

ASX Appendix 4E – Preliminary Final Report (Unaudited)

Results for Announcement to the Market

Activeport Group Ltd and Controlled Entities

ABN: 26 636 569 634

ASX Code: ATV

For the year ended 30 June 2025
(Prior corresponding period: 30 June 2024)

Key Information	2025 \$	2024 \$	Change \$	Up / Down	%
Revenues from customer sales	9,614,357	14,968,302	(5,353,945)	Down	35.8%
Loss from ordinary activities after tax attributable to members	(15,676,728)	(9,450,940)	(6,225,788)	Up	65.9%
Net loss for the period attributable to members	(15,676,728)	(9,450,940)	(6,225,788)	Up	65.9%

Dividends (distributions)	Amount per security	Franked amount per security
Interim dividend	Nil	- ¢
Final dividend	Nil	- ¢
Previous corresponding period	Nil	- ¢

No dividends have been paid or declared since the start of the financial year by the Company. The directors do not propose to pay either a final or an interim dividend.

The Company does not have a dividend reinvestment plan.

Net Tangible Assets per share	30 June 2025	30 June 2024
Net tangible asset/(liability) per ordinary security (cents per share)	0.42	(0.06)

Brief explanation

Operating Results	30 June 2025 \$	30 June 2024 \$
Operating revenue	9,614,357	14,968,302
Other revenue (including R&D tax refund ¹)	1,826,051	1,931,709
Operating expenses	(12,990,646)	(15,412,941)
Operating (loss)/profit	(1,550,238)	1,487,070
Investment in capitalised R&D	(2,891,173)	(2,902,742)

¹ Includes the full amount receivable for the R&D tax refund totalling \$1,494,650

The Group revenue declined by 35% against the prior year as the Group focussed on building recurring and high margin software revenue, whilst moving away from one-off software license deals and services revenue. The operating expenses declined by 16% as the business completed its restructure and the investment in software development remained constant.

The Group took the decision to fully impair goodwill in relation to the acquisition of its subsidiary, Global Edge Pty Ltd and partially impaired goodwill for Activeport Pty Ltd totalling \$10,935,000 resulting in the loss of \$15,676,728 (2024: \$9,450,940).

Audit report

The Financial Statements and Remuneration Report are in the process of being audited.

This announcement has been authorised for release by the Board of Directors of ActivePort Group Ltd.

Activeport Group Ltd
Level 28, 140 St Georges Terrace, Perth WA 6000
ABN: 24 636 569 634

For more information, please visit: www.activeport.com.au

Consolidated Statement of Profit or Loss and Other Comprehensive Income for the year ended 30 June 2025

	Note	Consolidated 2025 \$	2024 \$
Revenue			
Sales of goods and services	2	9,614,357	14,968,302
Cost of goods sold		(5,211,261)	(6,864,443)
Gross profit		4,403,096	8,103,859
Other income	3	939,049	986,503
Expenses			
Distribution and marketing expenses		(61,801)	(45,648)
Administration expense		(9,057,339)	(9,295,863)
Net fair value loss on investments		(5,690)	(20,389)
Impairment of goodwill	7	(10,935,000)	(8,069,386)
Impairment loss of intangibles	7	(325,312)	-
Other expenses		(64,957)	(351,693)
Operating loss		(15,107,954)	(8,692,617)
Finance income		57,200	47,635
Finance costs		(618,256)	(803,675)
Net finance costs		(561,056)	(756,040)
Loss before income tax benefit		(15,669,010)	(9,448,657)
Income tax expense		(7,718)	(2,283)
Loss after income tax expense for the year		(15,676,728)	(9,450,940)
Other comprehensive income			
<i>Items that may be reclassified subsequently to profit or loss</i>			
Foreign currency translation		1,447	(735)
Other comprehensive (loss)/income for the year, net of tax		1,447	(735)
Total comprehensive loss for the year		(15,675,281)	(9,451,675)
		Cents	Cents
Earnings per share for loss			
Basic loss share		(2.99)	(3.02)
Diluted loss per share		(2.99)	(3.02)

