

26 February 2026

Company Announcements

For Immediate Release

ASX Code: CT1

APPENDIX 4D AND INTERIM FINANCIAL REPORT

In accordance with the ASX Listing Rules, Constellation Technologies Limited encloses for immediate release the following information:

1. **Appendix 4D; and**
2. **Interim Financial Report for the half year ended 31 December 2025.**

If you have a query about any matter covered by this announcement, please contact Ms Terri Bakos.

Authorised for release by the Board.

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**ASX LISTING RULES – APPENDIX 4D
INTERIM FINANCIAL REPORT FOR THE HALF YEAR ENDED 31 DECEMBER 2025**

The following information is presented in accordance with ASX Listing Rule 4.2A.3.

1. Details of the reporting period and the previous corresponding year

Current reporting period - the half year ended 31 December 2025
Previous corresponding period - the half year ended 31 December 2024

2. Results for announcement to the market

Half Year ended	31 Dec 2025	31 Dec 2024	Increase / (Decrease)	
	\$	\$	\$	%
2.1 Revenues from ordinary activities	879,042	910,745	(31,703)	(3.48)
2.2 Profit/(loss) from continuing operations	71,464	255,528	(184,064)	(72.03)
2.3 Net profit/(loss) for the period attributable to members	71,464	255,528	(184,064)	(72.03)

2.4 Dividends (distributions)

Nil

2.5 Record date for determining entitlements to the dividend

Nil

2.6 Commentary on “Results for Announcement to the Market”

A brief explanation of any of the figures in 2.1 to 2.4 above is contained in the attached Interim Financial Report for the Half Year ended 31 December 2025.

3. Net tangible assets per security

Half Year ended	31 Dec 2025	31 Dec 2024	Increase / (Decrease)	
	cents	cents	cents	%
Net tangible assets per security	0.02	0.02	-	-

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4. Details of entities over which control has been gained or lost during the period

Nil

5. Details of individual and total dividends or distributions and dividend or distribution payments

Nil

6. Details of any dividend distribution reinvestment plans

Nil

7. Details of any associates and joint venture entities

Nil

8. Foreign Entities, Accounting Standards used in compiling the report

There has been no change since 30 June 2025.

Refer to note 12 of the 2025 Annual Financial Report for details of investments in foreign subsidiaries.

9. Audit / Review of Accounts upon which this report is based and qualification of audit / review

The Interim Financial Report has been subject to review and is not subject to any dispute or qualification.



Constellation Technologies Limited
Interim Financial Report
for the Half Year Ended
31 December 2025

ABN 58 009 213 754

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Constellation Technologies Limited

ABN 58 009 213 754

Interim Financial Report – 31 December 2025

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Corporate Directory

Directors

Mr Kartheek Munigoti
Executive Director and Chief Executive Officer

Mr Raymond Malone
Independent Non-Executive Chairman

Mr Leath Nicholson
Independent Non-Executive Director

Mr Anoosh Manzoori
Independent Non-Executive Director

Company Secretary

Ms Terri Bakos

Registered office and principal place of business

Level 7, 420 Collins Street
Melbourne VIC 3000 Australia
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Share register

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PKF Brisbane Audit
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Telephone: +61 (0)7 3839 9733
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Solicitors

Nicholson Ryan Lawyers Pty Ltd
Level 7, 420 Collins Street
Melbourne VIC 3000 Australia
Telephone: +61 (0)3 9640 0400

Bankers

Westpac Banking Corporation
150 Collins Street
Melbourne VIC 3000 Australia

Stock exchange listings

Constellation Technologies Limited shares are listed on the Australian Securities Exchange (ASX: CT1)

Website

<https://www.ct1limited.com>

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Directors Report

Your directors submit the consolidated interim financial statements of Constellation Technologies Limited (“CT1” or the “Company”) and its controlled entities (the “Group”) for the half year ended 31 December 2025. To comply with the provisions of the *Corporations Act 2001*, the Directors report as follows:

