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Appendix 4D Half Year Report

For the half-year ended 31 December 2023

Mayfield Group Holdings Ltd ABN 57 010 597 672





1. Company details

Name of entity:	Mayfield Group Holdings Ltd
ABN:	57 010 597 672
Reporting period:	For the half-year ended 31 December 2023
Previous period:	For the half-year ended 31 December 2022

2. Results for announcement to the market

			\$
Revenues from ordinary activities	down	7.9% to	38,709,825
Profit from ordinary activities after tax	up	105.9% to	2,779,799
Profit for the half-year	up	105.9% to	2,779,799

On 21 July 2023, the directors declared a final dividend for the year ended 30 June 2023, which was paid on 14 August 2023.

Comments

The profit for the Consolidated Entity after providing for income tax amounted to \$2,779,799 (31 December 2022: \$1,349,902).

Revenue and activity

The revenue decreased from the previous period because of a deliberate focus on manufacturing opportunities that offer higher profit margins. However, this decrease was partly offset by an increase in revenue from our telecommunications and power quality products and services, which had lower profit margins.

Despite having a strong order book, our revenue was adversely affected by client-induced delays that limited our operational activity. Nevertheless, these impacts were mitigated by satisfactory margins that improved throughout the half-year. Our manufacturing operations in Henderson, WA, are experiencing promising growth due to increasing demand. To accommodate this surge, we have planned further investments to enhance our capacity in the second half of 2024 and in 2025.

3. Net tangible assets

	Reporting period Cents	Previous period Cents
Net tangible assets per ordinary security	<u>27.50</u>	<u>25.45</u>

4. Dividends

Current period

	Amount per security Cents	Franked amount per security Cents
Final dividend for the year ended 30 June 2023 of 1.00 cents per share	905,676	905,676

On 21 July 2023, the directors declared a final dividend for the year ended 30 June 2023, which was paid on 14 August 2023.

On 25 January 2024, the directors declared an interim dividend for the half-year ended 31 December 2023 of 1.00 cents per ordinary share, which was paid on 14 February 2024. The total distribution of \$905,576 was made based on the number of ordinary shares on issue at 1 February 2024. The dividend was fully franked.





Previous period

	Amount per security Cents	Franked amount per security Cents
Interim dividend for the year ended 30 June 2023 of 0.71 cents per share	643,161	643,161

5. Audit qualification or review

Details of audit/review dispute or qualification (if any):


The financial statements were subject to a review by the auditors and the review report is attached as part of the Half-year Report.

6. Attachments

Details of attachments (if any):

The final Financial Statements of Mayfield Group Holdings Ltd and controlled entities for the year ended 31 December 2023 are attached.

7. Signed

Signed 

Date: 23 February 2024

AJ Rowe
Executive Director
South Australia

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Half Year Financial Report

For the half-year ended 31 December 2023

Mayfield Group Holdings Ltd ABN 57 010 597 672





The directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'Consolidated Entity') consisting of Mayfield Group Holdings Ltd (referred to hereafter as the 'Company' or 'Parent entity') and the entities it controlled at the end of, or during, the half-year ended 31 December 2023.

Directors

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

SR Higgins - Non-executive Chairperson

LJ Phillips - Non-executive Director

AB Steele - Non-executive Director

JB Hobbs - Executive Director

Resigned 3 October 2023

SM Chase AM - Non-executive Director

AJ Rowe - Executive Director

Appointed 3 October 2023

Principal activities

During the financial half-year the principal continuing activities of the Consolidated Entity consisted of:

- manufacturing of switchboards, transportable switchrooms and electrical protection panels;
- provision of telecommunications and power quality solutions and services; and
- maintenance services of electrical and telecommunication infrastructure.

Review of operations

The profit for the Consolidated Entity after providing for income tax amounted to \$2,779,799 (31 December 2022: \$1,349,902).

Manufacturing, project and service activities drove the improved profit performance. Telecommunications and power-quality products profit performance also improved from the H1 of FY23, which was impacted by weather events and slower test equipment sales.

