

ASX ANNOUNCEMENT

AWAG PROFIT OF \$671,542 FOR SIX MONTHS ENDED 31 DECEMBER 2024

The board of AWAG is pleased to announce a profit before tax of \$671,542 for the six months ended 31 December 2024 (December 2023: loss \$31,327). This result reflects the sound positive cash flow of the company. Revenue for the first half of FY2025 was \$6.08 million (a 32% increase on the previous corresponding period), with cash on hand as at 31 December 2024 of \$5.01 million.

Since ASX listing twelve months ago, the Board has been implementing strategies to grow AWAG's two wholly-owned businesses (Armytage Private and CHPW) both organically and by acquisition.

AWAG has completed two Equity Partnership Schemes (EPS) investments in Melican Financial Planning and in Beattie Group. We have established a formal onboarding and deal structuring foundation and will maintain strict controls over our investment process. We have developed a pipeline of potential investments and are currently completing documentation on a further EPS investment which we hope to complete and settle soon.

There are several proposals undergoing due diligence and we are tracking well to reach our target of six to eight EPS investments by June 2025.

The company has also finalised and launched the Succession Fund which will greatly enhance our EPS product as practitioners across the financial services spectrum seek to best handle generational succession and associated financial implications. We are also currently finalising terms with several finance brokerage businesses to act as distribution intermediaries.


As at 31 December 2024, group funds under management and administration was approximately \$2.1 billion, steady over the six months' period and allowing for market volatility.

AWAG also continues to review corporate investment opportunities and recently generated a solid return on the realisation of its substantial shareholding in formerly ASX listed financial services company E&P Financial Group Limited.

AWAG recently announced a shareholding of 18.02% in Sequoia Financial Group Limited (ASX:SEQ). The Board views this strategic holding as an opportunity to further enhance the rationalisation and consolidation of the financial services industry.

AWAG currently holds two strategic non-disclosable shareholdings in ASX-listed financial services companies in anticipation of corporate activity and/or value re-rating. We view these shareholdings as central to industry rationalisation, which is starting to occur.

We would like to take the opportunity to thank all shareholders for their support and staff for their hard work and look forward to an exciting future.



Lee Iafrate
Executive Chairman

Enquiries: Contact Lee at (03) 9674 0600

About AWAG

AWAG is a financial services business which operates in funds and investment management through Armytage Private; and in providing services to wealth management advisors through CHPW Financial. AWAG also intends to participate in the rationalisation of the Australian financial services and wealth management sectors through corporate activism. Its directors are highly experienced financial services professionals who own key stakes in the company.

The Australian Wealth Advisors Group Limited
Appendix 4D
Half-year report

1. Company details

Name of Entity:	The Australian Wealth Advisors Group Limited
ABN:	31 653 634 292
ASX Code:	WAG
Reporting Period	The half-year ended 31 December 2024
Previous Period	The half-year ended 31 December 2023

2. Results for announcement to the market

Revenues from ordinary activities	up	32% to	\$ 6,081,374
Profit before tax from ordinary activities			671,542
Profit after tax from ordinary activities			566,215

Dividends

There were no dividends paid, recommended or declared during the reporting period.

Comments

In the previous corresponding half-year the company incurred a pre-tax loss of \$31,327 and after-tax loss of \$85,850.

3. Net tangible assets

	31 December 2024	30 June 2024
	cents	cents
Net tangible assets per ordinary security	7.7	6.7

4. Control gained over entities

No control acquisitions made in the reporting period. In the previous period, on 31 August 2023, the Group acquired 100% of the share capital of Armytage Private Pty Ltd.

5. Loss of control over entities

Not applicable.

6. Dividends

Reporting Period

There were no dividends paid, recommended or declared during the reporting period.

Previous Period

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

7. Dividend reinvestment plans

Not applicable.

8. Details of associates and joint venture entities

Not applicable.

9. Foreign entities

Details of origin of accounting standards used in compiling the report:

Not applicable.

10. 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 Interim Report.

11. Attachments

Details of attachments (if any):

The Interim Report of The Australian Wealth Advisors Group Limited for the half-year ended 31 December 2024 is attached.

12. Signed

Signed

Date: 24 February 2025



Lee laFrate
Executive Chairman

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The Australian Wealth Advisors Group Limited

ABN 31 653 634 292

Interim Report - 31 December 2024

The Australian Wealth Advisors Group Limited
Directors' report
31 December 2024

The directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'consolidated entity') consisting of The Australian Wealth Advisors Group Limited (referred to hereafter as 'AWAG' or the 'Company' or 'parent entity') and the entities it controlled at the end of, or during, the half-year ended 31 December 2024.

