

ACN 168 751 746

16 September 2025

Investment Update - CloudHolter

As outlined in our quarterly updates, a key focus for the Company in recent years has been our Growth Services engagement with CloudHolter Pty Ltd (CloudHolter), while concurrently developing a broader portfolio of future growth opportunities.

The Company is pleased to provide the following update in relation to CloudHolter following the issue by CloudHolter last week of its Annual Report for the year ended 30 June 2025 which is included in this update.

CloudHolter is a fast-growing cardiac MedTech company that has opened a new market opportunity for our software platform in the healthcare sector. CloudHolter provides GPs with an innovative, in-practice cardiac testing service to diagnose heart rhythm issues and is developing an AI-powered ECG analysis solution with potential global application.

As set out in the Company's Annual Financial Report, to date the Company has invested \$24.85 million to obtain a 49.9% shareholding in CloudHolter.

Over the last 6 months CloudHolter has successfully raised approximately \$4.75 via the issue of convertible debt to unrelated sophisticated investors based on a pre money valuation of \$100 million which brings the total amount of convertible note funding raised by CloudHolter to approximately \$14m. CloudHolter's latest capital raising provides an externally validated implied market value of the Company's investment in CloudHolter of \$49.9 million.

Importantly, all of the Convertible Notes on issue in CloudHolter will convert to shares in CloudHolter in the event that CloudHolter completes either a trade sale or an initial public offering (IPO) on or before 31 December 2025 and in the event that neither of those events occur CloudHolter can elect to convert the Convertible Notes to CloudHolter shares on or before 30 June 2026.

The Convertible Note structure used by CloudHolter offers investors an attractive yield, downside protection and uncapped upside while providing CloudHolter with flexibility and control as it executes its corporate strategy with a view to a prospective trade sale or IPO.

We have strong confidence in CloudHolter's growing revenue and capacity to raise capital to fund its growth strategy, which includes Growth Services fees payable to the Company. In this regard the Company is pleased to confirm that it continues to provide significant Growth Services to CloudHolter.

We are excited about the prospects of CloudHolter and our other growth initiatives including the integration of strategic investments made in prior periods and beta testing of new merchant and member services that represent substantial future growth opportunities for the Company.

This announcement has been approved for release to ASX by the Board of Directors.

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CloudHolter Pty Ltd

ABN 34 644 642 053

Annual Report - 30 June 2025

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CloudHolter Pty Ltd
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CloudHolter Pty Ltd
Director's report
30 June 2025

The sole director presents his report, together with the financial statements, on CloudHolter Pty Ltd "the Company" for the year ended 30 June 2025.

Director

The following person was sole director of the Company during the whole of the financial year and up to the date of this report, unless otherwise stated:

Hemal Rukshen Weerasooriya - Director

Principal activities

The Company is seeking to develop an AI powered software solution that will deliver higher quality ECG analysis in a manner that is faster, more accurate and less expensive than the current, heavily manual practice. If successful, the CloudHolter software will have broad, global application across a range of use cases to enhance patient care and health outcomes by helping to prevent stroke, death, and disability.

To support the development of its software solution, the Company provides a Holter testing service, that uses a combination of cutting-edge technology, to a network of local General Practitioners ("GP"). The GP's refer patients for Holter testing, generating ECG recordings that are analysed and labelled by clinical specialists and diagnostic reports are provided to the referring GPs.

The principal activity of the Company during the year was the provision of the Holter testing service that allows GPs to electronically request and receive a specialist opinion from a cardiologist, resulting in a high-quality diagnostic service that is convenient, fast and cost effective for GP practices and patients.

Dividends

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

Review of operations

The loss for the Company after providing for income tax amounted to \$39,730,650 (Restated 30 June 2024: \$14,732,743).

Significant changes in the state of affairs

There were no significant changes in the state of affairs of the Company during the financial year.

Matters subsequent to the end of the financial year

Subsequent to 30 June 2025, the Company has continued to raise funds under the same Convertible Note terms, raising \$4,390,000 with further open interest expected to complete.

No other matter or circumstance has arisen since 30 June 2025 that has significantly affected, or may significantly affect the Company's operations, the results of those operations, or the Company's state of affairs in future financial years.

Likely developments and expected results of operations

Information on likely developments in the operations of the Company and the expected results of operations have not been included in this report because the sole director believes it would be likely to result in unreasonable prejudice to the Company.