The Consolidated Entity generated strong operational cash flows driven by profits and the timing of cash receipts and payments.

Revenue and activity

The revenue decreased from the previous period because of a deliberate focus on manufacturing opportunities that offer higher profit margins. However, this decrease was partly offset by an increase in revenue from our telecommunications and power quality products and services, which had lower profit margins.

Despite having a strong order book, our revenue was adversely affected by client-induced delays that limited our operational activity. Nevertheless, these impacts were mitigated by satisfactory margins that improved throughout the half-year. Our manufacturing operations in Henderson, WA, are experiencing promising growth due to increasing demand. To accommodate this surge, we have planned further investments to enhance our capacity in the second half of 2024 and in 2025.

Health, Safety & Environment

The Consolidated Entity achieved an improved safety result, with a recordable injury frequency rate of 0.00 and retained all external ISO45001 occupational health and safety certifications.

No environmental incidents were recorded, and all ISO 14001 environmental certificates were retained in manufacturing and electrical services. The Board implemented a new environmental policy that directly acknowledged the human effects of climate change and committed the Group to growing an awareness of the carbon footprint of its operations and products. A carbon account for FY2023 has been produced for internal consideration in H2, and although a low carbon emitter, the Group will continue to monitor its emissions in the future.

Strategy

The Group remains committed to Australian manufacturing and the provision of products and services for critical electrical and telecommunications infrastructure. Implementation has continued on the key strategies:

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- Increasing manufacturing capability in both SA and WA through plant upgrades, workshop expansion and a LEAN process review to optimise production capability.
- Continued product development into battery storage and kiosk substations to meet the demand for innovative energy solutions supporting the energy transition.
- Offering a wider variety of Australian made AC and DC products through the manufacture, sale, and service of Magellan Power Products as Magellan by Mayfield.
- Grow the Mayfield Services brand by promoting whole-of-life maintenance services for Mayfield Industries and medium voltage partner products. In particular, expand the Mayfield Services operation into WA with Mayfield Industries Henderson workshop as a base.
- Grow market penetration for ATI's battery remote monitoring capability following the execution of a significant telco supply contract. Leverage the remote monitoring capability into remote, condition-based maintenance.
- Working towards carbon-neutral manufacturing by installing 200kW of solar and batteries at our Edinburgh manufacturing plant.

Significant changes in the state of affairs

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

Matters subsequent to the end of the financial half-year

On 25 January 2024, the directors declared an interim dividend for the half-year ended 31 December 2023 of 1.00 cents per ordinary share, which was paid on 14 February 2024. The total distribution of \$905,576 was made based on the number of ordinary shares on issue at 1 February 2024. The dividend was fully franked.

Apart from the dividend declared, no other matter or circumstance has arisen since 31 December 2023 that has significantly affected, or may significantly affect the Consolidated Entity's operations, the results of those operations, or the Consolidated Entity's state of affairs in future financial years.

Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out immediately after this directors' report.

This report is made in accordance with a resolution of directors, pursuant to section 306(3)(a) of the Corporations Act 2001.

On behalf of the directors

AJ Rowe
Executive Director

23 February 2024
Adelaide

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Lead Auditor's Independence Declaration under Section 307C of the Corporations Act 2001

To the Directors of Mayfield Group Holdings Ltd

I declare that, to the best of my knowledge and belief, in relation to the review of Mayfield Group Holdings Ltd for the half-year ended 31 December 2023 there have been:

- i. no contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the review; and
- ii. no contraventions of any applicable code of professional conduct in relation to the review.



Paul Cenko
Partner

Adelaide

23 February 2024

Mayfield Group Holdings Ltd and controlled entities
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31 December 2023



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General information

The financial statements cover Mayfield Group Holdings Ltd as a consolidated entity consisting of Mayfield Group Holdings Ltd and the entities it controlled at the end of, or during, the year. The financial statements are presented in Australian dollars, which is Mayfield Group Holdings Ltd's functional and presentation currency.

