group has no significant concentration of credit risk with respect to any single counterparty or group of counterparties. The class of assets described as "trade and other receivables" is the main source of credit risk related to the Group.

On a geographical basis, the Group has credit risk exposures in Australia given the substantial operations in those regions. The Group's exposure to credit risk for receivables at the end of the reporting period in those regions is as follows:

	Consolidated Group	
	2023 \$000	2022 \$000
Australia	1,884	1,952
Indonesia	54	58
Malaysia	117	129

The balances of receivables that remain within initial trade terms are of high credit quality. There has been no change to credit risk since initial recognition.

The Group applies the AASB 9 simplified approach to measuring expected credit losses using a lifetime expected credit loss provision for trade receivables and contract assets. To measure expected credit losses on a collective basis, trade receivables are grouped based on similar credit risk and ageing. The expected loss rates are based on the Group's historical credit losses experienced over the two-year period prior to the period end. The historical loss rates are then adjusted for current and forward-looking information on macroeconomic factors affecting the Group's customers.

A reconciliation of the movement in the impairment allowance for receivables under the expected credit loss model is shown below:

	Consolidated Group
	2023 \$000
Expected credit loss provision as at 30 June 2022	44
Amounts provided	736
Bad debts written off	(547)
Expected credit loss provision as at 30 June 2023	233



#### NOTE 10: OTHER FINANCIAL ASSETS

	Consolidated Group	
	2023	2022
	\$000	\$000
<b>Financial assets</b>		
CURRENT		
Australian listed shares*	434	355
Term Deposits (12-month maturity)	164	164
Other financial assets	79	79
<b>Total current financial assets</b>	<b>677</b>	<b>598</b>

\*Shares held for the purpose of managing the operational risks associated with the platform or for tracking the performance of the Raiz Invest Australia Fund. These are not held for the purpose of short-term profit taking. Changes in fair value are included in the statement of comprehensive income.

#### NOTE 11: OTHER ASSETS

	Consolidated Group	
	2023	2022
	\$000	\$000
<b>Other assets</b>		
CURRENT		
Advertising credit (Seven West Media)	4,143	6,030
Others	274	266
<b>Other assets</b>	<b>4,417</b>	<b>6,296</b>

#### Key estimates and judgements

##### *Advertising credit*

The \$8 million in advertising credits received as a result of the Seven West Media (SWM) investment in December 2021 falls within AASB 2 Share Based Payments, whereby Raiz has recognised the fair value of services received as a direct increase in equity at the time the shares were issued. There is a corresponding increase to other assets to recognise the future services to be provided by SWM. The advertising credit unwinds upon consumption of these advertising credits by Raiz. Under the advertising services agreement, the advertising credit will expire on 31 January 2025.

## NOTE 12: INTANGIBLE ASSETS & GOODWILL

	Consolidated Group	
	2023 \$000	2022 \$000
<b>Goodwill:</b>		
Cost	21,213	21,213
Net carrying amount	21,213	21,213
<b>Computer software and other Intangible assets:</b>		
Cost	18,805	16,045
Accumulated amortisation	(11,999)	(9,479)
Net carrying amount	6,806	6,566
<b>Total intangible assets</b>	<b>28,019</b>	<b>27,779</b>

	Goodwill \$000	Computer Software - Intangible Assets \$000
<b>Consolidated Group:</b>		
<b>Year ended 30 June 2022</b>		
Balance at the beginning of the year	13,894	5,227
R&D Grant	-	(579)
Additions	-	2,947
Additions due to Superestate Pty Ltd acquisition	7,319	1,744
Amortisation charge	-	(2,773)
<b>Year ended 30 June 2022</b>	<b>21,213</b>	<b>6,566</b>
<b>Year ended 30 June 2023</b>		
Balance at the beginning of the year	21,213	6,566
R&D Grant	-	(858)
Additions	-	3,618
Amortisation charge	-	(2,520)
<b>Closing value at 30 June 2023</b>	<b>21,213</b>	<b>6,806</b>

### Impairment disclosures

Goodwill is allocated to cash-generating units which are based on the Group's reporting segments:

	2023 \$000	2022 \$000
Raiz Invest Micro Investing Platform segment	21,213	21,213
<b>Total</b>	<b>21,213</b>	<b>21,213</b>

The recoverable amount of each cash-generating unit above is determined based on value-in-use calculations. Value-in-use is calculated based on the present value of cash flow projections over a five-year period for the Raiz micro investing platform segment only with the period extending beyond five years by calculating a terminal value using a terminal value growth rate of 5.7% p.a.. The cash flows and terminal value are discounted using a 15.0% p.a. discount rate.

## Key Assumptions used in value-in-use calculation

### *Growth Rates*

Growth rates used reflect management's plans for the Raiz Invest Micro Investing platform segment only and where possible are based on historic performance.

### *Discount Rate*

The discount rate of 15.0% p.a. (2022: 13.5% p.a.) pre-tax reflects the market determined, risk-adjusted discount rate that is adjusted for specific risks relating to the CGU. Any residual value will be calculated using a terminal value growth rate of 5.7% p.a. then discounted at 15.0% p.a.. The discount rate was increased this year due to changes in the current interest rate environment.

There were no other key assumptions.

Sensitivity analysis also examined the effect of a change in a key assumption on the cash-generating unit. The discount rate would need to increase by 29.0% to 44.0% p.a. or the terminal value growth rate would need to decrease by 39.9% to negative 34.2% p.a. before the recoverable amount of the CGU would equal its carrying value.