Directors and Company Secretary

The names and particulars of the Directors and Company Secretary of the Company in office at any time during or since the end of the period are as follows:

Mr Ray Malone, Independent Non-Executive Chairman.
Mr Kartheek Munigoti, Executive Director and Chief Executive Officer
Mr Leath Nicholson, Independent Non-Executive Director
Mr Anoosh Manzoori, Independent Non-Executive Director

Ms Terri Bakos, Chief Financial Officer and Company Secretary

Review and Results of Operations

Callisto Food Safety System

The Company delivered a strong operational performance during the half-year to 31 December 2025, supported by continued market adoption and expansion of its flagship Callisto Food Safety & Compliance (FSC) platform. The Callisto FSC system remains central to the Company’s strategic growth initiatives and continues to demonstrate strong demand across multiple regulated industry sectors, reinforcing the Company’s position as a leader in IoT-enabled compliance monitoring, automation and operational intelligence solutions.

During the reporting period, the Company successfully expanded deployments of the Callisto FSC platform into multiple new Fly-In Fly-Out (FIFO) mining village facilities across Western Australia and Queensland. These environments represent highly regulated, operationally complex, and geographically remote settings, where continuous compliance monitoring and operational reliability are critical. The Company’s ability to successfully deploy and operate its solution in these environments demonstrates the robustness, scalability, and independence of its proprietary communications architecture, which leverages NB-IoT, LoRaWAN, and cellular connectivity to deliver continuous, real-time monitoring without reliance on customer network infrastructure.

The Company also achieved a significant strategic milestone through its continued expansion into the Aged Care sector, representing a large and highly regulated addressable market.

Australia’s Aged Care sector comprises more than 2,700 facilities supporting over 250,000 residents and operates under strict regulatory frameworks governed by the Aged Care Quality and Safety Commission.

Strengthened regulatory requirements are driving the increase in adoption of automated digital compliance solutions to replace traditional manual and paper-based processes.

The Callisto FSC platform enables Aged Care providers to enhance compliance and operational oversight through continuous real-time temperature monitoring, automated digital record keeping, and proactive alerting of compliance risks. These capabilities reduce manual administrative burden, improve audit readiness, and enhance overall food safety compliance.

Initial deployments and pilot programs within the Aged Care sector have demonstrated strong customer validation and growing demand for the Company’s technology.

Directors Report continued...

Digital Twin and Precision Agriculture Initiatives

During the reporting period, the Company progressed its Digital Twin and precision agriculture program in collaboration with Federation University and industry partners, focusing on vineyard and broadacre canola farm environments. The Company deployed drone-based aerial monitoring systems to capture high-resolution imagery used to assess crop health, growth progression, and environmental conditions. In parallel, the Company implemented IoT sensor infrastructure to capture critical environmental and agronomic data, including temperature, humidity, and other field parameters. This integrated data is being used to develop digital twin models, enabling real-time monitoring, predictive analytics, and improved agricultural decision-making.

This initiative demonstrates the scalability and versatility of the Company's core IoT and analytics platform beyond food safety applications and supports its expansion into precision agriculture and environmental monitoring markets. Management believes this program strengthens the Company's position in emerging digital twin technologies and creates future opportunities for commercial deployment of advanced monitoring and analytics solutions across the agriculture sector.

Product Development and Technology Advancement

The Company continued to invest in the enhancement and expansion of the Callisto FSC ecosystem during the reporting period, further strengthening its technological capabilities and competitive position.

Key platform enhancements delivered during the period include expanded digital traceability functionality, enabling end-to-end tracking of food handling processes from receipt through storage and preparation, supporting regulatory compliance and audit requirements. Enhanced goods receipt and scanning capabilities were also introduced, improving operational efficiency and enabling more accurate and reliable capture of compliance and inventory data.

The Company further expanded its digital allergen and ingredient management functionality, improving allergen identification, traceability, and reporting capabilities. This functionality enhances compliance with food safety standards and improves operational transparency for customers.