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

3 Gidgie Crt, Edinburgh, SA 5111

A description of the nature of the Consolidated Entity's operations and its principal activities are included in the directors' report, which is not part of the financial statements.

The financial statements were authorised for issue, in accordance with a resolution of directors, on 23 February 2024.

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Mayfield Group Holdings Ltd and controlled entities
Consolidated statement of profit or loss and other comprehensive income
For the half-year ended 31 December 2023



	Note	December 2023 \$	December 2022 \$
Revenue	2	38,709,825	42,029,266
Other income	3	136,273	64,178
Interest income		83,074	8,105
Expenses			
Raw materials and consumables used		(18,367,866)	(19,162,920)
Employee benefits expense		(14,274,740)	(17,520,414)
Depreciation and amortisation expense		(1,033,987)	(1,085,530)
Occupancy expense		(298,263)	(350,058)
Finance expense		(93,724)	(186,021)
Other expenses		(2,080,793)	(1,847,977)
Profit before income tax expense		2,779,799	1,948,629
Income tax expense	4	-	(598,727)
Profit after income tax expense for the half-year		2,779,799	1,349,902
Other comprehensive income for the half-year, net of tax		-	-
Total comprehensive income for the half-year		<u>2,779,799</u>	<u>1,349,902</u>
		Cents	Cents
Basic earnings per share	9	3.07	1.49
Diluted earnings per share	9	3.04	1.49

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

Mayfield Group Holdings Ltd and controlled entities
 Consolidated statement of financial position
 As at 31 December 2023



	Note	December 2023 \$	June 2023 \$
Assets			
Current assets			
Cash and cash equivalents	5	8,680,446	4,945,788
Trade and other receivables		7,547,029	11,640,553
Contract assets		4,885,543	4,632,602
Inventories		2,283,153	2,511,655
Other assets		1,309,312	1,025,978
Total current assets		<u>24,705,483</u>	<u>24,756,576</u>
Non-current assets			
Right-of-use assets		1,626,143	1,609,116
Property, plant and equipment		15,389,582	15,789,600
Intangibles		1,621,400	1,698,274
Deferred tax	4	5,253,064	5,253,064
Other assets		12,767	12,767
Total non-current assets		<u>23,902,956</u>	<u>24,362,821</u>
Total assets		<u>48,608,439</u>	<u>49,119,397</u>
Liabilities			
Current liabilities			
Trade and other payables		5,341,211	5,910,460
Contract liabilities		6,440,842	6,285,560
Borrowings	6	112,540	147,201
Lease liabilities		911,241	881,635
Provisions		2,934,798	3,093,216
Total current liabilities		<u>15,740,632</u>	<u>16,318,072</u>
Non-current liabilities			
Borrowings	6	128,482	1,905,173
Lease liabilities		808,870	922,987
Provisions		244,382	168,883
Total non-current liabilities		<u>1,181,734</u>	<u>2,997,043</u>
Total liabilities		<u>16,922,366</u>	<u>19,315,115</u>
Net assets		<u>31,686,073</u>	<u>29,804,282</u>
Equity			
Issued capital		10,556,989	10,561,189
Reserves		3,088,061	3,076,193
Retained profits		18,041,023	16,166,900
Total equity		<u>31,686,073</u>	<u>29,804,282</u>

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

Mayfield Group Holdings Ltd and controlled entities
Consolidated statement of changes in equity
For the half-year ended 31 December 2023