Environmental regulation

The Company is not subject to any significant environmental regulation under Australian Commonwealth or State law.

Indemnity and insurance of officers

The Company has indemnified the sole director and executives of the Company for costs incurred, in their capacity as a director or executive, for which they may be held personally liable, except where there is a lack of good faith.

During the financial year, the Company paid a premium in respect of a contract to insure the sole director and executives of the Company. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium.

Indemnity and insurance of auditor

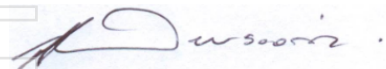
The Company has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the Company or any related entity against a liability incurred by the auditor.

During the financial year, the Company has not paid a premium in respect of a contract to insure the auditor of the Company or any related entity.

CloudHolter Pty Ltd
Director's report
30 June 2025

Proceedings on behalf of the Company

No person has applied to the Court for leave to bring proceedings on behalf of the Company, or to intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the Company for all or part of those proceedings.



Hemal Rukshen Weerasooriya
Director

8 September 2025

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**AUDITOR'S INDEPENDENCE DECLARATION
TO THE DIRECTORS OF CLOUDHOLTER PTY LTD**

I declare to the best of my knowledge and belief in relation to the audit of the financial report of Cloudholter Pty Ltd for the year ended 30 June 2025, there have been:

- No contraventions of the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* in relation to the audit.

Pitcher Partners BA&A PTY LTD

PITCHER PARTNERS BA&A PTY LTD



MICHAEL LIPRINO
Executive Director
Perth, 8 September 2025

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CloudHolter Pty Ltd
Statement of profit or loss and other comprehensive income
For the year ended 30 June 2025

	Note	30 June 2025 \$	30 June 2024 Restated \$
Revenue	5	5,458,409	3,129,997
Other income	6	45	1,850,213
Expenses			
Clinic network expenses	8	(15,294,720)	(14,519,253)
Professional and consulting expenses		(6,937,204)	(3,653,410)
Employee benefits expense	7	(382,356)	(328,688)
Corporate and administration expenses		(736,003)	(377,608)
Finance costs		(1,562,032)	(833,994)
Fair value change in the derivative liability	13	(20,276,788)	-
Loss before income tax expense		(39,730,649)	(14,732,743)
Income tax expense	9	-	-
Loss after income tax expense for the year attributable to the owners of CloudHolter Pty Ltd		(39,730,649)	(14,732,743)
Other comprehensive income for the year, net of tax		-	-
Total comprehensive income for the year attributable to the owners of CloudHolter Pty Ltd		<u>(39,730,649)</u>	<u>(14,732,743)</u>

* See note 4 for details regarding the restatement as a result of an error.

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

CloudHolter Pty Ltd
Statement of financial position
As at 30 June 2025

	Note	30 June 2025 \$	30 June 2024 Restated \$
Assets			
Current assets			
Cash and cash equivalents	10	1,122,398	363,436
Trade and other receivables	11	4,631,772	4,466,828
Prepayments		1,544	1,544
Total current assets		<u>5,755,714</u>	<u>4,831,808</u>
Non-current assets			
Property, plant and equipment		11,345	-
Total non-current assets		<u>11,345</u>	<u>-</u>
Total assets		<u>5,767,059</u>	<u>4,831,808</u>
Liabilities			
Current liabilities			
Trade and other payables		543,909	493,486
Borrowings	12	4,708,431	3,884,035
Convertible notes	13	29,480,608	-
Total current liabilities		<u>34,732,948</u>	<u>4,377,521</u>
Non-current liabilities			
Borrowings	12	3,487,690	2,497,428
Convertible notes	13	-	2,592,987
Total non-current liabilities		<u>3,487,690</u>	<u>5,090,415</u>
Total liabilities		<u>38,220,638</u>	<u>9,467,936</u>
Net liabilities		<u>(32,453,579)</u>	<u>(4,636,128)</u>
Equity			
Issued capital	14	31,704,923	20,004,923
Reserves	15	401,672	188,473
Accumulated losses		(64,560,174)	(24,829,524)
Total equity		<u>(32,453,579)</u>	<u>(4,636,128)</u>

* See note 4 for details regarding the restatement as a result of an error.