In addition, the Company continued to expand its IoT monitoring infrastructure, deploying advanced wireless sensor technologies designed to operate reliably across diverse and remote operational environments. These systems provide continuous, real-time operational visibility and support the Company's broader strategy of delivering fully autonomous compliance monitoring solutions.

Innovation and Future Product Development

The Company continues to advance development of its next-generation Callisto hardware and software platform, designed to further improve automation, data accuracy, and operational efficiency for customers.

Key innovations currently under development include next-generation Callisto Smart Probe devices incorporating automated user authentication, intelligent food identification, automated endpoint detection, and corrective action guidance. These enhancements are expected to significantly reduce manual processes while improving compliance accuracy and operational efficiency.

The Company is also advancing development of AI-driven analytics and compliance intelligence capabilities, designed to provide predictive insights, early risk detection, and enhanced operational visibility.

In addition, the Company is expanding its IoT-enabled asset monitoring capabilities to support real-time tracking and monitoring of critical operational equipment, improving operational continuity and asset utilisation.

These initiatives support the Company's strategy of strengthening its technology leadership and expanding its addressable market opportunity.

Outlook

The Company continues to experience increasing demand for automated compliance and monitoring solutions across multiple regulated industry sectors, driven by tightening regulatory requirements, operational efficiency needs, and accelerating adoption of digital technologies.

Directors Report continued...

The Callisto FSC platform's integrated combination of IoT hardware, cloud-based analytics, and autonomous communications infrastructure provides a strong foundation for continued growth. The Company remains focused on scaling deployments across existing customers, expanding into new industry verticals and continuing to invest in technological innovation to support long-term sustainable growth.

The Directors believe the Company is well positioned to capitalise on the growing global demand for automated compliance, digital monitoring, and operational intelligence solutions.

Financial results

Group revenue from continuing operations for the period decreased 3.48% over the prior period to \$879,042 (2024: \$910,745), primarily due to a delay in the rollout of hardware associated with the Callisto Food Safety System (FSC). However, reoccurring Platform/Subscription based revenue associated with the Callisto FSC and other products on the Callisto and Meridian software systems have increased by 19% over the prior period to \$391,818 (2024: 329,236).

The Group earned a net profit before tax (NPBT) of \$71,464 for the period, a 72.03% decrease over the prior period (2024: \$255,528). The decrease in profit is associated with delays in revenue recognition as described above, an increase in hardware & operating costs over the period, including incentive payments to staff and the amortisation of research & development activities.

Group profit for the period before amortisation, depreciation and share based payments was \$197,089 (2024:\$298,860).

The Group held net assets of \$940,979 as at 31 December 2025 (June 2025: \$861,733) and cash reserves of \$373,699 (June 2025: \$554,824).

Significant changes in the state of affairs

Other than the matters outlined above, there have been no other significant changes in the state of affairs of the Group during the period.

Subsequent Events

No matter or circumstance has occurred subsequent to the reporting period that has significantly affected, or may significantly affect, the operations of the Group, the results of those operations or the state of affairs of the Group or economic entity in subsequent financial years.

Likely developments and expected results of operations

There is no information or likely developments in the operations of the Group and the expected results of operations that have not been included in this interim financial report because the directors believe it would be likely to result in unreasonable prejudice to the Group.

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 on the following page.

Signed in accordance with a resolution of the Board of Directors.



Mr Kartheek Munigoti
Executive Director and Chief Executive Officer
Melbourne
26 February 2026



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AUDITOR'S INDEPENDENCE DECLARATION
UNDER SECTION 307C OF THE CORPORATIONS ACT 2001
TO THE DIRECTORS OF CONSTELLATION TECHNOLOGIES LIMITED

I declare that, to the best of my knowledge and belief, during the half-year ended 31 December 2025, there have been:

- (a) no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and
- (b) no contraventions of any applicable code of professional conduct in relation to the review.