	Issued capital \$	Reserves \$	Retained profits \$	Total equity \$
Balance at 1 July 2022	10,568,133	(237,287)	11,012,939	21,343,785
Profit after income tax expense for the half-year	-	-	1,349,902	1,349,902
Other comprehensive income for the half-year, net of tax	-	-	-	-
Total comprehensive income for the half-year	-	-	1,349,902	1,349,902
<i>Transactions with owners in their capacity as owners:</i>				
Share-based payments	-	4,056	-	4,056
Balance at 31 December 2022	<u>10,568,133</u>	<u>(233,231)</u>	<u>12,362,841</u>	<u>22,697,743</u>
	Issued capital \$	Reserves \$	Retained profits \$	Total equity \$
Balance at 1 July 2023	10,561,189	3,076,193	16,166,900	29,804,282
Profit after income tax expense for the half-year	-	-	2,779,799	2,779,799
Other comprehensive income for the half-year, net of tax	-	-	-	-
Total comprehensive income for the half-year	-	-	2,779,799	2,779,799
<i>Transactions with owners in their capacity as owners:</i>				
Share buy-back	(4,200)	-	-	(4,200)
Share-based payments	-	11,868	-	11,868
Dividends paid (note 7)	-	-	(905,676)	(905,676)
Balance at 31 December 2023	<u>10,556,989</u>	<u>3,088,061</u>	<u>18,041,023</u>	<u>31,686,073</u>

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

Mayfield Group Holdings Ltd and controlled entities
Consolidated statement of cash flows
For the half-year ended 31 December 2023



Note	December 2023 \$	December 2022 \$
Cash flows from operating activities		
Receipts from customers (inclusive of GST)	47,009,711	53,547,788
Payments to suppliers and employees (inclusive of GST)	<u>(39,976,269)</u>	<u>(49,569,608)</u>
	7,033,442	3,978,180
Interest received	83,074	8,105
Interest and other finance costs paid	(93,724)	(186,021)
Income taxes paid	<u>-</u>	<u>(208,503)</u>
Net cash from operating activities	<u>7,022,792</u>	<u>3,591,761</u>
Cash flows from investing activities		
Payments for property, plant and equipment	(446,307)	(303,905)
Proceeds from disposal of property, plant and equipment	<u>430,389</u>	<u>22,232</u>
Net cash used in investing activities	<u>(15,918)</u>	<u>(281,673)</u>
Cash flows from financing activities		
Payments for share buy-backs	(4,200)	-
Dividends paid	7 (905,676)	-
Repayment of borrowings	(1,811,352)	(127,773)
Repayment of the principal portion of lease liabilities	<u>(550,988)</u>	<u>(529,271)</u>
Net cash used in financing activities	<u>(3,272,216)</u>	<u>(657,044)</u>
Net increase in cash and cash equivalents	3,734,658	2,653,044
Cash and cash equivalents at the beginning of the financial half-year	<u>4,945,788</u>	<u>2,639,415</u>
Cash and cash equivalents at the end of the financial half-year	<u><u>8,680,446</u></u>	<u><u>5,292,459</u></u>

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



Note 1. Material accounting policy information

Reporting entity

Mayfield Group Holdings Limited (the "Company") is a company domiciled in Australia. These consolidated interim financial statements ("half-year financial statements") as at and for the six months ended 31 December 2023 comprise the Company and its subsidiaries (together referred to as the "Group"). The Group is primarily involved in the provision of electrical and telecommunications infrastructure products and services.

The consolidated annual financial statements of the Group as at and for the year ended 30 June 2023 are available upon request from the Company's registered office or at <https://mayfieldgroup.com.au>.

Basis of accounting

These general purpose financial statements for the interim financial statements period ended 31 December 2023 have been prepared in accordance with Australian Accounting Standard AASB 134 'Interim Financial Reporting' and the Corporations Act 2001, as appropriate for for-profit oriented entities. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 'Interim Financial Reporting'.

These general purpose financial statements do not include all the notes of the type normally included in annual financial statements. Accordingly, these financial statements are to be read in conjunction with the annual report for the year ended 30 June 2023 and any public announcements made by the Company during the interim reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001. They have been authorised for issue by the Board of Directors on 23 February 2024.

The principal accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period, unless otherwise stated.

The principal accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period, except for the policies stated below.

New or amended Accounting Standards and Interpretations adopted

The Consolidated Entity 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 adopted early and are not expected to have a material impact on adoption.