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

Consolidated Statement of Financial Position as at 30 June 2025

	Note	Consolidated 2025 \$	2024 \$
Assets			
Current assets			
Cash and cash equivalents		888,952	1,271,811
Trade and other receivables	4	3,027,236	5,338,452
Income tax receivables		63,232	75,642
Contract assets	5	3,339,776	2,083,556
Inventories		57,393	61,772
Financial assets at fair value through profit or loss		23,484	792,129
Financial asset at amortised cost		215,380	186,699
Total current assets		7,615,453	9,810,061
Non-current assets			
Property, plant and equipment		34,076	85,463
Right-of-use assets	6	338,793	95,116
Intangibles	7	10,836,645	21,243,487
Financial assets at fair value through profit or loss		762,955	-
Financial asset at amortised cost		552,942	748,476
Total non-current assets		12,525,411	22,172,542
Total assets		20,140,864	31,982,603
Liabilities			
Current liabilities			
Trade and other payables	8	2,597,502	3,860,821
Contract liabilities		53,218	313,760
Borrowings	9	2,551,930	4,678,019
Lease liabilities		556,526	400,614
Employee benefits		780,820	709,888
Total current liabilities		6,539,996	9,963,102
Non-current liabilities			
Borrowings	9	82,187	161,423
Lease liabilities		506,524	767,537
Provisions		50,000	50,000
Total non-current liabilities		638,711	978,960
Total liabilities		7,178,707	10,942,062
Net assets		12,962,157	21,040,541
Equity			
Issued capital		50,578,801	43,265,326
Reserves		494,888	545,918
Accumulated losses		(38,111,532)	(22,770,703)
Total equity		12,962,157	21,040,541

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

Consolidated Statement of Changes in Equity for the year ended 30 June 2025

Consolidated	Note	Issued capital	Reserves	Foreign exchange translation reserve	Accumulated losses	Total equity
		\$	\$	\$	\$	\$
Balance at 1 July 2024		43,265,326	546,653	(735)	(22,770,703)	21,040,541
Loss after income tax benefit for the year		-	-	-	(15,676,728)	(15,676,728)
Other comprehensive loss for the year, net of tax		-	-	1,447	-	1,447
Total comprehensive income/(loss) for the year		-	-	1,447	(15,676,728)	(16,675,281)
Transactions with owners in their capacity as owners:						
Issue of shares		8,017,657	-	-	-	8,017,657
Issue of options		-	162,412	-	-	162,412
Options expired		-	(335,899)	-	335,899	-
Share issue costs		(704,182)	121,010	-	-	(583,172)
Balance at 30 June 2025		50,578,801	494,176	712	(38,111,532)	12,962,157

Consolidated	Note	Issued capital	Reserves	Foreign exchange translation reserve	Accumulated losses	Total equity
		\$	\$	\$	\$	\$
Balance at 1 July 2023		41,001,655	406,407	-	(13,319,763)	28,088,299
Loss after income tax benefit for the year		-	-	-	(9,450,940)	(9,450,940)
Other comprehensive loss for the year, net of tax		-	-	(735)	-	(735)
Total comprehensive loss for the year		-	-	(735)	(9,450,940)	(9,451,675)
Transactions with owners in their capacity as owners:						
Issue of shares		2,550,000	-	-	-	2,550,000
Exercised performance rights		88,133	(70,509)	-	-	17,624
Share issue costs		(374,462)	210,755	-	-	(163,707)
Balance at 30 June 2024		43,265,326	546,653	(735)	(22,770,703)	21,040,541

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

Consolidated Statement of Cash Flows for the year ended 30 June 2025

Operating activities	Note	Consolidated	
		2025 \$	2024 \$
Receipts from customers (inclusive of GST)		9,247,442	15,261,803
Payments to suppliers (inclusive of GST) and employees		(15,299,236)	(17,663,029)
Interest and lease charges paid		(34,142)	(90,368)
Interest received		58,853	47,635
Government grant received		1,646,261	2,616,251
Income tax (paid)/received		4,692	(2,283)
Net cash from/(used in) operating activities		(4,376,130)	170,009
Investing activities:			
Payments for property, plant and equipment		(15,523)	(28,931)
Payments for intangible assets		(2,891,173)	(2,902,742)
Payments for investments		(51,769)	-
Net cash used in investing activities		(2,958,465)	(2,931,673)
Financing activities:			
Proceeds from issue of shares		7,132,567	2,500,000
Payments for principal portion of lease liabilities		(268,972)	(342,665)
Proceeds from borrowings		1,917,794	2,469,943
Repayment of borrowings		(1,246,481)	(1,587,170)
Share issue transaction costs		(583,171)	(163,707)
Net cash from financing activities		6,951,736	2,876,401
Net increase/(decrease) in cash and cash equivalents		(382,859)	114,737
Cash and cash equivalents at the beginning of the financial year		1,271,811	1,157,074
Cash and cash equivalents at the end of the financial year		888,952	1,271,811

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

Notes to the Preliminary Consolidated Financial Statements

Note 1. Material accounting policy information

These preliminary financial statements for the year ended 30 June 2025 have been prepared in accordance the recognition, measurement and classification requirements of applicable with Australian Accounting Standards. These preliminary financial statements do not include all the disclosures and notes of the type normally included in annual financial statements.