## Key estimates and judgements

### *Impairment*

Raiz assesses impairment at each reporting date by evaluating conditions specific to Raiz and the particular asset that may lead to impairment. If an impairment trigger exists, the recoverable amount of the asset is determined. This involves value-in-use calculations, which incorporate a number of key estimates and assumptions.

### *Estimation of useful lives of assets*

Raiz determines the estimated useful lives and related depreciation and amortisation charges for its property, plant and equipment and finite intangible assets. The useful lives could change significantly because of technical innovations, change in laws, or some other event. The depreciation or amortisation charge will increase where the useful lives are less than previously estimated lives, or technically obsolete or non-strategic assets that have been abandoned or sold will be written off or written down.

## NOTE 13: INTERESTS IN SUBSIDIARIES

### a. Information about Principal Subsidiaries

The subsidiaries listed below have share capital consisting solely of ordinary shares which are held directly by the Group. The proportion of ownership interests held equals the voting rights held by the Group. Each subsidiary's principal place of business is also its country of incorporation.

Name of Subsidiary	Principal Place of Business	Ownership Interest Held by the Group		Proportion of Non-controlling Interests	
		2023 %	2022 %	2023 %	2022 %
Raiz Invest Australia Limited	NSW Australia	100.0	100.0	-	-
Instreet Investment Limited	NSW Australia	100.0	100.0	-	-
Instreet Acorns Pty Limited	NSW Australia	100.0	100.0	-	-
PT. Raiz Invest Indonesia	Jakarta Indonesia	80.0	80.0	20.0	20.0
Raiz Malaysia SDN BHD	Kuala Lumpur Malaysia	70.0	70.0	30.0	30.0
Raiz (Thailand) Limited	Bangkok Thailand	100.0	100.0	-	-
Raiz Home Ownership Pty Limited	NSW Australia	100.0	100.0	-	-
PT Raiz Solusi Indonesia	Jakarta Indonesia	79.2	79.2	20.8	20.8
Superestate Pty Limited	NSW Australia	100.0	100.0	-	-
Raiz Vietnam Ltd	Ho Chi Minh Vietnam	100.0	100.0	-	-

Subsidiary financial statements used in the preparation of these consolidated financial statements have also been prepared as at the same reporting date as the Group's financial statements.

### b. Significant Restrictions

There are no significant restrictions over the Group's ability to access or use assets, and settle liabilities, of the Group.

#### Deed of Cross Guarantee

A Deed of Cross Guarantee (pursuant to ASIC (wholly-owned companies) instrument 2016/785 and ASIC Class Order 98/1418) was entered into between Raiz Invest Limited and its wholly owned subsidiaries, Instreet Investment Limited and Raiz Invest Australia Limited during the financial year ended 30 June 2018 and relief was obtained from preparing financial statements for Raiz Invest Australia Limited under ASIC Class Order 98/1418. Pursuant to this Deed of Cross Guarantee, the wholly owned subsidiaries rely upon relief afforded to the financial reporting requirements of Chapter 2M Corporations Act 2001, such that Raiz Invest Limited prepares audited financial statements on a Group basis.

	Parties to Deed of Cross Guarantee	Parties to Deed of Cross Guarantee
	2023 \$000	2022 \$000

#### Financial information in relation to:

##### (i) Statement of profit or loss and other comprehensive income:

Revenue	17,246	17,851
Sales and Administration expenses	(5,656)	(5,300)
Employee benefits expenses	(6,028)	(5,751)

# NOTE 13: INTERESTS IN SUBSIDIARIES

Depreciation and amortisation	(2,793)	(2,626)
Professional fees	(1,398)	(1,774)
Marketing expenses	(3,610)	(4,715)
Other expenses	(2,143)	(2,696)
Loss before income tax	(4,382)	(5,011)
Income tax expense	(195)	(22)
Loss after income tax	(4,577)	(5,033)
<b>Loss attributable to owners of the parent entity</b>	<b>(4,577)</b>	<b>(5,033)</b>
<b>(ii) Statement of financial position:</b>		
Cash and cash equivalents	6,515	13,031
Trade and other receivables	1,730	1,740
Other financial assets	12,426	9,900
Other assets	4,383	6,624
<b>TOTAL CURRENT ASSETS</b>	<b>25,054</b>	<b>31,295</b>
Investment	69,483	68,953
Right-of-use assets	402	704
Deferred tax assets	444	621
Intangible assets	5,299	5,069
<b>TOTAL NON-CURRENT ASSETS</b>	<b>75,628</b>	<b>75,347</b>
<b>TOTAL ASSETS</b>	<b>100,682</b>	<b>106,642</b>
Trade and other payables	4,803	5,846
Current lease liabilities	291	83
Provisions	407	537
<b>TOTAL CURRENT LIABILITIES</b>	<b>5,501</b>	<b>6,466</b>
Other financial liabilities	-	199
Deferred tax liabilities	1,105	952
Non-current lease liabilities	147	641
Provisions	154	143
<b>TOTAL NON-CURRENT LIABILITIES</b>	<b>1,406</b>	<b>1,935</b>
<b>TOTAL LIABILITIES</b>	<b>6,907</b>	<b>8,401</b>
<b>NET ASSETS</b>	<b>93,775</b>	<b>98,241</b>
<b>EQUITY</b>		
Issued capital	113,642	113,642
Share option reserve	5,956	5,523
Other reserve	4,284	4,606
Retained earnings	(30,107)	(25,530)
<b>TOTAL EQUITY</b>	<b>93,775</b>	<b>98,241</b>

#### NOTE 14: TRADE AND OTHER PAYABLES

	Consolidated Group	
	2023 \$000	2022 \$000
<b>CURRENT</b>		
Trade and other payables	3,645	4,826
	<b>3,645</b>	<b>4,826</b>
<b>NON-CURRENT</b>		
Related party loan	-	199
	<b>-</b>	<b>199</b>