Note 2. Revenue

	December 2023	December 2022
	\$	\$
<i>Revenue from contracts with customers</i>		
Sales recognised over a period of time	37,015,729	40,428,578
Sales recognised at a point in time	1,613,002	1,437,087
	<u>38,628,731</u>	<u>41,865,665</u>
<i>Other revenue</i>		
Rental income	7,661	23,084
Sundry revenue	73,433	140,517
	<u>81,094</u>	<u>163,601</u>
Revenue	<u><u>38,709,825</u></u>	<u><u>42,029,266</u></u>

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Note 2. Revenue (continued)

Disaggregation of revenue

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

	December 2023	December 2022
	\$	\$
<i>Major product lines</i>		
Sale of purchased products	1,613,002	1,437,087
Revenue from rendering of services	9,134,684	8,908,159
Revenue from manufactured products	27,881,045	31,520,419
	<u>38,628,731</u>	<u>41,865,665</u>

Note 3. Other income

	December 2023	December 2022
	\$	\$
Net foreign exchange gain	-	2,268
Net gain on disposal of property, plant and equipment	86,366	-
Apprentices subsidies rebates	49,907	61,910
	<u>136,273</u>	<u>64,178</u>

Note 4. Income tax

	December 2023	December 2022
	\$	\$
<i>Income tax expense</i>		
Deferred tax	-	593,913
Adjustment recognised for prior periods	-	4,814
	<u>-</u>	<u>598,727</u>

Numerical reconciliation of income tax expense and tax at the statutory rate

Profit before income tax expense	2,779,799	1,948,629
Tax at the statutory tax rate of 30%	833,940	584,589
Tax effect amounts which are not deductible/(taxable) in calculating taxable income:		
Share-based payments	3,560	1,217
Other non-allowable items	7,122	8,107
Tax losses recognised	(844,622)	-
	<u>-</u>	<u>593,913</u>
Adjustment recognised for prior periods	-	4,814
	<u>-</u>	<u>598,727</u>
Income tax expense	<u>-</u>	<u>598,727</u>

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Note 4. Income tax (continued)

	December 2023 \$	June 2023 \$
<i>Amounts charged directly to equity</i>		
Deferred tax assets	-	1,414,877
<i>Tax losses not recognised</i>		
Unused tax losses for which no deferred tax asset has been recognised	7,866,603	10,682,010
Potential tax benefit @ 30%	2,359,981	3,204,603

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

	December 2023 \$	June 2023 \$
<i>Deferred tax asset</i>		
Deferred tax asset comprises temporary differences attributable to:		
Amounts recognised in profit or loss:		
Tax losses carried forward	4,796,440	3,951,818
R&D tax offsets carried forward	1,217,587	2,215,605
Property, plant and equipment	(1,972,505)	(2,089,036)
Employee benefits	1,000,924	1,041,169
Provisions	19,436	14,588
Accrued expenses	143,284	71,794
Trade receivables	7,226	14,170
Inventory	54,557	32,956
Prepayments	(13,885)	-
Deferred tax asset	<u>5,253,064</u>	<u>5,253,064</u>
Movements:		
Opening balance	5,253,064	4,775,483
Credited to profit or loss	-	1,897,526
Charged to equity	-	(1,414,877)
Adjustments recognised for prior periods	-	(5,068)
Closing balance	<u>5,253,064</u>	<u>5,253,064</u>

Note 5. Cash and cash equivalents

	December 2023 \$	June 2023 \$
<i>Current assets</i>		
Cash on hand	1,000	1,000
Cash at bank	8,679,446	4,944,788
	<u>8,680,446</u>	<u>4,945,788</u>

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Note 5. Cash and cash equivalents (continued)

	December 2023 \$	December 2022 \$
Reconciliation of cash		
Cash on hand	1,000	1,021
Cash at bank	8,679,446	5,291,438
	<u>8,680,446</u>	<u>5,292,459</u>

Note 6. Borrowings

	December 2023 \$	June 2023 \$
<i>Current liabilities</i>		
Equipment finance loans	112,540	147,201
<i>Non-current liabilities</i>		
Bank loans	-	1,697,500
Equipment finance loans	128,482	207,673
	<u>128,482</u>	<u>1,905,173</u>
	<u>241,022</u>	<u>2,052,374</u>

Assets pledged as security

The bank overdraft and equipment finance loans are secured by a first-ranking general security interest over the Consolidated Entity's property.