The 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 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.

Going concern

The Group reported a loss of \$15,669,010 after impairment of \$10,935,000 and net current assets of \$1,075,457 for the year ended 30 June 2025.

The Group's ability to continue as a going concern and meet its debts and future commitments as and when they fall due is dependent on a number of factors, including:

- delivery of existing and new products through the Group's distribution network to generate sales revenues and positive cash flows;
- the Company has lodged a prospectus with ASIC to raise \$2.5m (before share issue cost) through a fully underwritten rights issue. Directors expect to receive this funds early September 2025. The directors are also confident in the Company's ability to raise further funding as necessary; and
- the capacity to implement certain measures to reduce cash flows in the area of corporate and administration.

The Directors consider the going concern basis of preparation to be appropriate based on forecast cash flows and confidence in raising additional funds as necessary.

In the event that the Group is not successful in managing the discretionary expenditure as well as in raising funds from short term financing or from the issue of new equity, there exists a material uncertainty that may cast significant doubt on the Group's ability to continue as a going concern and realise its assets and extinguish its liabilities in the normal course of business and at the amounts stated in the financial report.

The financial statements do not include any adjustment relating to the recoverability or classification of recorded asset amounts or to the amounts or classifications of liabilities that might be necessary should the Group not be able to continue as a going concern.

Note 2. Sales of goods and services

Revenue from contracts with customers	Consolidated	
	2025 \$	2024 \$
Hardware	990,132	1,966,374
Activeport software	1,396,574	5,105,750
Professional fees	2,181,911	2,437,969
Managed services	999,787	1,517,290
Network revenue	2,292,101	2,256,539
Other revenue	1,753,852	1,684,380
	9,614,357	14,968,302

Disaggregation of revenue	Consolidated	
	2025 \$	2024 \$
The disaggregation of revenue from contracts with customers is as follows:		
Geographical regions		
Australia	9,342,524	13,882,050
Rest of the World	271,833	1,086,252
	9,614,357	14,968,302
<i>Timing of revenue recognition</i>		
Goods transferred at a point in time	2,319,904	7,345,431
Services transferred over time	7,294,453	7,622,871
	9,614,357	14,968,302

Note 3. Other income

	Consolidated	
	2025 \$	2024 \$
Sundry income	80,000	-
Gain on sale of non-current asset held for sale	-	125,760
Government grant	28,000	-
Research and development tax incentive rebate		
Research and development tax incentive rebate	1,494,650	1,503,835
Transferred to capitalised R&D	(887,012)	(945,206)
R&D tax on previous year balance	223,411	302,114
Other income	939,039	986,503

Note 4. Trade and other receivables

	Consolidated	
	2025 \$	2024 \$
Current assets		
Trade receivables (note a)	929,479	3,302,635
Less: Allowance for expected credit losses (note b)	-	(31,814)
	929,479	3,270,821
Other receivables	343,074	315,073
Prepayments	260,033	304,173
Research and development receivables	1,494,650	1,448,385
	3,027,236	5,338,452

(a) Trade receivables

Trade receivables are non-interest bearing and, where provided, are generally on 7–90 day terms. Expected credit losses are recognised when there is objective evidence that an individual trade receivable is impaired.

The ageing analysis of trade receivables are as follows and includes an allowance for expected credit losses of nil (2024: \$31,814) during this financial year:

Trade receivables include amounts owing to director related entities as at 30 June 2025 at \$4,305 (2024: \$2,506,779).