Directors

The following persons were directors of AWAG during the whole of the financial half-year and up to the date of this report:

Lee lafrate
Paul Young
Mark Stephen
Michael Fitzpatrick AO
David Slack

Principal activities

During the financial half-year the principal continuing activities of the consolidated entity consisted of:

- Investment and funds management services
- Provision of services to wealth management advisors

Review of operations

The consolidated entity achieved a total comprehensive profit for the half-year of \$566,215 (previous half-year: \$85,850 loss).

The consolidated entity continued its businesses of (i) providing services to wealth management advisors through its wholly owned subsidiary CHPW Financial Pty Ltd ("CHPW"), and (ii) investment and funds management through its wholly-owned subsidiary Armytage Private Pty Ltd ("Armytage").

Matters subsequent to the end of the financial half-year

No matter or circumstance has arisen since 31 December 2024 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



Lee laFrate
Executive Chairman

24 February 2025



The Australian Wealth Advisors Group Limited

ABN 31 653 634 292

Auditor's Independence Declaration under Section 307C of the Corporations Act 2001 to the Directors of The Australian Wealth Advisors Group Limited

I declare that, to the best of my knowledge and belief, during the half-year ended 31 December 2024, there have been:

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

This declaration is in respect of The Australian Wealth Advisors Group Limited and the entities it controlled during the period.

Andrew Fisher, Partner (auditor registration number 306364) on behalf of
BG Assurance Pty Ltd, Chartered Accountants
Authorised audit company registration number 294178 (ACN 115 749 598)

24 February 2025
Melbourne, Australia

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The Australian Wealth Advisors Group Limited
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31 December 2024

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General information

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

The Australian Wealth Advisors Group Limited is a listed public company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is:

Level 5
30 Collins Street
MELBOURNE VIC 3000

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 24 February 2025. The directors have the power to amend and reissue the financial statements.

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Statement of profit or loss and other comprehensive income

	Note	Consolidated	
		Half-year ended 31 December 2024 \$	Half-year ended 31 December 2023 \$
Revenue	3	6,081,374	4,600,064
Expenses	4		
Direct costs		(4,815,348)	(3,861,494)
General administrative expenses		(443,005)	(265,106)
IPO expenses		-	(276,182)
Employment costs		(151,479)	(201,437)
Other expenses		-	(27,172)
Total expenses		(5,409,832)	(4,631,391)
Profit/(loss) before income tax		671,542	(31,327)
Income tax expense		(105,327)	(54,523)
Profit/(loss) after income tax		566,215	(85,850)
Other comprehensive income for the half-year, net of tax		-	-
Total comprehensive profit/(loss) for the half-year		566,215	(85,850)
		cents	cents
Basic earnings per share	10	0.76	(0.07)
Diluted earnings per share	10	0.76	(0.07)

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

Statement of financial position

	Note	Consolidated	
		As at 31 December 2024 \$	As at 30 June 2024 \$
Assets			
Current assets			
Cash and cash equivalents		5,011,657	5,872,231
Trade and other receivables		283,884	199,653
Other financial assets		-	56,417
Other assets		23,993	219,918
Total current assets		5,319,534	6,348,219
Non-current assets			
Investments	5	952,643	158,360
Property, plant and equipment		654	773
Right-of-use assets		88,011	128,625
Intangibles	6	6,664,792	6,664,792
Deferred tax	14	196,326	168,938
Total non-current assets		7,902,426	7,121,488
Total assets		13,221,960	13,469,707
Liabilities			
Current liabilities			
Trade and other payables		212,572	382,383
Acquisition payables	7	375,000	875,000
Lease liabilities		43,364	147,693
Income tax payable		49,429	67,451
Provisions		99,930	182,902
Total current liabilities		780,295	1,655,429
Non-current liabilities			
Lease liabilities		61,404	-
Total non-current liabilities		61,404	-
Total liabilities		841,699	1,655,429
Net assets		12,380,261	11,814,278
Equity			
Issued capital	8	11,599,078	11,599,078
Retained profits	14	781,183	215,200
Total equity		12,380,261	11,814,278

Note: the comparison figures for 30 June 2024 have been adjusted for a deferred tax asset of \$168,938 not recognised at that time. See Note 14 for further detail.