Financing arrangements

Unrestricted access was available at the reporting date to the following lines of credit:

	December 2023 \$	June 2023 \$
Total facilities		
Bank overdraft	3,000,000	3,000,000
Bank loans	5,197,500	5,197,500
Bank guarantees	14,000,000	9,000,000
Equipment finance	3,000,000	3,000,000
	<u>25,197,500</u>	<u>20,197,500</u>
Used at the reporting date		
Bank overdraft	-	-
Bank loans	-	1,697,500
Bank guarantees	7,319,109	6,927,330
Equipment finance	241,022	354,874
	<u>7,560,131</u>	<u>8,979,704</u>
Unused at the reporting date		
Bank overdraft	3,000,000	3,000,000
Bank loans	5,197,500	3,500,000
Bank guarantees	6,680,891	2,072,670
Equipment finance	2,758,978	2,645,126
	<u>17,637,369</u>	<u>11,217,796</u>



Note 6. Borrowings (continued)

The bank loan is a 3-year variable interest-only loan secured by the first registered mortgage over the property located at 3 Gidgie Court, Edinburgh, South Australia and is repayable on 21 June 2024.

Bank overdraft is repayable on demand.

In the course of providing goods and services to its customers, the group provides performance and latent defect bank guarantees to third parties. The Consolidated Entity has not had any claims against bank guarantees in the current or prior year up to the signing date of this financial report. The potential exposure is treated as a contingent liability.

Equipment finance loans have loan repayments periods between 2 and 5 years with fixed interest rates established at the commencement of the term.

The current facilities are subject to financial and non-financial covenants.

At December 2023, the corporate entity has an unlimited interlocking corporate Guarantee and Indemnity between its Australian members of the Consolidated Entity.

Note 7. Dividends

Dividends

Dividends paid during the financial half-year were as follows:

	December 2023	December 2022
	\$	\$
Final dividend for the year ended 30 June 2023 of 1.00 cents per share	<u>905,676</u>	<u>-</u>

On 21 July 2023, the directors declared a final dividend for the year ending 30 June 2023, which was paid on 14 August 2023.

On 25 January 2024, the directors declared an interim dividend for the half-year ending 31 December 2023 of 1.00 cents per ordinary share, which was paid on 14 February 2024. The total distribution of \$905,576 was made based on the number of ordinary shares on issue at 1 February 2024. The dividend was fully franked.

Franking credits

	December 2023	June 2023
	\$	\$
Franking credits available at the reporting date based on a tax rate of 30%	<u>9,757,092</u>	<u>9,757,092</u>
Franking credits available for subsequent financial years based on a tax rate of 30%	9,757,092	9,757,092
Franking debits that will arise from the payment of dividends declared subsequent to the reporting date based on a tax rate of 30%	<u>(388,104)</u>	<u>(388,286)</u>
Net franking credits available based on a tax rate of 30%	<u><u>9,368,988</u></u>	<u><u>9,368,806</u></u>

Note 8. Events after the reporting period

On 25 January 2024, the directors declared an interim dividend for the half-year ended 31 December 2023 of 1.00 cents per ordinary share, which was paid on 14 February 2024. The total distribution of \$905,576 was made based on the number of ordinary shares on issue at 1 February 2024. The dividend was fully franked.

Apart from the dividend declared as disclosed in note 7, no other matter or circumstance has arisen since 31 December 2023 that has significantly affected, or may significantly affect the Consolidated Entity's operations, the results of those operations, or the Consolidated Entity's state of affairs in future financial years.