This declaration is in respect of Constellation Technologies Limited and the entities it controlled during the half year.

A handwritten signature in black ink, appearing to read 'Liam Murphy', written over the printed name.

PKF BRISBANE AUDIT

A handwritten signature in black ink, appearing to read 'Liam Murphy', written over the printed name.

LIAM MURPHY
PARTNER

26 FEBRUARY 2026
BRISBANE

Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the half year ended 31 December 2025

	Notes	31 Dec 2025 \$	31 Dec 2024 \$
<i>Revenue from continuing operations</i>			
Revenue from contracts with customers	3a	879,042	910,745
Cost of sales	4c	(378,800)	(340,256)
Gross profit/(loss)		500,242	570,489
Other gains/(losses) - net	4a	291,128	264,436
Distribution costs		(8,436)	(2,937)
General and administrative expenses	4b	(670,450)	(573,659)
Research and development expenses		(26,975)	(2,163)
Selling and marketing expenses		(14,052)	(671)
Operating profit/(loss)		71,457	255,495
Finance income		7	33
Finance expense		-	-
Finance costs - net		7	33
Profit/(Loss) before income tax		71,464	255,528
Income tax expense		-	-
Profit/(Loss) for the period		71,464	255,528
Net profit/(loss) attributable to equity holders of the company		71,464	255,528
<i>Other comprehensive income</i>			
Items that may be reclassified to profit or loss			
Exchange differences on translation of foreign operations		(30,968)	20,344
Total comprehensive profit/(loss) for the period, net of tax		(30,968)	20,344
Total comprehensive profit/(loss) attributable to equity holders of the company		40,496	275,872

		Cents	Cents
Profit/(Loss) per share for loss attributable to the ordinary equity holders of the company:			
Basic/diluted earnings per share	10	0.005	0.017
Profit/(Loss) per share – continuing operations:			
Basic/diluted earnings per share	10	0.005	0.017

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 31 December 2025

	Notes	31 Dec 2025 \$	30 Jun 2025 \$
Assets			
Current assets			
Cash and cash equivalents	6a	373,699	554,824
Trade and other receivables	6b	600,493	297,747
Inventory		66,696	65,531
Other assets		70,466	63,880
Total current assets		1,111,354	981,982
Non-current assets			
Property, plant and equipment		6,950	9,914
Intangible assets	7a	616,642	514,394
Total non-current assets		623,592	524,308
Total assets		1,734,946	1,506,289
Liabilities			
Current liabilities			
Trade and other payables	6d	454,728	359,489
Deferred revenue		32,000	-
Provisions	7b	288,845	269,310
Total current liabilities		775,573	628,799
Non-current liabilities			
Provisions	7b	18,394	15,758
Total non-current liabilities		18,394	15,758
Total liabilities		793,967	644,557
Net assets		940,979	861,733
Equity			
Share capital	8a	18,293,950	18,293,950
Reserves	8b	(127,380)	(111,162)
Accumulated losses		(17,225,591)	(17,321,055)
Total equity		940,979	861,733

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

Consolidated Statement of Changes in Equity

For the half year ended 31 December 2025

	Notes	Share Capital \$	Reserves \$	Accumulated Losses \$	Total equity \$
At 1 July 2024		18,293,950	(61,337)	(17,360,395)	872,218
Profit for the period		-	-	255,528	255,528
Other comprehensive income		-	20,344	-	20,344
Total comprehensive loss for the period		-	20,344	255,528	275,872
Transactions with owners in their capacity as owners:					
Shares issued, net of transaction costs		-	-	-	-
Share based payments		-	-	-	-
		-	-	-	-
Balance at 31 December 2024		18,293,950	(40,993)	(17,104,867)	1,148,090
At 1 July 2025		18,293,950	(111,162)	(17,321,055)	861,733
Profit for the period		-	-	71,464	71,464
Other comprehensive income		-	(30,968)	-	(30,968)
Total comprehensive loss for the period		-	(30,968)	71,464	40,496
Transactions with owners in their capacity as owners:					
Shares issued, net of transaction costs		-	-	-	-
Lapsed Performance Options		-	(24,000)	24,000	-
Share based payments		-	38,750	-	38,750
		-	14,750	24,000	38,750
Balance at 31 December 2025		18,293,950	(127,380)	(17,225,591)	940,979