#### NOTE 15: PROVISIONS

	Consolidated Group	
	2023 \$000	2022 \$000
<b>CURRENT</b>		
Employee benefit provision	424	542
	<b>424</b>	<b>542</b>
<b>NON-CURRENT</b>		
Employee benefit provision	154	143
	<b>154</b>	<b>143</b>

# NOTE 16: ISSUED CAPITAL

	Consolidated Group	
	2023 No.	2022 No.
Fully paid ordinary shares	93,445,466	93,445,466
	<b>93,445,466</b>	<b>93,445,466</b>

	Date	Consolidated Group	
		2023 No.	2022 No.
<b>a. Ordinary Shares</b>			
At the beginning of the reporting period		93,445,466	81,961,174
Shares issued during the year:			
Share issued to acquire Superestate	29 Jul 2021	-	5,300,000
Share issued from Institutional Placement	6 Dec 2021	-	6,184,292
<b>At the end of the reporting period (No.)</b>		<b>93,445,466</b>	<b>93,445,466</b>

	Date	Consolidated Group	
		2023 \$	2022 \$
<b>b. Ordinary Shares</b>			
At the beginning of the reporting period		102,175,830	83,442,325
Share issued to acquire Superestate	29 Jul 2021	-	9,010,000
Cost in relation to acquisition of Superestate (tax benefit)	29 Jul 2021	-	3,848
Costs in relation to placement & SPP (May 2021)	25 Oct 2021	-	(237,828)
Share issued from Institutional Placement	6 Dec 2021	-	10,000,000
Costs in relation to Institutional Placement	6 Dec 2021	-	(42,515)
<b>At the end of the reporting period (\$)</b>		<b>102,175,830</b>	<b>102,175,830</b>

- c. Options**
- (i) For information relating to the Raiz Invest Limited Long-Term Equity Incentive Plan (LTEIP), including details of options issued, exercised and lapsed during the financial year and the options outstanding at year-end, refer to Note 21.
  - (ii) For information relating to share options issued to key management personnel during the financial year, refer to Remuneration Report.

**d. Capital Management**

Management controls the capital of the Group to maintain a sustainable debt to equity ratio, generate long-term shareholder value and ensure that the Group can fund its operations and continue as a going concern.

The Group's debt and capital include ordinary share capital and financial liabilities, supported by financial assets.

The Group maintains liquid capital to meet its obligations as a responsible entity.

Management effectively manages the Group's capital by assessing the Group's financial risks and adjusting its capital structure in response to changes in these risks and in the market. These responses include the management of debt levels, distributions to shareholders and share issues.

There have been no changes in the strategy adopted by management to control the capital of the Group.

#### NOTE 16: ISSUED CAPITAL

	Note	Consolidated Group	
		2023 \$000	2022 \$000
Total liabilities		6,167	8,156
Less cash and cash equivalents	8	8,449	15,538
Net debt		(2,282)	(7,382)
<b>Total equity</b>		<b>38,582</b>	<b>46,031</b>
<b>Total assets</b>		<b>44,749</b>	<b>54,187</b>
Gearing ratio		(5.10%)	(13.62%)

#### NOTE 17: RESERVES

	Consolidated Group	
	2023 \$000	2022 \$000
Restructuring reserve	(26,328)	(26,328)
Share option reserve	5,956	5,523
Foreign currency translation reserve	(378)	(331)
<b>Total reserves</b>	<b>(20,750)</b>	<b>(21,136)</b>

##### Restructuring reserve:

The restructuring reserve relates to a business combination in a prior year whereby the group was re-organised. The transaction was accounted for under the pooling of interest method as there was no change to overall controlling interest in the group.

##### Share option reserve:

The share option reserve represents the cumulative charge for share-based payments.

##### Foreign currency translation reserve:

The Consolidated Financial Statements are presented in Australian dollars (\$), which is the Group's functional and presentation currency. Exchange differences arising on translation of the foreign controlled entities are recognised in other comprehensive income and accumulated in a separate reserve within equity.



# NOTE 18: LEASES

All leases are accounted for by recognising a right-of-use asset and a lease liability except for the following where certain practical expedients have been adopted:

- Leases of low value assets; and
- Leases with a duration of 12 months or less at initial application date.

(i) The balance sheet shows the following amounts relating to leases:

Right-of-use Assets			Total
			\$000
Balance as at 1 July 2022			1,119
Depreciation			(518)
At 30 June 2023			601
Lease Liabilities			Total
			\$000
Balance as at 1 July 2022			1,144
Interest expense			52
Lease payments			(559)
At 30 June 2023			637
At 30 June 2023	Up to 12 months	Between 1 and 5 years	Total
	\$000	\$000	\$000
Lease Liabilities	490	147	637

## NOTE 19: OPERATING SEGMENTS

### Description of segments

#### Identification of reportable operating segments

Raiz Invest is currently organised into two operating segments, Raiz Invest Micro-Investing Platform (Australia) and Other Financial Services. These operating segments are based on the internal reports that are reviewed and used by the chief operating decision maker (CODM) in assessing the performance and in determining the allocation of resources. There is no aggregation of operating segments below this level.

The CODM also uses EBITDA (earnings before interest, tax, depreciation and amortisation excluding share-based payments and non-recurring items) as a principal profit measure. The accounting policies adopted for internal reporting are consistent with those adopted in the financial statements.

The information reported to the CODM is on at least a quarterly basis.

#### Types of services

The principal service is the provision of financial services via the Raiz Invest micro-investing platform.