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

Statement of changes in equity

Reporting Period	Consolidated		
	Issued capital	Retained earnings	Total equity
	\$	\$	\$
Balance at 1 July 2024	11,599,078	46,030 ⁽¹⁾	11,645,108
Prior period adjustment for unrecognised deferred tax asset		168,938	168,938
Profit after income tax expense for the half-year		566,215	566,215
Other comprehensive income for the half-year, net of tax		-	-
<i>Transactions with owners in their capacity as owners:</i>			
Contributions of equity, net of transaction costs	-	-	-
Balance at 31 December 2024	11,599,078	781,183	12,380,261

(1) opening retained earnings adjusted downwards by \$232 due to unrecorded rounding

Prior Period	Consolidated		
	Issued capital	Retained earnings	Total equity
	\$	\$	\$
Balance at 1 July 2023	2,302,707	305,686	2,608,393
Loss after income tax expense for the half-year		(85,850)	(85,850)
Other comprehensive income for the half-year, net of tax		-	-
<i>Transactions with owners in their capacity as owners:</i>			
Contributions of equity, net of transaction costs	4,305,476		4,305,476
Balance at 31 December 2023	6,608,183	219,836	6,828,019

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

Statement of cash flows

	Consolidated	
	Half-year ended 31 December 2024	Half-year ended 31 December 2023
Note	\$	\$
Cash flows from operating activities		
Receipts from customers (inclusive of GST)	6,315,440	5,012,530
Payments to suppliers and employees (inclusive of GST)	(6,190,518)	(4,913,539)
Dividends received	-	1,000
Interest received	70,319	19,629
Other receipts	32,767	3,804
Interest paid	(2,626)	(2,892)
Income taxes paid	(30,000)	(52,588)
Net cash from operating activities	195,382	63,140
Cash flows from investing activities		
Payments for investments	6 (985,000)	(1,812,689)
Cash acquired on purchase of business	-	239,990
Proceeds from disposal of investments	-	1,810,282
Proceeds from disposal of other financial assets	-	51,479
Net cash from/(used in) investing activities	(985,000)	289,062
Cash flows from financing activities		
Share issue transaction costs	-	(69,524)
Repayment of lease liabilities	(70,956)	(19,113)
Net cash used in financing activities	(70,956)	(88,637)
Net increase/(decrease) in cash and cash equivalents	(860,574)	263,565
Cash and cash equivalents at the beginning of the financial half-year	5,872,231	1,827,037
Cash and cash equivalents at the end of the financial half-year	5,011,657	2,090,602

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

Note 1. Material accounting policy information

These general purpose financial statements for the interim half-year reporting period ended 31 December 2024 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 2024 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.

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

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 early adopted.

Revenue Recognition

The consolidated entity recognises revenue as follows:

Revenue from contracts with customers

Revenue is recognised at an amount that reflects the consideration to which the consolidated entity is expected to be entitled in exchange for transferring goods or services to a customer. For each contract with a customer, the consolidated entity: identifies the contract with a customer; identifies the performance obligations in the contract; determines the transaction price which takes into account estimates of variable consideration and the time value of money; allocates the transaction price to the separate performance obligations on the basis of the relative stand-alone selling price of each distinct good or service to be delivered; and recognises revenue when or as each performance obligation is satisfied in a manner that depicts the transfer to the customer of the goods or services promised.

Variable consideration within the transaction price, if any, reflects concessions provided to the customer such as discounts, rebates and refunds, any potential bonuses receivable from the customer and any other contingent events. Such estimates are determined using either the 'expected value' or 'most likely amount' method. The measurement of variable consideration is subject to a constraining principle whereby revenue will only be recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur. The measurement constraint continues until the uncertainty associated with the variable consideration is subsequently resolved. Amounts received that are subject to the constraining principle are recognised as a refund liability.

Management fee revenue

Management fee revenue is derived from investment management agreements whereby a monthly management fee is payable based on the fund value. Management fee revenue is recognised over time as services are rendered.

Advisory fee revenue

Advisory fee revenue is derived from agreements with clients individually whereby a monthly management fee is payable based on the portfolio value or alternatively a fixed fee arrangement. Advisory fee revenue is recognised over time as services are rendered.

Interest income

Interest income is recognised as interest accrues using the effective interest method. This is a method of calculating the amortised cost of a financial asset and allocating the interest income over the relevant period using the effective interest rate, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

Other income

Other revenue is recognised when it is received or when the right to receive payment is established.