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

Consolidated Statement of Cash Flows

For the half year ended 31 December 2025

	Notes	31 Dec 2025 \$	31 Dec 2024 \$
Cash flows related to operating activities			
Receipts from customers		1,301,210	996,374
Payments to suppliers and employees		(1,265,216)	(965,436)
Net cash provided by/(used in) operating activities		35,994	30,938
Cash flows relating to investing activities			
Payment for purchases of plant and equipment		-	(9,677)
Interest received		7	33
Development expenditure – intangible assets	6	(186,496)	(181,441)
Net cash provided by/(used in) investing activities		(186,489)	(194,085)
Cash flows relating to financing cash flows			
Repayment of lease liabilities		-	-
Net cash used in financing activities		-	-
Net (decrease)/increase in cash and cash equivalents		(150,495)	(160,147)
Cash and cash equivalents at the beginning of the period		554,824	823,290
Foreign exchange movement		(30,630)	10,472
Cash and cash equivalents at the end of the period	6a	373,699	673,615

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

Notes to the Consolidated Statements

For the Half-year ended 31 December 2025

1. Material accounting policies

This interim financial report is intended to provide users with an update on the latest annual financial statements of Constellation Technologies Limited and its controlled entities (referred to as “the Group”). As such, it does not contain information that represents relatively insignificant changes occurring during the half-year within the Group. It is therefore recommended that this financial report be read in conjunction with the annual financial statements of the Group for the year ended 30 June 2025, together with any public announcements made during the following half-year.

Basis of preparation

- a) These general purpose interim financial statements for half-year reporting period ended 31 December 2025 have been prepared in accordance with requirements of the *Corporations Act 2001* and Australian Accounting Standard AASB 134 *Interim Financial Reporting*. The Group is a for-profit entity for financial reporting purposes under Australian Accounting Standards.

The financial statements have been prepared on the basis of historical costs. Cost is based on the fair value of the consideration given in exchange for assets. All amounts are presented in Australian dollars, unless otherwise noted.

These interim financial statements were authorised for issue on the same date as the Directors’ declaration.

a) Going concern

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

As disclosed in the interim financial statements, the Group is in a net asset position of \$940,979 (30 June 2025: \$861,733), net current asset position of \$335,781 (30 June 2025: \$353,183) and has net operating cash inflows of \$35,994 (31 December 2024: \$30,938). The Group generated a profit after tax for the half year of \$71,464 (31 December 2024: \$255,528). The Group’s cash position decreased to \$373,699 at 31 December 2025 (30 June 2025: \$554,824).

Notwithstanding the historical low profits to date the directors believe that the going concern basis of preparation is appropriate due to the following reasons:

- Significant progress has been made in realising the Group’s intellectual property. Re-occurring revenue is increasing year on year;
- The Company regularly receives R&D tax incentive rebates from the Australian Tax Office each year. The FY25 R&D tax incentive rebate claim is \$287,228 and is currently a receivable and awaiting payment.

b) New and amended standards adopted by the group

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.

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Notes to the Consolidated Statements continued ...

2. Segment information

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker ('CODM'). The CODM, who are responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board and the Chief Executive Officer of Constellation Technologies Limited. The Group has identified one reportable segment; that is, the sale and commercialisation of the IoT Solution. The segment details are therefore fully reflected in the body of the financial statements.

3. Revenue from contracts with customers

a) Disaggregation of revenue from contracts with customers

The Group derives revenue from the transfer of goods and services at a point in time and over time in the following categories:

Hardware Sales: Revenue from the sale of equipment used in association with the Callisto and Meridian software products.