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

CloudHolter Pty Ltd
Statement of changes in equity
For the year ended 30 June 2025

	Issued capital	Equity reserve \$	Accumulated losses \$	Total equity \$
Balance at 1 July 2023	8,294,923	-	(10,096,781)	(1,801,858)
Loss after income tax expense for the year (restated)	-	-	(14,732,743)	(14,732,743)
Other comprehensive income for the year, net of tax	-	-	-	-
Total comprehensive income for the year (restated)	-	-	(14,732,743)	(14,732,743)
Recognition of conversion option on the convertible notes	-	188,473	-	188,473
<i>Transactions with owners in their capacity as owners:</i>				
Contributions of equity (note 14)	11,710,000	-	-	11,710,000
Balance at 30 June 2024 (restated)	<u>20,004,923</u>	<u>188,473</u>	<u>(24,829,524)</u>	<u>(4,636,128)</u>

	Issued capital	Equity reserve \$	Accumulated losses \$	Total equity \$
Balance as at 30 June 2024 originally presented	-	-	(23,004,614)	(2,999,691)
Correction of error	-	188,473	(1,824,910)	(1,636,437)
Restated Balance at 1 July 2024	<u>20,004,923</u>	<u>188,473</u>	<u>(24,829,524)</u>	<u>(4,636,128)</u>
Loss after income tax expense for the year	-	-	(39,730,650)	(39,730,650)
Other comprehensive income for the year, net of tax	-	-	-	-
Total comprehensive income for the year	-	-	(39,730,650)	(39,730,650)
<i>Transactions with owners in their capacity as owners:</i>				
Contributions of equity (note 14)	11,700,000	-	-	11,700,000
Recognition of conversion option on the convertible notes	-	213,199	-	213,199
Balance at 30 June 2025	<u>31,704,923</u>	<u>401,672</u>	<u>(64,560,174)</u>	<u>(32,453,579)</u>

* See note 4 for details regarding the restatement as a result of an error.

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

CloudHolter Pty Ltd
Statement of cash flows
For the year ended 30 June 2025

	Note	30 June 2025 \$	30 June 2024 \$
Cash flows from operating activities			
Receipts from customers (inclusive of GST)		5,355,325	2,904,791
Payments to suppliers and employees (inclusive of GST)		<u>(17,185,995)</u>	<u>(15,089,472)</u>
		(11,830,670)	(12,184,681)
Interest and other finance costs paid		<u>(295,649)</u>	<u>(101,013)</u>
Net cash used in operating activities		<u>(12,126,319)</u>	<u>(12,285,694)</u>
Cash flows from investing activities			
Payments for property, plant and equipment		<u>(11,345)</u>	-
Net cash used in investing activities		<u>(11,345)</u>	-
Cash flows from financing activities			
Proceeds from issue of shares	14	7,115,000	9,400,000
Proceeds from borrowings		-	1,147,250
Proceed from issue of convertible notes	13	6,415,500	2,750,000
Repayment of borrowings		<u>(633,874)</u>	<u>(659,286)</u>
Net cash from financing activities		<u>12,896,626</u>	<u>12,637,964</u>
Net increase in cash and cash equivalents		758,962	352,270
Cash and cash equivalents at the beginning of the financial year		<u>363,436</u>	<u>11,166</u>
Cash and cash equivalents at the end of the financial year	10	<u><u>1,122,398</u></u>	<u><u>363,436</u></u>

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

CloudHolter Pty Ltd
Notes to the financial statements
30 June 2025

1. General information

The financial statements cover CloudHolter Pty Ltd ("the Company") as an individual entity. The financial statements are presented in Australian dollars, which is CloudHolter Pty Ltd's functional and presentation currency.

CloudHolter Pty Ltd is a company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is:

Suite 421, Hollywood Consulting Centre,
Entrance 5, 91 Monash Ave, Nedlands,
Western Australia, 6009

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

The financial statements were authorised for issue, in accordance with a resolution of the sole director, on 5 September 2025. The sole director has the power to amend and reissue the financial statements.

2. Material accounting policy information

The accounting policies that are material to the Company are set out below. The accounting policies adopted are consistent with those of the previous financial year, unless otherwise stated.

New or amended Accounting Standards and Interpretations adopted

The Company 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.