	Expected credit loss rate		Carrying amount		Allowance for expected credit losses	
	2025	2024	2025	2024	2025	2024
	%	%	\$	\$	\$	\$
Not overdue	-	-	610,800	1,507,554	-	-
0 to 3 months overdue	-	-	209,317	1,027,200	-	-
3 to 6 months overdue	-	3%	2,220	761,836	-	25,769
Over 6 months overdue	-	100%	107,142	6,045	-	6,045
			929,479	3,302,635	-	31,814

(b) Movements in the allowance for expected credit losses are as follows:

	Consolidated	
	2025 \$	2024 \$
Opening balance	31,814	147,089
Receivables written off against provision during the year	(10,077)	(115,275)
Unused amounts reversed	(21,737)	-
Closing balance	-	31,814

Note 5. Contract assets

	Consolidated	
	2025 \$	2024 \$
Current assets		
Contract assets	3,339,776	2,083,556
Reconciliation		
Reconciliation of the written down values at the beginning and end of the current and previous financial year are set out below:		
Opening balance	2,083,556	184,763
Additions	560,084	3,784,193
Billed as trade receivables	-	(1,885,400)
Reclassified as contract assets	696,136	-
Closing balance	3,339,776	2,083,556

The contract assets relate to a licence agreement to both resale and delivery of hosted services for Activeport's software which was signed with Radian Arc in December 2023 for US\$2.225m (A\$3.3m). Under the agreement, Radian Arc has exclusivity to sell the product in Iraq and additional regions to be mutually agreed.

Note 6. Right-of-use assets

	Consolidated	
	2025 \$	2024 \$
Non-current assets		
Right-of-use assets - at cost	466,910	117,228
Less: Accumulated depreciation	(128,117)	(22,112)
	338,793	95,116

Additions to the right-of-use assets during the year were \$349,682.

Reconciliations

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

	Consolidated	
	2025 \$	2024 \$
Net carrying amount at beginning of the year	95,116	1,178,012
Add: leases entered into during the financial year	349,682	80,804
Less: lease modified	-	(1,009,904)
Depreciation expense during the financial year	(106,005)	(153,796)
Net carrying amount as at end of the year	338,793	95,116

Note 6. Right-of-use assets (continued)

Gain on modification of lease	Consolidated	
	2025 \$	2024 \$
Reduction in carrying value of the ROU asset as at 30 June 2025	-	(1,008,878)
Less: Investment in sublease	-	686
Less: lease modified	-	684,421
Other income – (loss)/gain on modification of lease	-	(323,771)

The Group's lease portfolio includes buildings and equipment. The buildings leases have lease terms for 1-5 years and contain the option to renew the lease after that date. The equipment leases have lease terms between 3 to 4 years.

Note 7. Intangibles

	Consolidated	
	2025 \$	2024 \$
Non-current assets		
Goodwill	24,110,937	24,110,937
Less: Impairment	(19,004,386)	(8,069,386)
	5,106,551	16,041,551
Developed software - at cost	8,030,156	6,530,231
Less: Accumulated amortisation	(2,307,207)	(1,840,191)
Less: Impairment	(325,312)	-
	5,397,637	4,690,040
Developed intellectual property - at cost	303,750	303,750
Less: Accumulated amortisation	(236,508)	(175,758)
	67,242	127,992
Customer relationships - at cost	1,007,219	1,007,219
Less: Accumulated amortisation	(742,184)	(623,922)
	265,035	383,297
Purchased software - at cost	101,121	101,121
Less: Accumulated amortisation	(100,942)	(100,514)
	179	607
	10,836,645	21,243,487

Note 7. Intangibles (continued)

Reconciliations

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

Consolidated	Goodwill	Developed software	Developed intellectual property	Customer relationships	Purchased software	Total
	\$	\$	\$	\$	\$	\$
Balance at 30 June 2024	16,041,551	4,690,040	127,992	383,297	607	21,243,487
Additions	-	2,891,173	-	-	-	2,891,173
Allocation of RDTI received and accrued	-	(887,012)	-	-	-	(887,012)
Impairment	(10,935,000)	(325,312)	-	-	-	(11,260,312)
Amortisation expense	-	(971,251)	(60,750)	(118,262)	(428)	(1,150,691)
Balance at 30 June 2025	5,106,551	5,397,638	67,242	265,035	179	10,836,645