#### Major customers

Raiz Invest Micro-Investing Platform does not rely on any major customers. The largest single customer accounts for only 0.03% of total revenue.

The majority of Other Financial Services are paid by Instreet Investment Australia Limited (IIAL), for rent and other expenses as well as a corporate authorised representative (CAR) fee, however these have ceased from 1 July 2023.

#### Segment Income

Year ended 30 June 2023	Raiz Invest Micro Investing Platform	Other Financial Services	Total
	\$000	\$000	\$000
Segment Revenue	17,506	1,055	18,561
Other Income	608	-	608
EBITDA*	(5,313)	565	(4,748)
Depreciation and amortisation expenses	(3,082)	(17)	(3,099)
Interest expenses	(63)	(9)	(72)
Profit/Loss before income tax	(8,458)	539	(7,919)
Income tax expense	(127)	(7)	(134)
Profit/Loss for the year	(8,585)	532	(8,053)
Year ended 30 June 2022	Raiz Invest Micro Investing Platform	Other Financial Services	Total
	\$000	\$000	\$000
Segment Revenue	17,384	1,311	18,695
Other Income	644	-	644
EBITDA*	(8,285)	670	(7,615)
Depreciation and amortisation expenses	(3,287)	(20)	(3,307)
Interest expenses	(76)	(8)	(84)
Profit/Loss before income tax	(11,648)	642	(11,006)
Income tax expense	(90)	(92)	(182)
Profit/Loss for the year	(11,738)	550	(11,188)

\* EBITDA represents earnings before interest, tax, depreciation and amortisation.

As at 30 June 2023	Raiz Invest Micro Investing Platform	Other Financial Services	Total
	\$000	\$000	\$000
Segment assets	38,421	6,328	44,749
Segment liabilities	5,970	197	6,167
As at 30 June 2022	Raiz Invest Micro Investing Platform	Other Financial Services	Total
	\$000	\$000	\$000
Segment assets	41,658	12,529	54,187
Segment liabilities	7,800	356	8,156

#### NOTE 20: CASH FLOW INFORMATION

		Consolidated Group	
		2023	2022
		\$000	\$000
a.	<b>Reconciliation of Cash Flows from Operating Activities with Profit after Income Tax</b>		
	Total comprehensive loss for the year	(8,100)	(11,249)
	Non-cash flows in profit:		
	– Amortisation and depreciation (non-cash)	3,099	3,307
	– Advertising credit (Seven West Media)	1,887	1,970
	– Currency translation difference	47	61
	– Share option expenses (non-cash)	433	425
	– Tax expense	134	182
	Changes in assets and liabilities, net of the effects of purchase and disposal of subsidiaries:		
	– Decrease / (Increase) in trade and term receivables	84	(222)
	– (Decrease) / Increase in trade payables and accruals	(1,181)	1,964
	– Increase in other assets	704	601
	– (Decrease) / Increase in provisions	(107)	202
	Cash flows used in operating activities	(3,000)	(2,759)

## NOTE 21: SHARE-BASED PAYMENTS

- a. Raiz Invest Limited has in place two share option schemes:

### Key Management Personnel Historical Share Options Plan

The options are granted subject to the completion of four years' continued employment with Raiz Invest Limited and subject to the individual meeting predetermined performance criteria. The options vest evenly at the anniversary of the grant date for four years. Should the performance criteria not be met for a particular year, the portion of option which were available for vesting for that year shall be considered forfeited.

### Raiz Invest Employee Share Option Plan

The Group established the Raiz Invest Limited long-term equity incentive plan as disclosed in the Prospectus as a long-term incentive scheme to recognise talent and motivate employees to strive for group performance. All employees (other than Key Management Personnel) are entitled to participate in the share option scheme upon completion of five years' employment with the consolidated Group. Employees are granted options which evenly vest over five years, subject to meeting specified performance criteria. The options are issued for no consideration and carry no entitlements to voting rights or dividends of the Group. The number available to be granted is determined by the Board and is based on performance measures including growth in shareholder return, return on equity, cash earnings and Group earnings per share growth.

- b. On 9 December 2022, 175,000 share options were granted to a director under the consolidated Group under the Raiz Invest Limited employee share option plan to take up ordinary shares at an exercise price of \$1.937 each. The options are exercisable on or before 1 February 2027. The options hold no voting or dividend rights and are not transferable.
- c. A summary of the movements of all Group options issues is as follows:

	Number	Weighted Average Exercise Price
<b>Options outstanding as at 30 June 2021</b>	8,093,561	
Granted	2,089,000	1.96
<b>Options outstanding as at 30 June 2022</b>	10,182,561	
Granted	175,000	1.94
Expired	(349,000)	1.50
Lapsed	(175,000)	2.037
<b>Options outstanding as at 30 June 2023</b>	9,833,561	

The fair value of options granted during the year was \$3,386 (2022: \$1,176,001). These values were calculated using the Black-Scholes option pricing model applying the following inputs:

Weighted average exercise price:	\$1.937
Weighted average life of the option:	4 years
Expected share price volatility:	65.0%
Risk-free interest rate:	3.2%

Historical volatility of Companies judged to be similar has been the basis for determining expected share price volatility.

The share option expenses recognised during the financial year to 30 June 2023 was \$433,000 (2022: \$425,000).

#### NOTE 22: EVENTS AFTER THE REPORTING PERIOD

The Australian business released the Raiz Plus Product and also increased the fee for its members from 1 August 2023. Please refer to ASX announcements found on the company investor centre website.