The following Accounting Standards and Interpretations are most relevant to the Company:

Material accounting policy information

The Australian Accounting Standards Board has released guidance on what is considered to be material accounting policy information. Such material accounting policy information relates to the following:

- A material change in accounting policy;
- A choice of accounting policy permitted by Australian Accounting Standards;
- An accounting policy developed in the absence of an accounting standard that specifically applies; or
- Transactions, other events or conditions which are complex and the accounting policy information is required in order for the users of financial statements to understand them.

Consequently, the quantum of accounting policy information disclosed in these financial statements has been reduced from the previous financial reporting year.

Basis of preparation

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards - Simplified Disclosures, and Interpretations issued by the Australian Accounting Standards Board ('AASB'), as appropriate for for-profit oriented entities. These financial statements also comply with disclosure requirements of AASB 1060 *General Purpose Financial Statements - Simplified Disclosures for For-Profit and Not-for-Profit Tier 2 Entities*.

Historical cost convention

The financial statements have been prepared under the historical cost convention.

Critical accounting estimates

The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in Note 3.

2. Material accounting policy information (continued)

Going Concern

The ability to continue as a going concern is dependent upon a number of factors, one being the continuation and availability of funds. The financial statements have been prepared on the basis that the Company is a going concern, which contemplates the continuity of its business, realisation of assets and the settlement of liabilities in the normal course of business.

The Company has incurred a net loss after tax of \$39,730,650 (30 June 2024: \$14,732,743) and operating cash outflows of \$12,126,319 for the period ended 30 June 2025 (30 June 2024: \$12,285,694). The Company's equity deficiency was \$32,453,579 (30 June 2024: \$4,636,128) and liabilities were \$38,220,638 as at 30 June 2025 (30 June 2024: \$9,467,936).

These factors indicate a material uncertainty which may cast significant doubt as to whether the Company will continue as a going concern and therefore whether it will realise its assets and extinguish its liabilities in the normal course of business and at the amounts stated in the financial statements.

In determining that the going concern assumption is appropriate, the Directors have had regard to:

- Forecast revenue from the existing network of partner GP practices continuing in keeping with historical performance and growing in the future in keeping with management assumptions;
- Forecast revenue from new partner GP practices in keeping with management assumptions and growing in the future in keeping with management assumptions;
- Forecast revenue from new services in keeping with management assumptions and growing in the future in keeping with management assumptions;
- Ongoing management of the underlying cost base (primarily through employee costs, improved technology efficiencies and other operating cost reductions) such that they are in keeping with management assumptions;
- Forecast receipt of research and development tax incentive rebate (R&D) in keeping with historical levels of cost apportionment and management assumptions;
- Access to R&D financing on quarterly draw down on similar terms provided to the Company previously;
- Potential access to loans which Director may elect to provide on terms yet to be negotiated and agreed; and
- Potential to raise capital via issue of Convertible Notes or equity, or completion of the Initial Public Offering as described below.

As outlined in note 12 the Company has received financial support from its director (\$2,987,600 owing), confirming not to call on amounts due and owing to them for at least 12 months from the date of signing of the financial statements. This is in keeping with the long term growth strategy, providing further cash to support operations.

During the year ended 30 June 2025, the Company has raised \$6,410,000 via the issue of Convertible Notes and has continued to raise funds under the same Convertible Note terms subsequently raising \$4,390,000 with further ongoing and incomplete discussions with potential investors. The Company notes that all amounts owing for convertible notes, and the associated financial liability totalling \$29,234,593 (Note 13) are based on accounting standard treatment of the convertible notes and does not reflect the face value of the convertible note debt of \$9,165,500 plus accrued interest as at 30 June 2025. As per the terms associated with the convertible notes, the amount owing inclusive of accrued interest will compulsory convert to issued capital upon completion of either a trade sale or Initial Public Offering ("IPO"), or the election of the Company in the event an IPO or trade sale does not occur (Note 13).

The Company is engaged in ongoing discussions with potential investors and anticipates raising further capital via an IPO in coming months, having entered into a lead manager mandate engagement to raise up to \$30m via an IPO, at a target valuation greater than \$120m, including provisions for a minimum subscription, acceptance of oversubscriptions to a maximum value, and sale of shares by existing shareholders.

With regards to the Company's borrowings, \$4,708,431 is owing in relation Research and Development ("R&D") tax incentive financing received. The Company continues to work through the progress of its claim with the Australian Taxation Office ("ATO") in conjunction with assistance provided by an external R&D tax specialists. The Company is of the view that the claim remains valid and anticipates to receive such funds within the next 3 months. Upon receipt, the amount owing for R&D tax incentive financing will be repaid in full. Alternatively the Company will look to apply proceeds from the IPO to settle the obligation until such time as the matter before the ATO is resolved in full.