Platform & subscription: Subscription and Platform revenue associated with the Company's products, including software.

Consulting revenue: Revenue from IoT consulting services.

Half Year to 31 Dec 2025	Hardware sales revenue \$	Platform & subscription revenue \$	Consulting revenue \$	Total \$
Timing of revenue recognition				
At a point in time	301,674	-	153,550	455,224
Over time	-	391,818	32,000	423,818
	301,674	391,818	185,550	879,042

Half Year to 31 Dec 2024	Hardware sales revenue \$	Platform & subscription revenue \$	Consulting revenue \$	Total \$
Timing of revenue recognition				
At a point in time	352,111	-	205,398	557,509
Over time	-	329,236	24,000	353,236
	352,111	329,236	229,398	910,745

Notes to the Consolidated Statements continued ...

4. Expense items

a) Other gains/(losses)

	31 Dec 2025	31 Dec 2024
	\$	\$
R&D tax incentives	287,228	266,150
Other income	10,251	-
Net foreign exchange (losses)	(6,351)	(1,714)
	291,128	264,436

b) Breakdown of expenses by nature

	Notes	31 Dec 2025	31 Dec 2024
		\$	\$
General and administrative expenses:			
Accounting and audit		51,302	37,288
Amortisation		84,248	40,717
Consulting costs		36,207	24,443
Depreciation		2,627	2,616
Employee benefits		296,914	307,942
Insurance		46,006	39,881
Legal		1,085	-
Listing and share registry		15,670	22,035
Occupancy		21,277	19,534
Share-based payments		38,750	-
Superannuation		35,063	29,534
Travel and entertainment		8,374	14,886
Other		32,927	34,783
		670,450	573,659

c) Cost of goods sold

	31 Dec 2025	31 Dec 2024
	\$	\$
Cost of hardware	111,609	126,469
Cost of delivering services	267,191	213,787
	378,800	340,256

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Notes to the Consolidated Statements continued ...

5. Financial assets and financial liabilities

a) Cash and cash equivalents

	Notes	31 Dec 2025 \$	30 Jun 2025 \$
Current assets			
Cash at bank and on hand		373,699	554,824

Cash and cash equivalents for the purposes of the statement of cashflows is summarised below:

Cash at bank and on hand	373,699	554,824
Cash and cash equivalents held at the end of the period	373,699	554,824

b) Trade and other receivables

Notes	31 December 2025			30 June 2025		
	Current \$	Non- current \$	Total \$	Current \$	Non- current \$	Total \$
Trade receivables	239,930	-	239,930	247,842	-	247,842
Provision for impairment	(888)	-	(888)	(888)	-	(888)
	239,042	-	239,042	246,954	-	246,954
Tax receivables	71,587	-	71,587	50,793	-	50,793
R&D tax rebates ¹	287,228	-	287,228	-	-	-
Other	2,636	-	2,636	-	-	-
Total trade and other receivables	600,493	-	600,493	297,747	-	297,747

¹ FY25 R&D Tax Rebate due from the Australian Tax Office.

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Notes to the Consolidated Statements continued ...

c) Trade and other payables

	Notes	31 December 2025			30 June 2025		
		Current \$	Non-current \$	Total \$	Current \$	Non-current \$	Total \$
Trade payables		51,789	-	51,789	52,312	-	52,312
Accrued expenses		338,532	-	338,532	275,896	-	275,896
Other payables		64,407	-	64,407	31,281	-	31,281
Total trade and other payables		454,728	-	454,728	359,489	-	359,489

6. Non-financial assets and non-financial liabilities

a) Intangible assets

	Notes	31 Dec 2025 \$	30 Jun 2025 \$
Development costs – cost		811,545	634,598
Development costs - accumulated amortisation		(194,903)	(120,204)
Net book amount		616,642	514,394
Opening net book value		514,394	214,932
Exchange differences		(25,879)	(2,273)
Additions – internally developed		212,375	401,749
Disposals		-	-
Amortisation		(84,248)	(100,014)
Closing net book value		616,642	514,394

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Notes to the Consolidated Statements continued ...

b) Employee benefit obligations

	31 December 2025			30 June 2025		
	Current	Non-current	Total	Current	Non-current	Total
	\$	\$	\$	\$	\$	\$
Leave obligations	288,846	15,758	304,604	269,310	15,758	285,068

Leave obligations cover the Group's accrued liabilities for annual leave, long service leave or their overseas jurisdiction equivalents.