The equity position of Raiz Invest Australia Limited in PT. Raiz Invest Indonesia (Joint Venture ) has changed since 30 June 2023. An EGM has been held approving a debt to equity conversion, resulting in an increase in the equity position of Raiz Invest Australia Limited, from 80% to 99% in the Joint Venture. This is part of the planned restructure of the Indonesian Joint Venture. The next steps in the restructure are being progressed including finalising the terms (including equity position) upon which a new local third party will participate in the Joint Venture.

Harvey Kalman has resigned as Non-Executive Director effective 31 August 2023.

No other matters or circumstances have arisen since the end of the financial year which significantly affected or could significantly affect the operations of the consolidated Group in future financial years.

## NOTE 23: RELATED PARTY TRANSACTIONS

### a. Related parties

The Group's main related parties are as follows:

(i) *Entities exercising control over the Group:*

The ultimate parent entity that exercises control over the Group is Raiz Invest Limited, which is incorporated in New South Wales, Australia.

(ii) *Key management personnel:*

Any person(s) having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director (whether executive or otherwise) of that entity, are considered key management personnel.

(iii) *Entities subject to significant influence by the Group:*

An entity that has the power to participate in the financial and operating policy decisions of an entity, but does not have control over those policies, is an entity that holds significant influence. Significant influence may be gained by share ownership, statute or agreement.

(iv) *Other related parties:*

Other related parties include entities controlled by the ultimate parent entity and entities over which key management personnel have joint control.

### b. Transactions with related parties

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

The following transactions occurred with related parties:

		Consolidated Group	
		2023	2022
		\$000	\$000
(i)	<i>Other related parties:</i>		
	Purchase of goods and services:	-	-
(ii)	<i>Key management personnel:</i>		
	Management fees and occupancy fees paid which directors and executives have a beneficial interest	-	-
(iii)	<i>Loans from other key management personnel related entities:</i>		
	Beginning of the year	199	199
	Loan repayment	(199)	-
	End of the year	-	199
(iv)	<i>Payments received from related parties:</i>		
	Authorised Representative fees	39	462
	Management fees	440	693
	<b>Total</b>	<b>479</b>	<b>1,155</b>

Raiz received authorised representative fees and management fees from Instreet Investment Australia Limited for use of the Instreet Investment Limited Australian Financial Services Licence (AFSL) and recovery of expenses but ceased during the financial year.

#### NOTE 24: DIRECTORS AND KEY MANAGEMENT PERSONNEL COMPENSATION

Refer to the remuneration report contained in the Directors' report for details of the remuneration paid or payable to each member of the Group's Directors and key management personnel (KMP) for the year ended 30 June 2023.

The totals of remuneration paid to Directors and KMP of the Group during the year are as follows:

	2023 \$000	2022 \$000
Short-term employee benefits	2,316	2,492
Post-employment benefits	161	128
Other long-term benefits	27	55
Termination benefits	681	-
Share-based payments	365	307
<b>Total Directors and KMP compensation</b>	<b>3,550</b>	<b>2,982</b>

##### Short-term employee benefits

These amounts include fees and benefits paid to the Non-Executive Chair and Non-Executive Directors as well as all salary, paid leave benefits, fringe benefits and cash bonuses awarded to executive directors and other KMP.

##### Other long-term benefits

These amounts represent long service leave benefits accruing during the year, long-term disability benefits and deferred bonus payments.

##### Share-based payments

These amounts represent the expenses related to the participation of KMP in equity-settled benefit schemes as measured by the fair value of the options, rights and shares granted on grant date.

## NOTE 25: FINANCIAL RISK MANAGEMENT

The Group's activities expose it to a variety of financial risks: market risk, credit risk, foreign currency risk and liquidity risk. The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Group. Different methods are used to measure different types of risk to which the Group is exposed, such as sensitivity analysis for interest rate risk and ageing analysis for credit risk.

The Group's financial instruments consist mainly of deposits with banks, local money market instruments, short-term investments, accounts receivable and payable, bills and leases.

	Note	Consolidated Group	
		2023	2022
		\$000	\$000
<b>Financial assets</b>			
Cash and cash equivalents	8	8,449	15,538
Financial assets at fair value through profit or loss:			
– Australian listed shares	10	434	355
Financial assets held at amortised cost:			
Term deposits	10	164	164
Other	10	79	79
Receivables	9	2,055	2,139
<b>Total financial assets</b>		<b>11,181</b>	<b>18,275</b>
<b>Financial liabilities</b>			
Financial liabilities at amortised cost:			
– trade and other payables	14	3,645	4,826
– borrowings from related party	14	-	199
<b>Total financial liabilities</b>		<b>3,645</b>	<b>5,025</b>

### Financial Risk Management Policies

The CFO has been delegated responsibility by the Board of Directors for, among other issues, managing financial risk exposures of the Group. The CFO monitors the Group's financial risk management policies and exposures and approves financial transactions within the scope of the limits. The CFO also reviews the effectiveness of internal controls relating to market risk, counterparty credit risk, foreign currency risk, liquidity risk, and interest rate risk.

### Specific financial risk exposures and management

The main risks the Group is exposed to through its financial instruments are credit risk, liquidity risk, and market risk consisting of interest rate risk, foreign currency risk and other price risk (commodity and equity price risk). There have been no substantive changes in the types of risks the Group is exposed to, how these risks arise, or the Board's objectives, policies and processes for managing or measuring the risks from the previous period.

	Note	Consolidated Group	
		2023	2022
		\$000	\$000
Cash and cash equivalents:			
– AA rated	8	8,449	15,538
Term deposits:			
– AA rated	10	164	164



## Liquidity risk

Liquidity risk arises from the possibility that the Group might encounter difficulty in settling its debts or otherwise meeting its obligations related to financial liabilities. The Group manages this risk through the following mechanisms:

- preparing forward-looking cash flow analysis in relation to its operating, investing and financing activities;
- only investing surplus cash with major financial institutions; and
- comparing the maturity profile of expected liabilities with the realisation profile of expected revenue and financial asset revenue.