Consolidated	Goodwill	Developed software	Developed intellectual property	Customer relationships	Purchased software	Total
	\$	\$	\$	\$	\$	\$
Balance at 30 June 2023	24,110,937	3,189,737	188,908	538,171	34,314	28,062,067
Additions	-	2,902,742	-	-	-	2,902,742
Allocation of RDTI received and accrued	-	(728,446)	-	-	-	(728,446)
Impairment	(8,069,386)	-	-	-	-	(8,069,386)
Amortisation expense	-	(673,993)	(60,916)	(154,874)	(33,707)	(923,490)
Balance at 30 June 2024	16,041,551	4,690,040	127,992	383,297	607	21,243,487

Note 8. Trade and other payables

Current liabilities	Consolidated	
	2025 \$	2024 \$
Trade payables	1,290,742	1,758,964
PAYG withholding payables	152,994	223,738
Superannuation payables	198,697	801,003
GST payables	184,301	229,073
Other payables and accruals	770,768	848,043
	2,597,502	3,860,821

Trade payables are non-interest bearing and are predominately settled on 30-to-60-day terms.

Note 9. Borrowings

	Consolidated	
	2025 \$	2024 \$
<i>Current liabilities</i>		
Loan – Mark Middleton (1)	120,895	228,994
Loan – Acurix Networks Pty Ltd (1)	169,366	927,229
Loan – Grant Farrow (1)	36,355	36,355
Loan – Kathryn Soares (5)	7,366	9,057
Loan – R&D financing (3)	888,494	1,213,591
Loan – Working capital loan (4)	675,000	-
Loan – Wentworth Williams Auditing Pty Ltd (2)	300,000	300,000
Loan – SK Advisory Pty (2)	71,454	71,454
Loan – R4 Trading (2)	283,000	283,000
Loan – Radian Arc (6)	-	1,550,549
Loan – other	-	57,790
	2,551,930	4,678,019
<i>Non-current liabilities</i>		
Loan – Kathryn Soares (5)	82,187	82,823
Loan – Radian Arc	-	78,600
	82,187	161,423

- 1) These loans arose following the acquisition of Activeport Pty Ltd in January 2021, incurs interest at 8% per annum, and is a related party loan.
- 2) These loans arose as part of the Global Edge Network Limited (previously Datacenter Limited) acquisition, incurs interest at 10% per annum.
- 3) The R&D loan incurs interest at 16% per annum and is to be repaid the earlier of 14 days after receipt of the R&D tax refund for FY25 or 31 December 2025.
- 4) The working capital loan incurs interest at 15% per annum and expires 26 September 2025.
- 5) This loan is a related party loan, incurs interest at 8% per annum.
- 6) This loan has been offset to nil as at 30 June 2025 against ActivePort receivables.

Note 10. Dividends

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

Note 11. Interests in subsidiaries

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiaries in accordance with the accounting policy described in note 1:

Name	Principal place of business/ Country of incorporation		Ownership interest	
			2025	2024
			%	%
Activeport Pty Ltd	Australia	Acquired on 27 September 2021	100	100
Activeport (Infrastructure) Pty Ltd	Australia	Incorporated on 5 May 2021	100	100
Activeport (New Zealand) Limited	New Zealand	Incorporated on 5 July 2021	100	100
Activeport (Singapore) PTE. Ltd	Australia	Incorporated on 12 January 2022	100	100
Activeport (Finance) Pty Ltd	Australia	Incorporated on 3 March 2022	100	100
Vizstone Pty Ltd	Australia	Acquired on 27 September 2021.	100	100
Starboard IT Pty Ltd	Australia	Acquired on 27 September 2021	100	100
Global Edge Network Ltd	Australia	Acquired on 9 August 2021	100	100
Digital Immortality Pty Ltd	Australia	Acquired on 16 April 2022	100	100

Corporate Directory

ABN: 24 636 569 634

Directors

P Christie	Executive chairman
C Daly	Non-executive director
K Soares	Executive director
M Middleton	Executive director

Company Secretary

J Toby

Registered Office

Level 28, 140 St Georges Terrace
Perth WA 6000
T: +61 8 6149 7550

Principal Place of Business

Level 1, 1 Altona St
West Perth WA 6005

Share Register

Computershare Investor Services Pty Limited
172 St Georges Terrace
Perth WA 6000

Bankers

Westpac Bank
130 Rokeby Road
Subiaco WA 6008

Auditors

RSM Australia Partner
Level 2, Exchange Tower,
2 The Esplanade
Perth WA 6000

Solicitors

Steinepreis Paganin
Level 4, The Read Buildings
16 Milligan Street
Perth WA 6000