The group does not have an unconditional right to defer settlement for any of these obligations, however, based on past experience, the Group does not expect all employees to take the full accrued leave or require payment within the next 12 months.

7. Equity

a) Contributed Equity

	31 Dec 2025		30 June 2025	
	No.	\$	No.	\$
Ordinary shares - fully paid	1,474,733,703	18,293,950	1,474,733,703	18,293,950
		Note	No. of shares	\$
Balance at 30 June 2025			1,474,733,703	18,293,950
Balance at 31 December 2025			1,474,733,703	18,293,950

Ordinary shares

Ordinary shares entitle the holder to participate in dividends, and to share in the proceeds of winding up the Group in proportion to the number of and amounts paid on the shares held.

On a show of hands every holder of ordinary shares present at a meeting in person or by proxy, is entitled to one vote, and upon a poll each share is entitled to one vote.

Ordinary shares have no par value and the Company does not have a limited amount of authorised capital.

Options/Rights

Information relating to options/rights, including details of options/rights issued, exercised and lapsed during the half year and options/rights outstanding at the end of the half year, are set out in note 7b)ii.

Notes to the Consolidated Statements continued ...

b) Reserves

The following table shows a breakdown of the consolidated balance sheet item 'reserves' and the movements in these reserves during the year. A description of the nature and purpose of each reserve is provided below the table.

	Share-based payments \$	Foreign currency translation \$	Total \$
Balance at 1 July 2025	40,000	(151,162)	(111,162)
Currency translation differences	-	(30,968)	(30,968)
Other comprehensive income for the half year	-	(30,968)	(30,968)
Transactions with owners in their capacity as owners			
Share-based payment expenses	38,750	-	38,750
Lapsed Performance Options	(24,000)	-	(24,000)
At 31 December 2025	54,750	(182,130)	(127,380)

i) Nature and purpose of reserves

Foreign currency translation

Exchange differences arising on translation of the foreign controlled subsidiaries are recognised in other comprehensive income and accumulated in a separate reserve within equity. The cumulative amount is reclassified to profit or loss when the net investment is disposed of.

Share-based payments

The share-based payment reserve records items recognised as expenses on valuation of share options and rights issued to Key Management Personnel, other employees and eligible contractors.

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Notes to the Consolidated Statements continued ...

ii) Options and Rights on Issue

	31 Dec 2025	31 Dec 2025	30 June 2025	30 June 2025
	No.	\$	No.	\$
Options and rights	51,000,000	54,750	32,000,000	40,000

Movement in options and rights

	Note	Number of options/rights	\$
Balance at 30 June 2025		32,000,000	40,000
Cancellation of rights - ESOP		(16,000,000)	(24,000)
Issue of options - ESOP	a)	12,500,000	25,000
Issue of options - ESOP	b)	7,500,000	7,500
Issue of options - ESOP	c)	7,500,000	3,750
Issue of options - ESOP	d)	7,500,000	2,500
Balance at 31 December 2025		51,000,000	54,750

a) *Issue of unlisted options vesting 23 December 2025*

Issued to employees to reward services rendered to date. The options have a zero exercise price and expire on 23 December 2028.

b) *Issue of unlisted options vesting 30 June 2026*

Issued to employees under the Company's long-term incentive plan. The options have a zero-exercise price and vest subject to service and performance conditions being satisfied. The options expire on 23 December 2030.

c) *Issue of unlisted options vesting 30 June 2027*

Issued under the Company's long-term incentive plan. The options have a zero-exercise price and vest subject to service and performance conditions being satisfied. The options expire on 23 December 2030.

d) *Issue of unlisted options vesting 30 June 2028*

Issued under the Company's long-term incentive plan. The options have a zero-exercise price and vest subject to service and performance conditions being satisfied. The options expire on 23 December 2030.