## Financial liability and financial asset maturity analysis

Consolidated Group	Within 1 Year		Greater than 1 Year		Total	
	2023	2022	2023	2022	2023	2022
	\$000	\$000	\$000	\$000	\$000	\$000
<b>Financial liabilities due for payment</b>						
Trade and other payables	3,645	4,826	-	-	3,645	4,826
Amounts payable to related parties	-	-	-	199	-	199
Total expected outflows	3,645	4,826	-	199	3,645	5,025
<b>Financial assets – cash flows realisable</b>						
Cash and cash equivalents	8,449	15,538	-	-	8,449	15,538
Trade and other receivables	1,877	1,959	178	180	2,055	2,139
Other	-	79	79	-	79	79
Australian listed shares	434	355	-	-	434	355
Term deposits	164	164	-	-	164	164
Total anticipated inflows	10,924	18,095	257	180	11,181	18,275
Net inflow/(outflow) on financial instruments	7,279	13,269	257	(19)	7,536	13,250

## Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. The Group mitigate credit risk by undertaking transactions with a large number of customers. The Group has no significant concentration of credit risk with respect to any single counterparty or group of counterparties. The maximum exposure to credit risk at the reporting date to recognised financial assets is the carrying amount, net of any provisions for impairment of those assets, as disclosed in the statement of financial position and notes to the financial statements. The Group does not hold any collateral. Trade and other receivables that are neither past due nor impaired are considered to be high credit quality. There has been no change to credit risk since initial recognition and reviews are undertaken regularly.

The Group applies the AASB 9 simplified approach to measuring expected credit losses using a lifetime expected credit loss provision for trade receivables and contract assets. To measure expected credit losses on a collective basis, trade receivables and contract assets are grouped based on similar credit risk and ageing. The expected loss rates are based on the Group's historical credit losses experienced over the two-year period prior to the period end. The historical loss rates are then adjusted for current and forward-looking information on macroeconomic factors affecting the Group's customers.

A reconciliation of the movement in the impairment allowance for receivables under the expected credit loss model is shown below:

	Consolidated Group
	2023
	\$000
Expected credit loss provision as at 30 June 2022	44
Amounts provided	736
Bad debts written off	(547)
Expected credit loss provision as at 30 June 2023	233

#### Market risk

(i) *Interest rate risk*

Exposure to interest rate risk arises on financial assets and financial liabilities recognised at the end of the reporting period whereby a future change in interest rates will affect future cash flows or the fair value of fixed rate financial instruments. The Group is also exposed to earnings volatility on floating rate instruments.

(ii) *Foreign currency risk*

Exposure to foreign currency risk result from payments to foreign companies for services provided. Fluctuations in the US dollar may impact on the Group's financial results as those exposures are not hedged.

The Group is also exposed to securities price risk linked to funds under management which are influenced by changes in securities price. This risk is unhedged.

#### Sensitivity analysis

Year ended 30 June 2023	Consolidated Group
	Earnings
	\$000
+/-0.50% in interest rates	43
+/-2.0% in \$A/\$US	11
+/-5.0% in \$A/IDR	113
+/-5.0% in \$A/MYR	(19)
+/-10.0% in listed securities	393

There have been no changes in any of the methods or assumptions used to prepare the above sensitivity analysis from the prior year.

## Fair Values

### Fair value estimation

The fair values of financial assets and financial liabilities are presented in the following table and can be compared to their carrying amounts as presented in the statement of financial position. Refer to Note 1(f) for detailed disclosures regarding the fair value measurement of the Group's financial assets and financial liabilities.

Consolidated Group	Note	2023		2022	
		Carrying Amount \$000	Fair Value \$000	Carrying Amount \$000	Fair Value \$000
Financial assets					
Cash and cash equivalents <sup>(i)</sup>	8	8,449	8,449	15,538	15,538
Total trade and other receivables	9	2,055	2,055	2,139	2,139
Other	10	79	-	79	79
Term deposits	10	164	164	164	164
Financial assets at fair value through profit or loss:					
– Australian listed shares	10	434	434	355	355
Total financial assets		11,181	11,102	18,275	18,275
Financial liabilities					
Trade and other payables <sup>(i)</sup>	14	3,645	3,645	4,826	4,826
Related party loan	14	-	-	199	199
Total financial liabilities		3,645	3,645	5,025	5,025

- (i) Cash and cash equivalents, trade and other receivables, and trade and other payables are short-term instruments in nature whose carrying amounts are equivalent to their fair values.

#### NOTE 26: PARENT INFORMATION

The following information has been extracted from the books and records of the financial information of the parent entity set out below and has been prepared in accordance with Australian Accounting Standards.

	2023 \$000	2022 \$000
<b>Statement of Financial Position</b>		
<b>ASSETS</b>		
Current assets	4,545	6,548
Non-current assets	91,668	92,135
<b>TOTAL ASSETS</b>	<b>96,213</b>	<b>98,683</b>
<b>LIABILITIES</b>		
Current liabilities	18,891	13,572
Non-current liabilities	273	575
<b>TOTAL LIABILITIES</b>	<b>19,164</b>	<b>14,147</b>
<b>EQUITY</b>		
Issued capital	102,176	102,176
Accumulated loss	(29,631)	(21,711)
Share option reserve	4,504	4,071
<b>TOTAL EQUITY</b>	<b>77,049</b>	<b>84,536</b>
<b>Statement of Profit or Loss and Other Comprehensive Income</b>		
Total loss	(7,920)	(6,606)
Total comprehensive income	(7,920)	(6,606)

#### Guarantees

In line with prior period, Raiz Invest Limited entered a deed of cross guarantee with its subsidiaries Instreet Investment Limited and Raiz Invest Australia Limited (see Note 13).