Note 2: Operating segments

Identification of reportable operating segments

The consolidated entity is organised into two primary operating segments which include: (i) the investment and funds management segment; and (ii) the wealth management support services segment. These operating segments are based on the internal reports that are reviewed and used by the Board of Directors (who are identified as the Chief Operating Decision Makers ('CODM')) in assessing performance and in determining the allocation of resources. There is no aggregation of operating segments.

The consolidated entity's other segment represents the operating results of investments held by the consolidated entity.

The CODM reviews EBITDA (earnings before interest, tax, depreciation and amortisation) to assess the performance of the segments. This excludes significant items of income and expenditure that are non-operational or non-recurring. The accounting policies adopted for internal reporting to the CODM are consistent with those adopted in the financial statements.

Due to the nature of the business providing financial services to the clients driven by the employees, management does not consider asset and liabilities separation to be an appropriate measure of segments.

The information reported to the CODM is on a monthly basis.

Operating segment information

Consolidated – Half-year ended 31 December 2024

	Investment and Funds Management	Wealth Management and Support Services	Other	Total
	\$	\$	\$	\$
Revenue				
Sales to external customers	723,252	4,954,392	-	5,677,644
Gain on investments			57,590	57,590
Royalties			24,059	24,059
Adjustment re deferred acquisition terms			250,000	250,000
Total segment revenue	723,252	4,954,392	331,649	6,009,293
<i>Unallocated income</i>				
Interest income				72,081
Total revenue				6,081,374
EBITDA	176,221	153,896	312,702	642,819
Depreciation and amortisation expense				(40,732)
Interest revenue				72,081
Interest expense				(2,626)
Profit before income tax expense				671,542
Income tax expense				(105,327)
Profit after income tax expense				566,215

Consolidated – Half-year ended 31 December 2023

	Investment and Funds Management	Wealth Management and Support Services	Other	Total
	\$	\$	\$	\$
Revenue				
Sales to external customers	539,319	4,024,474	-	4,563,793
Gain on investments	-	-	16,588	16,588
Total segment revenue	539,319	4,024,474	16,588	4,580,381
<i>Unallocated income</i>				
Interest income				19,683
Total revenue				4,600,064
EBITDA	138,944	99,739	16,588	255,271
Depreciation and amortisation expense				(27,207)
Interest revenue				19,683
Interest expense				(2,892)
IPO expenses				(276,182)
Loss before income tax expense				(31,327)
Income tax expense				(54,523)
Loss after income tax expense				(85,850)

Note 3: Revenue

	Consolidated	
	Half-year ended 31 December 2024	Half-year ended 31 December 2023
	\$	\$
<i>Revenue from contracts with customers</i>		
Management fee revenue	723,252	539,319
Advisory fee revenue	4,954,392	4,024,474
Total revenue from contracts with customers	5,677,644	4,563,793
<i>Other revenue</i>		
Royalties from EPS investments	24,059	-
Interest revenue	72,081	19,683
Realised gain on investments	16,028	22,288
Unrealised (loss)/gain on investments	41,562	(5,700)
Adjustment re deferred acquisition terms (see note 7)	250,000	-
Total other revenue	403,730	36,271
Revenue	6,081,374	4,600,064

Disaggregation of revenue - contracts with customers

Management and advisory fee revenue is recognised over time and all revenue is derived in Australia.

Note 4: Expenses

	Consolidated	
	Half-year ended 31 December 2024	Half-year ended 31 December 2023
	\$	\$
<i>Profit/Loss before income tax included the following specific expenses</i>		
<i>Depreciation</i>		
Property, plant and equipment	76	131
Right-of-use assets	40,614	27,076
Total depreciation	40,690	27,207
<i>Finance costs</i>		
Interest and finance charges paid/payable on lease liabilities	2,626	2,892
<i>Other</i>		
Initial public offer costs	-	276,182

Note 5: Investments

	Consolidated	
	Half-year ended 31 December 2024	Year ended 30 June 2024
	\$	\$
Balance at beginning of period	158,360	130,086
Investments acquired (at cost)	735,000	3,142,824
Investments divested	-	(3,144,359)
Realised profit/(loss) on disposal	-	29,809
Quoted investments adjusted to market value	59,283	-
Balance at end of period	<u>952,643</u>	<u>158,360</u>

During the reporting period, the company acquired strategic investments (stakes of 20%) in Beattie Group, and Melican Financial Planning and has launched the Succession Fund, outlaying \$735,000 in aggregate.