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Note 9. Earnings per share

	December 2023 \$	December 2022 \$
Profit after income tax	<u>2,779,799</u>	<u>1,349,902</u>
	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	90,565,953	90,585,894
Adjustments for calculation of diluted earnings per share:		
Options over ordinary shares	<u>762,523</u>	<u>-</u>
Weighted average number of ordinary shares used in calculating diluted earnings per share	<u>91,328,476</u>	<u>90,585,894</u>
	Cents	Cents
Basic earnings per share	3.07	1.49
Diluted earnings per share	3.04	1.49

Note 10. Share-based payments

On 24 January 2024, the Board approved a Share Incentive Plan whereby the Consolidated Entity may, at the discretion of the Board, grant partly paid ordinary shares in the company to certain key management personnel. Pursuant to the Share Incentive Plan, the Managing Director has entered into a Share Subscription Agreement, whereby the company will issue 2,197,802 partly paid shares to the Managing Director, subject to approval at the Annual General Meeting. The Managing Director must remain an employee of the company and purchase the shares on or before 3 October 2028 at a purchase price of 45.5 cents per share.

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**Mayfield Group Holdings Ltd and controlled entities
Directors' declaration
31 December 2023**



In the directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, Australian Accounting Standard AASB 134 'Interim Financial Reporting', the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- the attached financial statements and notes give a true and fair view of the Consolidated Entity's financial position as at 31 December 2023 and of its performance for the financial half-year ended on that date; and
- there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of directors made pursuant to section 303(5)(a) of the Corporations Act 2001.

On behalf of the directors

AJ Rowe
Executive Director

23 February 2024
Adelaide

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Independent Auditor's Review Report

To the shareholders of Mayfield Group Holdings Ltd

Conclusion

We have reviewed the accompanying **Half-year Financial Report** of Mayfield Group Holdings Ltd.

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the Half-year Financial Report of Mayfield Group Holdings Ltd does not comply with the *Corporations Act 2001*, including:

- giving a true and fair view of the **Group's** financial position as at 31 December 2023 and of its performance for the Half-year ended on that date; and
- complying with *Australian Accounting Standard AASB 134 Interim Financial Reporting* and the *Corporations Regulations 2001*.

The **Half-year Financial Report** comprises:

- Consolidated statement of financial position as at 31 December 2023;
- Consolidated statement of profit or loss and other comprehensive income, Consolidated statement of changes in equity and Consolidated statement of cash flows for the Half-year ended on that date;
- Notes 1 to 10 comprising material accounting policies and other explanatory information; and
- The Directors' Declaration.

The **Group** consists of the Company and the entities it controlled at the Half-year's end or from time to time during the Half-year.

Basis for Conclusion

We conducted our review in accordance with ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the *Auditor's Responsibilities for the Review of the Financial Report* section of our report.

We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the *Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with these requirements.

Responsibilities of the Directors for the Half-year Financial Report

The Directors of the Company are responsible for:

- the preparation of the Half-year Financial Report that gives a true and fair view in accordance with *Australian Accounting Standards* and the *Corporations Act 2001*; and
- such internal control as the Directors determine is necessary to enable the preparation of the Half-year Financial Report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.



Auditor's Responsibilities for the Review of the Half-year Financial Report

Our responsibility is to express a conclusion on the Half-year Financial Report based on our review. ASRE 2410 requires us to conclude whether we have become aware of any matter that makes us believe that the Half-year Financial Report does not comply with the *Corporations Act 2001* including giving a true and fair view of the Group's financial position as at 31 December 2023 and its performance for the Half-Year ended on that date, and complying with *Australian Accounting Standard AASB 134 Interim Financial Reporting* and the *Corporations Regulations 2001*.

A review of a Half-year Financial Report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with *Australian Auditing Standards* and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.



Paul Cenko
Partner

Adelaide

23 February 2024