## DIRECTORS' DECLARATION

In accordance with a resolution of the Directors of Raiz Invest Limited, the Directors of the Company declare that:

1. the attached financial statements and notes thereto, are in accordance with the *Corporations Act 2001* and:
  - a. comply with Australian Accounting Standards, which, as stated in accounting policy Note 1 to the financial statements, constitutes compliance with International Financial Reporting Standards; and
  - b. give a true and fair view of the financial position as at 30 June 2023 and of the performance for the year ended on that date of the consolidated Group;
2. in the Directors' opinion there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable; and
3. the Directors have been given the declarations required by s 295A of the *Corporations Act 2001* from the Chief Executive Officer and Chief Financial Officer.

The Company and its wholly owned subsidiaries, Instreet Investment Limited and Raiz Invest Australia Limited, have entered into a deed of cross guarantee under which the Company and its subsidiaries guarantee the debts of each other.

At the date of this declaration, there are reasonable grounds to believe that the companies which are party to this deed of cross guarantee will be able to meet any obligations or liabilities to which they are, or may become, subject to by virtue of the deed.



**Brendan Malone**

Managing Director/Group CEO

Dated: 28 August 2023

## INDEPENDENT AUDITOR'S REPORT

To the members of Raiz Invest Limited

### Report on the Audit of the Financial Report

#### Opinion

We have audited the financial report of Raiz Invest Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 30 June 2023, 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 report, including a summary of significant accounting policies and the directors' declaration.

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

- (i) Giving a true and fair view of the Group's financial position as at 30 June 2023 and of its financial performance for the year ended on that date; 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 Group in accordance with 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 confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's report.

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

## Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report 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 a separate opinion on these matters.

### Carrying value of goodwill - impairment assessment

Key audit matter	How the matter was addressed in our audit
<p>The Group is required to perform an annual impairment test on the carrying value of goodwill in accordance with AASB 136 <i>Impairment of Assets</i>.</p> <p>The Group has tested goodwill for impairment at the reporting date by comparing the carrying value to its recoverable amount. Recoverable amount has been determined through a value in use calculation. The Group's assessment of the value in use involves significant judgements such as the future results of the business, and the discount and growth rates applied to the future cash flows. Consequently, we considered this a key audit matter.</p> <p>Refer to Note 12 in the financial report for key disclosures relating to the impairment assessment of goodwill.</p>	<p>Our audit procedures included, among others:</p> <ul style="list-style-type: none"> <li>• An assessment of the historical accuracy of management's forecasts in the context of the value in use model;</li> <li>• Evaluating the key inputs and assumptions used in the value in use model, in particular those relating to forecast revenue, and the growth and discount rates applied;</li> <li>• Assessing the sensitivity of the key assumptions for reasonably possible changes in the value in use model prepared by the Group; and</li> <li>• Assessing the adequacy of the Group's disclosures in Note 12 in relation to the impairment testing performed and management's assessment of the sensitivity with respect to changes to key assumptions.</li> </ul>

## Other information

The directors are responsible for the other information. The other information comprises the information in the Group's annual report for the year ended 30 June 2023, but does not include the financial report and the auditor's report thereon.

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

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

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

#### Responsibilities of the directors for the Financial Report

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

In preparing the financial report, the directors are responsible for assessing the ability of the group 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 Group 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.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website (<http://www.auasb.gov.au/Home.aspx>) at:

[https://www.auasb.gov.au/admin/file/content102/c3/ar1\\_2020.pdf](https://www.auasb.gov.au/admin/file/content102/c3/ar1_2020.pdf)

This description forms part of our auditor's report.

#### Report on the Remuneration Report

##### Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 16 to 24 of the directors' report for the year ended 30 June 2023.

In our opinion, the Remuneration Report of Raiz Invest Limited, for the year ended 30 June 2023, 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 section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

BDO Audit Pty Ltd

BDO

A handwritten signature in black ink, appearing to read 'Tim Aman'.

Tim Aman  
Director

Sydney, 28 August 2023

## ASX Additional Information

The shareholder information set out below is as at 17 August 2023.

### Substantial holders

Holder of Equitable Securities	Units	% of total Securities issued
SEVEN WEST MEDIA INVESTMENTS PTY LTD	6,184,292	6.62%
TIGA TRADING PTY LTD	5,981,842	6.40%
SG HISCOCK & COMPANY LIMITED	5,355,225	5.73%
ACORNS GROW INCORPORATED	5,186,309	5.55%

### Distribution of Equitable Securities

Range	Number of holders of ordinary shares	Units	% Units
1 to 1,000	1,728	931,809	1.00%
1,001 to 5,000	2,004	4,890,670	5.23%
5,001 to 10,000	441	3,291,254	3.52%
10,001 to 100,000	491	13,595,143	14.55%
100,001 and over	90	70,736,590	75.70%
<b>Total</b>	<b>4,754</b>	<b>93,445,466</b>	<b>100.00%</b>

### Distribution of Unquoted Options

Range	Number of holders of unquoted options	Units	% Units
1 to 1,000	-	-	-
1,001 to 5,000	-	-	-
5,001 to 10,000	4	40,000	0.41%
10,001 to 100,000	22	1,040,756	10.58%
100,001 and over	14	8,752,805	89.01%
<b>Total</b>	<b>40</b>	<b>9,833,561</b>	<b>100.00%</b>

### Number of holders

Range	Number of holders
Fully paid ordinary shares	4,754
Unquoted options	40

### Less than marketable parcels of ordinary shares (UMP shares)

As at 17 August 2023, the number of shareholders holding less than a marketable parcel of \$500 worth of shares, based on closing market price on that date of \$0.49 per share, is 1,748.