The Company also expects to be eligible to receive R&D rebates for FY24 and FY25 for which claims have not yet been prepared or submitted given the ongoing review of the FY23 claim.

2. Material accounting policy information (continued)

The director therefore believes that the company will be able to continue as a going concern and that it is appropriate to adopt the going concern basis of accounting in the preparation of this financial report.

Should the Company not be able to continue as a going concern it may be required to realise its assets and discharge its liabilities other than in the ordinary course of business, and at amounts that differ from those stated in the financial statements. The financial report does not include any adjustments relating to the recoverability or classification of recorded asset amounts, nor the amounts or classification of liabilities that might be necessary should the Company not be able to continue as a going concern.

Revenue recognition

The Company recognises revenue as follows:

Revenue from contracts with customers

Revenue is recognised either at a point in time or over time when (or as) the Company satisfies performance obligations by transferring the promised goods or services to its customers. All revenue is stated net of the amount of Goods and Services Tax (GST).

Rendering of services

Revenue from Diagnostic services is recognised in the accounting period in which the services are rendered. Revenue is recognised at point in time on the actual service provided.

Other income

Other revenue

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

R&D Tax incentive rebate

R&D tax offset income is income recognised when there is reasonable assurance that it will be received. It is recognised in the statement of profit or loss and other comprehensive income in the same period that the related costs are recognised as expenses and relates to refundable amounts on approved expenses.

Borrowings and convertible notes

Loans and borrowings are initially recognised at the fair value of the consideration received, net of transaction costs. They are subsequently measured at amortised cost using the effective interest method.

The face value of the convertible notes is deemed to be the value of the conversion right (the derivative liability) and residual debt liability component. The debt liability component of the convertible notes is amortised at each reporting period using the effective interest method. The derivative liability component is revalued at each reporting date over the life of the convertible notes.

Property, plant and equipment

Plant and equipment is stated at historical cost less accumulated depreciation and impairment. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Depreciation is calculated on a straight-line basis to write off the net cost of each item of property, plant and equipment (excluding land) over their expected useful lives as follows:

Motor Vehicle	5-10 years
Plant and equipment	3-7 years

The residual values, useful lives and depreciation methods are reviewed, and adjusted if appropriate, at each reporting date.

An item of property, plant and equipment is derecognised upon disposal or when there is no future economic benefit to the Company. Gains and losses between the carrying amount and the disposal proceeds are taken to profit or loss.

2. Material accounting policy information (continued)

Impairment of non-financial assets

Non-financial assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount.

Recoverable amount is the higher of an asset's fair value less costs of disposal and value-in-use. The value-in-use is the present value of the estimated future cash flows relating to the asset using a pre-tax discount rate specific to the asset or cash-generating unit to which the asset belongs. Assets that do not have independent cash flows are grouped together to form a cash-generating unit.

Fair value measurement

When an asset or liability, financial or non-financial, is measured at fair value for recognition or disclosure purposes, the fair value is based on the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date; and assumes that the transaction will take place either: in the principal market; or in the absence of a principal market, in the most advantageous market.

Fair value is measured using the assumptions that market participants would use when pricing the asset or liability, assuming they act in their economic best interests. For non-financial assets, the fair value measurement is based on its highest and best use. Valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, are used, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Issued capital

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

Goods and Services Tax ('GST') and other similar taxes

Revenues, expenses and assets are recognised net of the amount of associated GST, unless the GST incurred is not recoverable from the tax authority. In this case it is recognised as part of the cost of the acquisition of the asset or as part of the expense.

Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, the tax authority is included in other receivables or other payables in the statement of financial position.

Cash flows are presented on a gross basis. The GST components of cash flows arising from investing or financing activities which are recoverable from, or payable to the tax authority, are presented as operating cash flows.

Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the tax authority.

3. Critical accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities (refer to the respective notes) within the next financial year are discussed below.

