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My Rewards International Limited

Quarterly Activities Report

For the Period ended 31 December 2024

**myrewards**

## QUARTERLY ACTIVITIES REPORT FOR THE PERIOD ENDING 31 DECEMBER 2024

### Leading provider of customised solutions to attract, engage and retain employees & customers.

My Rewards International Limited (MRI, My Rewards, or the Company), a global provider of subscription-based Customer Engagement Technologies aimed at attracting, engaging, and retaining customers and employees, is pleased to present a summary of its activities for the quarter ending on 31 December 2024.

### Continued focus on B2B Rewards and Loyalty Programs

MRI has continued its focus on building and growing its rewards offerings and technology solutions via its partnership with Fly Wallet Pty Ltd, building innovative products and services for B2B and B2C rewards and loyalty programs.

### New Investments and financing facilities

MRI is pleased to report additional investments from sophisticated investors, further supporting the Company. On 27 February 2023, the Company entered into a put option facility with LDA Capital Limited for an amount of \$15 million. The term for this facility is 36 months expiring Feb 2026. Amongst other conditions, any capital calls made the Company to draw down on the facility are subject to listing and quotation of the Company's shares.

Further details of this facility can be found on the ASX announcement dated 27 February 2023.

Further to the ASX aware query, questions 5 -7, dated 22 November 2023, the Company is now including this facility in item 7 of the Appendix 4c, as it anticipates drawing down on this facility.

### Soft launch of Klevo Card – Rewards Travel Card for Australian Travellers and Expats

On 5 November 2024, MRI soft launched the "Klevo MasterCard" in collaboration with Fly Wallet Pty Ltd. The event was held at the Melbourne Cup charity lunch at the Dusit Thani Hotel in Bangkok, Thailand, attended by Australian expatriates, diplomats, and business leaders.

The Klevo MasterCard is a pivotal element of MRI's global rewards initiatives, marking the first phase of an AI-driven rewards and loyalty platform for Australians.

### iGoDirect Group Loan

As announced on 27<sup>th</sup> November 2024, the Company has now satisfied the iGoDirect Group Loan in full. Details of this repayment can be found in the ASX announcement<sup>1</sup>.

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<sup>1</sup> <https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02886649-6A1239989>

## Settlement of Frankly Dispute

As announced on 12 November 2024, the Company has reached a settlement with Frankly Agency Pty Ltd (ACN 614877 995) in its personal capacity and in its capacity as Trustee for Frankly Agency Discretionary Trust (ABN 81 991 794 294) ("Frankly"). Details of this settlement can be found in the ASX announcement<sup>2</sup>.

## Financial Reports and Change in Auditors

The Company has lodged its interim financial report for the half year ended 31 December 2023 on 20 January 2025. As announced on 19 December 2024, the Company welcomes its new auditors Connect National Audit Pty Ltd ('CNA') and thanks the partners and staff of RSM Australia Partners for their past assistance and professional services provided to the Company.

The Company is now working with CNA to finalise the Annual Report for FY 2024.

## Continued Suspension from Quotation

My Rewards was suspended from quotation on the ASX on 2 October 2023. ASX had determined that MRI's financial condition was inadequate to warrant the continued quotation of its securities and therefore was in breach of Listing Rule 12.2. My Rewards' response to ASX's financial condition query was published on 30 October 2023, following which ASX confirmed that MRI would remain suspended until MRI rectifies to ASX's satisfaction the disclaimed audit opinions contained in its 2023 Annual Report and ASX is otherwise satisfied that MRI is in compliance with the ASX Listing Rules, including Listing Rule 12.2.

My Rewards has now reissued the 2023 Annual Report which rectified the disclaimed audit opinions as well the interim financial report for the half year ended 31 December 2023 as required under Listing Rule 12.2.

## Financials

An Appendix 4C is attached to this announcement.

The net cash used in operating activities for the quarter ending 31 December 2024 was \$397K.

In accordance with Listing Rule 4.7C, payments made to related parties and their associates included in items 6.1 of the Appendix 4C includes payments for directors' fees and remuneration in the normal course of business at commercial rates, excluding reimbursements of out-of-pocket expenses.

## About My Rewards International Limited (ASX: MRI)

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<sup>2</sup> <https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02879817-6A1237188>

My Rewards is a global provider of customised subscription-based marketplaces for corporates and consumers. My Rewards' core solutions include Loyalty technology, Rewards, Customer Experience and Digital marketing services.