## Escrow

Range	Type of restriction	Number of holders
Ordinary shares	Voluntary escrow	6,184,292

## Voting rights of equity securities

The only class of equity securities on issue in the Company which carries voting rights is fully paid ordinary shares. As at 17 August 2023, there were 4,754 holders of a total of 93,445,466 ordinary shares of the Company.

At a general meeting of the Company, every holder of ordinary shares present in person or by proxy, attorney or representative has one vote on a show of hands and, on a poll, one vote for each ordinary share held. On a poll, every member (or his or her proxy, attorney or representative) is entitled to vote for each fully paid share held and, in respect of each partly paid share, is entitled to a fraction of a vote equivalent to the proportion which the amount paid up (not credited) on that partly paid share bears to the total amounts paid and payable (excluding amounts credited) on that share. Amounts paid in advance of a call are ignored when calculating the proportion.

## Twenty largest shareholders

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

	Registered Holder of Securities	Number of Securities Held	% of total Securities issued
1	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	6,386,232	6.83%
2	SEVEN WEST MEDIA INVESTMENTS PTY LTD	6,184,292	6.62%
3	UBS NOMINEES PTY LTD	5,997,883	6.42%
4	ACORNS GROW INCORPORATED	5,186,309	5.55%
5	GEORGE LUCAS & RELATED ENTITIES	4,468,338	4.78%
6	CITICORP NOMINEES PTY LIMITED	4,182,267	4.48%
7	GRANT BRITS & RELATED ENTITIES	2,931,232	3.14%
8	SANDHURST TRUSTEES LTD <CYAN C3G FUND A/C>	2,227,485	2.38%
9	ROSLYNDALE NOMINEES PTY LTD	2,140,843	2.29%
10	INSTREET SHARE SCHEME NOMINEE PTY LTD <JUSTIN BYRNE A/C>	1,721,853	1.84%
11	BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT DRP>	1,466,639	1.57%
12	ALTOR CAPITAL MANAGEMENT PTY LTD <ALTOR ALPHA FUND A/C>	1,413,056	1.51%
13	DAVID GORDON & RELATED ENTITIES	1,534,588	1.64%
14	BBH-GL NOMINEES PTY LTD <CAREY CORPORATION & FAM A/C>	1,232,375	1.32%
15	SUZIAN INVESTMENTS PTY LIMITED <IAN & SUZANNE RAE PSF A/C>	1,184,708	1.27%
16	MUTUAL TRUST PTY LTD	1,174,712	1.26%

17	BANGALLEY HOLDINGS PTY LIMITED <BANGALLEY EMP PROV F N1 A/C>	1,169,751	1.25%
18	JOHNSTON FUND PTY LIMITED <JOHNSTON SUPER FUND A/C>	1,100,000	1.18%
19	J P MORGAN NOMINEES AUSTRALIA PTY LIMITED	892,534	0.96%
20	GARRETT SMYTHE LTD	838,690	0.90%
	<b>TOTAL FOR TOP 20:</b>	<b>53,433,787</b>	<b>57.18%</b>
	<b>TOTAL OTHER INVESTORS:</b>	<b>40,011,679</b>	<b>42.82%</b>
	<b>TOTAL SECURITIES ON ISSUE:</b>	<b>93,445,466</b>	<b>100.00%</b>

## Corporate directory

### Company's registered office (Australia)

Level 11  
2 Bulletin Place  
Sydney NSW 2000  
1300 754 748

### Company's registered office (Indonesia)

The Energy Building  
10th Floor, SCBD Lot 11A, Jl. Jend. Sudirman Kav.52-53  
Senayan, Kebayoran Baru, Jakarta Selatan  
Indonesia

### Company's registered office (Malaysia)

D-8-3A, Menara Suezcap 1  
KL Gateway, Kuala Lumpur  
59200 W.P. Kuala Lumpur  
Malaysia

### Company's registered office (Thailand)

No. 2/3 Bangna Tower A, 16th Floor, Moo 14  
Debaratna Road, Tambon Bangkaew  
Amphoe Bangplee, Samutprakarn Province  
Thailand

### Company's registered office (Vietnam)

6th Floor, Me Linh Point Building  
2 Ngo Duc Ke, Ben Nghe Ward, District 1  
Ho Chi Minh City  
Vietnam

### Australian Legal Adviser

Herbert Smith Freehills  
ANZ Tower 161 Castlereagh Street  
Sydney NSW 2000

Baker McKenzie

Level 46, 100 Barangaroo Avenue  
Sydney NSW 2000

### Auditor

BDO Audit Pty Ltd  
Level 11  
1 Margaret Street  
Sydney NSW 2000

**Company website**

<http://www.raizinvest.com.au>

**Share Registry**

Computershare Investor Services Pty Limited

Level 3

60 Carrington Street

Sydney NSW 2000

(OS) +61 (03) 9415 4000

(AUS) 1300 855 080

**Investor and Media Enquiries**

[ir@raizinvest.com.au](mailto:ir@raizinvest.com.au)

**Securities Exchange Listing**

ASX Code: RZI

**Corporate Governance Statement**

The Corporate Governance Statement which was approved by the Board can be found at

<https://raizinvest.com.au/important-documents/>

**Notice of AGM**

The Company's Annual General Meeting will be held on 28 November 2023