Recovery of deferred tax assets

Deferred tax assets are recognised for deductible temporary differences only if the Company considers it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

3. Critical accounting judgements, estimates and assumptions (continued)

Financial Liabilities

In accordance with accounting standards the Company recognises its financial liabilities initially at fair value and thereafter at amortised cost. This requires an assumption to be made with respect to timing of the settlement of such liabilities in some cases as well as the discount rates used in the measurement of such financial liabilities. Assumptions around the timing of certain events have been made at balance date, which management believes are a reasonable basis upon which to estimate the future liability. These estimates are reviewed regularly to consider any material changes to the assumptions, including the Company's credit risk, which may give rise to material changes in balances from period to period. Accordingly, this is a matter of significant judgement and estimate.

4. Restatement of comparatives

Correction of error

During the year, the Company discovered that professional and consulting expenses of \$1,811,250, revenue of \$17,800, interest expense for \$31,460 for the year ended 30 June 2024, and the value of the conversion option of \$188,473 on the convertible notes in equity reserve as at 30 June 2024 were erroneously not recorded in the financial statements. As a consequence, the loss of the year ended 2024 was understated \$1,824,910 with corresponding understatements of assets and liabilities as at 30 June 2024. The error with respect to professional and consulting expenses occurred due to a system calculation error which was resolved during FY25. The revenue was associated with delayed invoicing and the value of the conversion option was not considered material at the time. The errors have been corrected by restating each of the affected financial statement line items for the prior year. The following tables summarise the impact on the Company's financial statements.

Statement of financial position

	As previously reported	Adjustment	As restated
Assets			
Cash and cash equivalents	363,436	-	363,436
Trade and other receivables	4,267,903	198,925	4,466,828
Prepayments	1,544	-	1,544
Total Assets	<u>4,632,883</u>	<u>198,925</u>	<u>4,831,808</u>
Liabilities			
Trade and other payables	493,486	-	493,486
Borrowings- current	3,884,035	-	3,884,035
Borrowings- non current	505,053	1,992,375	2,497,428
Convertible notes	2,750,000	(157,013)	2,592,987
Total liabilities	<u>7,632,574</u>	<u>1,835,362</u>	<u>9,467,936</u>
Net Liabilities	<u>(2,999,691)</u>	<u>(1,636,437)</u>	<u>(4,636,128)</u>
Equity			
Issued capital	20,004,923	-	20,004,923
Accumulated losses	(23,004,614)	(1,824,910)	(24,829,524)
Equity Reserve	-	188,473	188,473
Total Equity	<u>(2,999,691)</u>	<u>(1,636,437)</u>	<u>(4,636,128)</u>

4. Restatement of comparatives (continued)

Statement of profit or loss and other comprehensive income

	As previously reported	Adjustment	As restated
Revenue	3,112,197	17,800	3,129,997
Other income	1,850,213	-	1,850,213
Clinic network expenses	(14,519,253)	-	(14,519,253)
Professional and consulting expenses	(1,842,160)	(1,811,250)	(3,653,410)
Employee benefits expense	(328,688)	-	(328,688)
Corporate and administration expenses	(377,608)	-	(377,608)
Finance costs	(802,534)	(31,460)	(833,994)
	<u>(12,907,833)</u>	<u>(1,824,910)</u>	<u>(14,732,743)</u>
Total comprehensive income for the year	<u>(12,907,833)</u>	<u>(1,824,910)</u>	<u>(14,732,743)</u>

Statement of financial position at the beginning of the earliest comparative period

When there is a restatement of comparatives, it is mandatory to provide a third statement of financial position at the beginning of the earliest comparative period, being 1 July 2023. However, as there were no adjustments made as at 1 July 2023, the Company has elected not to show the 1 July 2023 statement of financial position.

5. Revenue

	30 June 2025 \$	30 June 2024 restated \$
Diagnostic services fees	5,446,633	3,122,735
Sale of consumables	19,225	7,262
Revenue	<u>5,465,858</u>	<u>3,129,997</u>

Disaggregation of revenue

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

	30 June 2025 \$	30 June 2024 restated \$
<i>Major product lines</i>		
Diagnostic services	5,446,633	3,122,735
Consumables	19,225	7,262
	<u>5,465,858</u>	<u>3,129,997</u>

Geographical regions

Australia	<u>5,465,858</u>	<u>3,129,997</u>
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Timing of revenue recognition

Goods transferred at a point in time	<u>5,465,858</u>	<u>3,129,997</u>
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6. Other income