Total cash outlaid on investments:

	\$
New investments, per above	735,000
Deferred payment made for Armytage acquisition	250,000
Total cash outlaid	<u>985,000</u>

Note 6: Non-current assets - intangibles

	Consolidated	
	Half-year ended 31 December 2024	Year ended 30 June 2024
	\$	\$
Goodwill – at cost	6,664,792	6,664,792

Goodwill arising on the acquisition of a business is not amortised. Instead, goodwill is tested annually for impairment, or more frequently if events or changes in circumstances indicate that it might be impaired and is carried at cost less accumulated impairment losses. As of reporting date management have not identified any indicators of impairment.

Note 7: Current liabilities – acquisition payables

	Consolidated	
	Half-year ended 31 December 2024	Year ended 30 June 2024
	\$	\$
<i>Deferred consideration – Armytage Private Pty Ltd</i>		
Balance at beginning of period	875,000	-
Initial deferred consideration	-	1,750,000
Paid to former owners in period	(250,000)	(875,000)
Adjustment reducing acquisition price	(250,000)	-
Balance at end of period	<u>375,000</u>	<u>875,000</u>

Deferred consideration - Armytage Private Pty Ltd

As part of the acquisition of Armytage Private Pty Ltd in a prior period, an initial amount of \$875,000 and a deferred amount of \$875,000 were agreed to be paid to the vendors. The company and the former shareholders of Armytage subsequently agreed to reduce the original acquisition price by \$250,000. Per AASB3, deferred consideration is considered a financial liability, and any movement in fair value should be recognised through profit or loss. As such, the \$250,000 reduction in liability has been recognised as other income.

Note 8. Equity – issued capital

	As at 31 December 2024	As at 30 June 2024	As at 31 December 2024	As at 30 June 2024
	Shares	Shares	\$	\$
Ordinary shares – fully paid	74,365,000	74,365,000	11,599,078	11,599,078

There were no movements in ordinary share capital in the reporting period.

Ordinary shares

Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the company in proportion to the number of and amounts paid on the shares held. The fully paid ordinary shares have no par value and the company does not have a limited amount of authorised capital.

On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

Note 9. Fair value measurement

The consolidated entity has investments held at fair value of \$217,643 (30 June 2024: \$158,360) that pertain to securities traded in active markets, together with unlisted strategic investments held at cost of \$735,000. The fair value of the consolidated entity's quoted investments is determined based on quoted market prices at the end of the reporting period.

The consolidated entity did not measure any financial assets or financial liabilities at fair value on a non-recurring basis as at 31 December 2024.

Note 10. Earnings per share

	Consolidated	
	Half-year ended 31 December 2024	Half-year ended 31 December 2023
	\$	\$
Profit/(loss) from continuing operations	566,215	(85,850)
<i>Earnings per share</i>	cents	cents
Basic	0.76	(0.07)
Diluted	0.76	(0.07)

Note 11. Related party transactions

Subsidiaries

Interests in subsidiaries are set out in note 12.

Transactions with related parties

During the prior reporting period to 31 December 2023, the consolidated entity entered into an acquisition agreement with the shareholders of Armytage Private Pty Ltd ("Armytage") under which the shareholders of Armytage agreed to sell, and the consolidated entity agreed to purchase, all of the shares in the capital of Armytage. Armytage is a director-related entity of Lee Iafrate. Deferred consideration payments related to the transaction remain payable at the end of the reporting period. Refer to note 7 for details of deferred consideration payments payable at the end of the reporting period and note 13 for details on the business combination that occurred during the prior period.

The company's subsidiary, CHPW, entered into an outsourcing agreement with Vostro Philippines, on 11 September 2023 under which Vostro Philippines provides services to CHPW. Vostro Philippines was founded and is part owned and operated by Sam Adigrati, a founder of and a former director of CHPW.

CHPW has engaged Vostro Private Wealth Pty. Ltd. ("Vostro Private Wealth"), a wealth management practice owned and operated by Sam Adigrati, a founder of and a former director of CHPW, to provide staff on an hourly basis to provide wealth management, administration and support services. For these services, Vostro Private Wealth bills CHPW on an hourly basis.

Note 12. Interests in subsidiaries

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiaries.

	Principal place of business / country of incorporation	Ownership interest	
		Half-year ended 31 December 2024	Year ended 30 June 2024
		%	%
Armytage Private Pty Ltd	Australia	100	100
CHPW Financial Pty Ltd	Australia	100	100

Note 13. Business combination – in prior period

Note: there were no business combinations in the reporting period.