**This announcement has been authorised for release by the board of directors of My Rewards International Limited.**

For enquiries:

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Chairman

My Rewards International

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## Appendix 4C

### Quarterly cash flow report for entities subject to Listing Rule 4.7B

#### Name of entity

My Rewards International Limited (ASX: MRI)

#### ABN

47 095 009 742

#### Quarter ended ("current quarter")

31 December 2024

Consolidated statement of cash flows	Current quarter \$A'000	Year to date (6 months) \$A'000
<b>1. Cash flows from operating activities</b>		
1.1 Receipts from customers	234	443
1.2 Payments for		
(a) research and development		
(b) product manufacturing and operating costs	(218)	(316)
(c) advertising and marketing	(19)	(42)
(d) leased assets	(33)	(66)
(e) staff costs	(143)	(319)
(f) administration and corporate costs	(212)	(405)
1.3 Dividends received (see note 3)		
1.4 Interest received		
1.5 Interest and other costs of finance paid	(6)	(9)
1.6 Income taxes paid		
1.7 Government grants and tax incentives		
1.8 Other (provide details if material)		(2)
<b>1.9 Net cash from / (used in) operating activities</b>	<b>(397)</b>	<b>(716)</b>
<b>2. Cash flows from investing activities</b>		
2.1 Payments to acquire or for:		
(g) entities		
(h) businesses		
(i) property, plant and equipment		
(j) investments		
(k) intellectual property		
(l) other non-current assets		

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (6 months) \$A'000
2.2	Proceeds from disposal of:		
	(a) entities		
	(b) businesses		
	(c) property, plant and equipment		
	(d) investments		
	(e) intellectual property		
	(f) other non-current assets		
2.3	Cash flows from loans to other entities		
2.4	Dividends received (see note 3)		
2.5	Other (provide details if material)		
<b>2.6</b>	<b>Net cash from / (used in) investing activities</b>		
<b>3.</b>	<b>Cash flows from financing activities</b>		
3.1	Proceeds from issues of equity securities (excluding convertible debt securities)	1,105	1,437
3.2	Proceeds from issue of convertible debt securities		
3.3	Proceeds from exercise of options		
3.4	Transaction costs related to issues of equity securities or convertible debt securities	(60)	(64)
3.5	Proceeds from borrowings	25	25
3.6	Repayment of borrowings	(351)	(385)
3.7	Transaction costs related to loans and borrowings		
3.8	Dividends paid		
3.9	Other (provide details if material)		
<b>3.10</b>	<b>Net cash from / (used in) financing activities</b>	<b>719</b>	<b>1093</b>
<b>4.</b>	<b>Net increase / (decrease) in cash and cash equivalents for the period</b>		
4.1	Cash and cash equivalents at beginning of period	(63)	(38)
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(397)	(716)
4.3	Net cash from / (used in) investing activities (item 2.6 above)		

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (6 months) \$A'000
4.4	Net cash from / (used in) financing activities (item 3.10 above)	719	1093
4.5	Effect of movement in exchange rates on cash held	-	-
<b>4.6</b>	<b>Cash and cash equivalents at end of period</b>	<b>259</b>	<b>259</b>

5.	Reconciliation of cash and cash equivalents at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts	Current quarter \$A'000	Previous quarter \$A'000
5.1	Bank balances	259	(63)
5.2	Call deposits		
5.3	Bank overdrafts		
5.4	Other (provide details)		
<b>5.5</b>	<b>Cash and cash equivalents at end of quarter (should equal item 4.6 above)</b>	<b>259</b>	<b>(63)</b>

6.	Payments to related parties of the entity and their associates	Current quarter \$A'000
6.1	Aggregate amount of payments to related parties and their associates included in item 1	12
6.2	Aggregate amount of payments to related parties and their associates included in item 2	-

*Note: if any amounts are shown in items 6.1 or 6.2, your quarterly activity report must include a description of, and an explanation for, such payments.*