	30 June 2025	30 June 2024
	\$	\$
R&D tax incentive rebate *	-	1,849,534
Interest income	45	130
Net foreign exchange gain	-	549
	<u>45</u>	<u>1,850,213</u>
Other income	<u>45</u>	<u>1,850,213</u>

* The Research and Development Tax Incentive programme provides tax offsets for expenditure on eligible R&D activities. Under the programme, the Company, having expected aggregated annual turnover of under \$20 million, is entitled to a refundable R&D credit of 43.5% (2023: 43.5%) on the eligible R&D expenditure incurred on eligible R&D activities. One of the conditions the Company must meet is ensuring more than 50% of total R&D activity costs will be incurred in Australia. The refundable R&D tax offset is accounted for under AASB 120 Accounting for Government Grants and Disclosure of Government Assistance.

During the 30 June 2025 year end, the Company continued to progress through the progress of its claim with the Australian Taxation Office ("ATO") in conjunction with assistance provided by an external R&D tax specialists.

The Company is of the view that the claim remains valid and anticipates to receive such funds within the next 3 months. However given the substantial delay in the timing since the submission to the ATO, and receipt of the claim, the Company has determined that the recognition criteria for R&D tax incentive rebate income is no longer met, thus has ceased to recognise R&D tax incentive income rebates for the year ended 30 June 2025.

7. Employee benefits expense

	30 June 2025	30 June 2024
	\$	\$
Salaries and wages	343,986	296,268
Superannuation expenses	38,370	32,420
	<u>382,356</u>	<u>328,688</u>

8. Clinic network expenses

	30 June 2025	30 June 2024
	\$	\$
Research and development expenses	12,787,407	13,450,267
Equipment and other consumables	1,357,108	400,039
Clinical rebates	609,639	377,177
Software and hosting costs	540,566	291,770
	<u>15,294,720</u>	<u>14,519,253</u>

CloudHolter Pty Ltd
Notes to the financial statements
30 June 2025

9. Income tax expense

	30 June 2025	30 June 2024
	\$	*Restated \$
<i>Numerical reconciliation of income tax expense and tax at the statutory rate</i>		
Loss before income tax expense	(39,505,404)	(14,732,743)
Tax at the statutory tax rate of 25%	(9,876,351)	(3,683,186)
Add:		
Non-deductible (income)/expenses	5,069,197	(462,383)
	(4,807,154)	(4,145,569)
Tax effect of Current year tax losses not recognised	4,807,154	4,145,569
Income tax expense	<u>-</u>	<u>-</u>
	30 June 2025	30 June 2024
	\$	\$
<i>Cumulative tax losses</i>		
Opening balance	16,582,276	-
Tax loss not recognised for the year	19,228,616	16,582,276
Closing balance	<u>35,810,892</u>	<u>16,582,276</u>

CloudHolter Pty Ltd
Notes to the financial statements
30 June 2025

10. Cash and cash equivalents

	30 June 2025	30 June 2024
	\$	\$
<i>Current assets</i>		
Cash at bank	1,122,398	363,436

11. Trade and other receivables

	30 June 2025	30 June 2024
	\$	restated \$
<i>Current assets</i>		
Trade receivables	41,003	179,202
Receivables from Medicare	289,529	206,945
R&D tax incentive receivable	3,884,034	3,884,034
GST receivable	417,206	196,647
	<u>4,631,772</u>	<u>4,466,828</u>

12. Borrowings

	30 June 2025	30 June 2024
	\$	restated \$
<i>Current liabilities</i>		
R&D tax incentive financing **	4,708,431	3,884,035
<i>Non-current liabilities</i>		
Loan from Director *	2,987,690	1,997,428
Loan - Medical equipment ***	500,000	500,000
	<u>3,487,690</u>	<u>2,497,428</u>
	<u>8,196,121</u>	<u>6,381,463</u>

* Loan from Director is interest free, unsecured and repayable on demand.

** R&D tax incentive financing of \$4,708,431 carried interest rate of 15% p.a. and were secured by the R&D tax incentive refund of the Company. The financing is settled on upon R&D tax incentives from received from ATO.