Prior period: On 31 August 2023 the Group acquired 100% of the ordinary shares of Armytage Private Pty Ltd ('Armytage') for the total consideration transferred of \$6,125,000. Armytage is a boutique investment and funds management and represents the investment and funds management division of the consolidated entity. Armytage was acquired to increase the consolidated entity's market share and service offering within the financial services sector in Australia. The acquisition goodwill of \$5,722,887 reflects Armytage's strong market position and profitability in trading. The acquired business contributed revenues of \$542,092 and profit after tax of \$86,815 to the consolidated entity for the period from 1 September 2023 to 31 December 2023. If the acquisition occurred on 1 July 2023, the half-year contributions would have been revenues of \$804,451 and profit after tax of \$148,803. Goodwill will not be deductible for tax purposes.

Details of the acquisition are as follows:

	Fair value \$
Cash and cash equivalents	239,990
Trade and other receivables	195,274
Other financial assets	56,352
Other assets	79,100
Income tax receivable	56,204
Property, plant and equipment	1,102
Right-of-use assets	196,315
Deferred tax asset	43,748
Trade and other payables	(96,110)
Lease liabilities	(208,543)
Provisions	(161,319)
Net assets acquired	402,113
Goodwill	5,722,887
Acquisition-date fair value of the total consideration transferred	<u>6,125,000</u>
Representing:	
Cash paid or payable to vendors	1,750,000
AWAG shares issued to vendors	4,375,000
	<u>6,125,000</u>
Acquisition-date fair value of the total consideration transferred	6,125,000
Add: cash and cash equivalents	239,990
Less: deferred consideration	(1,750,000)
Less: shares issued by company as part of consideration	(4,375,000)
Net cash acquired	<u>239,990</u>

Provisional basis

The fair value of assets and liabilities acquired were recorded on a provisional basis at the end of the prior period. The consolidated entity retrospectively adjusted the provisional amounts recognised and assessed any requirement to recognise additional assets and liabilities during the measurement period, based on new information obtained about the facts and circumstances that existed at the date of acquisition. A \$250,000 reduction in the amount payable to vendors was agreed.

Note 14. Retrospective restatement

In the prior period, a deferred tax asset of \$173,077 and a related reduction to that tax asset of \$4,139 were not recognised in the accounts. The aggregate effect on the retained earnings was an understatement of retained earnings of \$168,938.

	Previously stated	Adjustment	Restated
	\$	\$	\$
Deferred tax asset	-	173,077	
Deferred tax asset	-	(4,139)	168,938
Retained earnings	46,262	168,938	215,200

Note 15. Events after the reporting period

No other matter or circumstance has arisen since 31 December 2024 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.

For personal use only

The Australian Wealth Advisors Group Limited
Directors' declaration
31 December 2024

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 2024 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



Lee lafrate
Executive Chairman

24 February 2025

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The Australian Wealth Advisors Group Limited

ABN 31 653 634 292

Independent Audit Report to the members of The Australian Wealth Advisors Group Limited

Report on the Half-Year Financial Report

Conclusion

We have reviewed the half-year financial report of The Australian Wealth Advisors Group Ltd, which comprises the statement of financial position as at 31 December 2024, statement of comprehensive income, statement of changes in equity and statement of cash flows for the half-year ended on that date, a material accounting policies and other explanatory information, 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 accompanying half-year financial report of The Australian Wealth Advisors Group Ltd does not comply with the *Corporations Act 2001* including:

- a) giving a true and fair view of the company's financial position as at 31 December 2024 and of its performance for the year ended on that date; and
- (b) complying with 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 Company 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.

We confirm that the independence declaration required by the *Corporations Act 2001* which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's review report.

Responsibilities 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 Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the 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 Responsibility 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 Company's financial position as at 31 December 2024 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*.

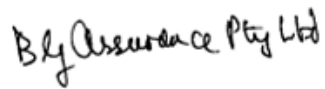


The Australian Wealth Advisors Group Limited

ABN 31 653 634 292

Independent Audit Report to the members of The Australian Wealth Advisors Group Limited

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.



BG Assurance Pty Ltd, Chartered Accountants
Authorised audit company number 294178 (115 749 598)



Andrew Fisher FCA, Partner
Registration number 306364

Melbourne, Australia
24 February 2025