8. Contingent liabilities

The Group had no contingent liabilities at 31 December 2025 (30 June 2025: nil).

Notes to the Consolidated Statements continued ...

9. Events occurring after the reporting period

No matter or circumstance has occurred subsequent to the reporting period that has significantly affected, or may significantly affect, the operations of the Group, the results of those operations or the state of affairs of the Group or economic entity in subsequent financial years.

10. Profit per Share

(a) Reconciliation of profit used in calculating profit per share

	31 Dec 2025	31 Dec 2024
	\$	\$
Profit attributable to equity holders of the Group used in calculating profit per share	71,464	255,528
	Cents	Cents
Basic earnings per share	0.005	0.017
Diluted earnings per share	0.005	0.017

(b) Weighted average number of shares used as the denominator

	31 Dec 2025	31 Dec 2024
	No.	No.
Weighted average number of ordinary shares used as the denominator in calculating basic earnings or loss per share	1,474,733,703	1,474,733,703
Weighted average number of ordinary shares used as the denominator in calculating diluted earnings or loss per share	1,509,733,703	1,506,733,703

16,000,000 Performance Rights currently on issue have not been included in the diluted earnings per share calculation as it is uncertain as to whether the performance targets associated with the Rights due to vest in FY26 will be achieved.

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Directors Declaration

In accordance with a resolution of the Directors of Constellation Technologies Limited, the Directors of the Company declare that:

- a. the financial statements and notes thereto are in accordance with the *Corporations Act 2001*, including:
 - i. complying with Australian Accounting Standards AASB 134: Interim Financial Reporting; and
 - ii. giving a true and fair view of the consolidated entities financial position as at 31 December 2025 and of its performance for the half year ended on that date of the Consolidated entities.
- b. 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.

On behalf of the Directors



Mr Kartheek Munigoti
Executive Director and Chief Executive Officer
26 February 2026

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INDEPENDENT AUDITOR'S REVIEW REPORT

TO THE MEMBERS OF CONSTELLATION TECHNOLOGIES LIMITED

Conclusion

We have reviewed the accompanying half-year financial report of Constellation Technologies Limited ('the Company') and its subsidiaries ('the Group'), which comprises the consolidated statement of financial position as at 31 December 2025, and the 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, material accounting policy information, other selected explanatory notes, and the directors' declaration.

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 Constellation Technologies Limited is not in accordance with the *Corporations Act 2001* including:-

- (a) giving a true and fair view of the Group's financial position as at 31 December 2025, and of its financial performance for the half-year ended on that date; and
- (b) complying with the Australian Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

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 the Code.

Independence

In conducting our review, we have complied with the auditor independence requirements of the *Corporations Act 2001*. In accordance with the *Corporations Act 2001*, we have given the directors of the Company a written Auditor's Independence Declaration.

Responsibility of the Directors for the 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 the Australian Accounting Standards and the *Corporations Regulations 2001* and for such internal control as the directors determine is necessary to enable the preparation of the half-year financial report that is free from material misstatement, whether due to fraud or error.



Auditor's Responsibilities for the Review of the 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 is not in accordance with the *Corporations Act 2001* including giving a true and fair view of the Group's financial position as at 31 December 2025 and its performance for the half year ended on that date, and complying with 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.

A stylized, handwritten signature of the auditor, appearing as 'PKF' in a cursive script.

PKF BRISBANE AUDIT

A handwritten signature in black ink, appearing to be 'Liam Murphy'.

LIAM MURPHY
PARTNER

26 FEBRUARY 2026
BRISBANE

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