7.	<b>Financing facilities</b>	<b>Total facility amount at quarter end \$A'000</b>	<b>Amount drawn at quarter end \$A'000</b>
	<i>Note: the term "facility" includes all forms of financing arrangements available to the entity. Add notes as necessary for an understanding of the sources of finance available to the entity.</i>		
7.1	Loan facilities	-	-
7.2	Credit standby arrangements	-	-
7.3	Other (please specify)	15,000	-
7.4	<b>Total financing facilities</b>	<b>15,000</b>	-
7.5	<b>Unused financing facilities available at quarter end</b>		15,000
7.6	<p>Include in the box below a description of each facility above, including the lender, interest rate, maturity date and whether it is secured or unsecured. If any additional financing facilities have been entered into or are proposed to be entered into after quarter end, include a note providing details of those facilities as well.</p> <p>On 27 February 2023, the Company entered into a put option facility with LDA Capital Limited for an amount of \$15 million. The Agreement comprises up to A\$15 million in ordinary share placements over the three-year term of the Agreement. The equity will be issued from the Company's available LR 7.1 or 7.1a capacity or as approved by Shareholders from time to time. The term for this facility is 36 months expiring Feb 2026. The Company will pay LDA Capital a commitment fee of 2% or A\$300,000.</p> <p>Amongst other conditions, any capital calls made the Company to draw down on the facility are subject to listing and quotation of the Company's shares.</p> <p>The Company is also responsible for legal fees relating to the Agreement, up to a maximum of US\$25,000. In consideration of LDA entering into this agreement, the Company will issue to LDA Capital 13,899,341 unlisted options with an exercise price of \$0.0351 with an expiry date on the third anniversary of their grant date.</p> <p>At 6, 12 and 18 months after signing the Agreement, the Company will issue additional options equal to 6% of the number of new shares issued in that 6-month period divided by the fully diluted shares outstanding at the end of the six-month period ('Further Options'). The 6, 12 and 18 month options have an expiry date on the third anniversary of their grant date, and will be priced as follows: if the Market Price (defined using the average VWAP during the 30 days prior to six, twelve and eighteen-month anniversaries of the signing date of the Agreement) of the Share is less than 80% of \$0.0351, then the Exercise Price of the additional Options to be issued shall be a 115% premium to the previous 30-day VWAP.</p> <p>As at the date of this report, no funds have been drawn down from this facility and the Further Options are yet to be issued.</p>		
<b>8.</b>	<b>Estimated cash available for future operating activities</b>	<b>\$A'000</b>	
8.1	Net cash from / (used in) operating activities (item 1.9)	(397)	
8.2	Cash and cash equivalents at quarter end (item 4.6)	259	
8.3	Unused finance facilities available at quarter end (item 7.5)	15,000	
8.4	Total available funding (item 8.2 + item 8.3)	15,259	
8.5	<b>Estimated quarters of funding available (item 8.4 divided by item 8.1)</b>	38.44	
	<i>Note: if the entity has reported positive net operating cash flows in item 1.9, answer item 8.5 as "N/A". Otherwise, a figure for the estimated quarters of funding available must be included in item 8.5.</i>		

8.6 If item 8.5 is less than 2 quarters, please provide answers to the following questions:

8.6.1 Does the entity expect that it will continue to have the current level of net operating cash flows for the time being and, if not, why not?

Answer: N/A

8.6.2 Has the entity taken any steps, or does it propose to take any steps, to raise further cash to fund its operations and, if so, what are those steps and how likely does it believe that they will be successful?

Answer: N/A

8.6.3 Does the entity expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?

Answer: N/A

*Note: where item 8.5 is less than 2 quarters, all of questions 8.6.1, 8.6.2 and 8.6.3 above must be answered.*

### Compliance statement

- 1 This statement has been prepared in accordance with accounting standards and policies which comply with Listing Rule 19.11A.
- 2 This statement gives a true and fair view of the matters disclosed.

Date: .....30 January 2025.....

Authorised by: .....Board of Directors.....  
(Name of body or officer authorising release – see note 4)

### Notes

1. This quarterly cash flow report and the accompanying activity report provide a basis for informing the market about the entity's activities for the past quarter, how they have been financed and the effect this has had on its cash position. An entity that wishes to disclose additional information over and above the minimum required under the Listing Rules is encouraged to do so.
2. If this quarterly cash flow report has been prepared in accordance with Australian Accounting Standards, the definitions in, and provisions of, *AASB 107: Statement of Cash Flows* apply to this report. If this quarterly cash flow report has been prepared in accordance with other accounting standards agreed by ASX pursuant to Listing Rule 19.11A, the corresponding equivalent standard applies to this report.
3. Dividends received may be classified either as cash flows from operating activities or cash flows from investing activities, depending on the accounting policy of the entity.
4. If this report has been authorised for release to the market by your board of directors, you can insert here: "By the board". If it has been authorised for release to the market by a committee of your board of directors, you can insert here: "By the [name of board committee – eg Audit and Risk Committee]". If it has been authorised for release to the market by a disclosure committee, you can insert here: "By the Disclosure Committee".
5. If this report has been authorised for release to the market by your board of directors and you wish to hold yourself out as complying with recommendation 4.2 of the ASX Corporate Governance Council's *Corporate Governance Principles and Recommendations*, the board should have received a declaration from its CEO and CFO that, in their opinion, the financial records of the entity have been properly maintained, that this report complies with the appropriate accounting standards and gives a true and fair view of the cash flows of the entity, and that their opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.