*** In FY2022, the Company entered into a line of credit with Credabl Pty Limited of \$500,000 for the purpose of financing the purchase of medical equipment which was fully drawn as of prior year ended 30 June 2023. The loan is for a term of 60 months from the initial drawdown date with monthly interest only repayments at variable interest rate of 3.79%. The loan is secured by:

- (i) General Security Agreement over the whole of the assets and undertakings of the Company in favour of the Lender;
- (ii) General Security Agreement over the whole of the assets and undertakings of Michelle Angelina Shirley Weerasooriya in her own right and as trustee for The RMW Family Trust in favour of the Lender;
- (iii) Guarantee and Indemnity by Hemal Rukshen Weerasooriya;
- (iv) Guarantee and Indemnity by Michelle Angelina Shirley Weerasooriya; and
- (v) Guarantee and Indemnity by Michelle Angelina Shirley Weerasooriya in her own right and as trustee for The RMW Family Trust.

12. Borrowings (continued)

Movement in borrowings:

	R&D tax incentive financing AUD	Loan from Director *Restated AUD	Loan - Medical equipment AUD	Total borrowings AUD
Balance as at 1 July 2023	2,034,500	1,464,890	500,000	3,999,390
Increase in borrowing from consulting services fee payable	-	3,522,211	-	3,522,211
Repayment of borrowings in cash	-	(659,285)	-	(659,285)
Conversion of borrowings to share capital	-	(2,310,000)	-	(2,310,000)
Adjustment against other receivables	-	(20,388)	-	(20,388)
increase in R&D tax incentive financing	1,148,014	-	-	1,148,014
Interest on R&D tax incentive financing*	701,521	-	-	701,521
Closing balance 30 June 2024	<u>3,884,035</u>	<u>1,997,428</u>	<u>500,000</u>	<u>6,381,463</u>
	R&D tax incentive financing AUD	Loan from Director AUD	Loan - Medical equipment AUD	Total borrowings AUD
Balance as at 1 July 2024	3,884,035	1,997,428	500,000	6,381,463
Increase in borrowing from consulting services fee payable	-	6,209,136	-	6,209,136
Net repayment of borrowings in cash	-	(633,874)	-	(633,874)
Conversion of borrowings to share capital	-	(4,585,000)	-	(4,585,000)
increase in R&D tax incentive financing	977,618	-	-	977,618
Repayment of borrowings	(153,222)	-	-	(153,222)
Closing balance 30 June 2025	<u>4,708,431</u>	<u>2,987,690</u>	<u>500,000</u>	<u>8,196,121</u>

13. Convertible notes

	30 June 2025	30 June 2024
	\$	\$
<i>Current liabilities</i>		
Convertible notes - host debt liability at amortised cost	9,203,820	-
Embedded derivative - convertible note facility	20,276,788	-
	<u>29,480,608</u>	<u>-</u>
<i>Non-current liabilities</i>		
Convertible notes - host debt liability at amortised cost	-	2,592,987
	<u>29,480,608</u>	<u>2,592,987</u>

During the year, the Company has raised \$6.41 million via the issue of Convertible Notes with participation from investors. The key terms and conditions of the first tranche of Convertible Notes, raising \$5,220,000, are as follows:

- If the Company completes either a trade sale or an initial public offering (IPO) on or before 31 December 2025 the Convertible Notes will convert to shares in CloudHolter at a conversion price per share of the lower of \$35,000,000 divided by the number of ordinary shares on issue prior to conversion or a 20% discount to the IPO share issue price or the trade sale share sale price.
- In the event that an IPO or trade sale is not completed by 31 December 2025 the Company can elect to convert the Convertible Notes to shares on or before 30 June 2026 at a conversion price per share of \$35,000,000 divided by the number of ordinary shares on issue prior to conversion.
- In the event that the Convertible Notes are not converted on or before 30 June 2026 the Company is required to redeem the Convertible Notes together with all capitalised interest on 30 June 2026.
- The Convertible Notes are subject to an interest rate of 10% payable or capitalised monthly at the election of the Convertible Note holders.
- The Convertible Notes are unsecured.

The key terms and conditions of the second tranche of Convertible Notes, raising \$1,190,000, are as follows

- If the Company completes either a trade sale or an initial public offering (IPO) on or before 31 December 2025 the Convertible Notes will convert to shares in CloudHolter at a conversion price per share of the lower of \$100,000,000 divided by the number of ordinary shares on issue prior to conversion or a 20% discount to the IPO share issue price or the trade sale share sale price.
- In the event that an IPO or trade sale is not completed by 31 December 2025 the Company can elect to convert the Convertible Notes to shares on or before 30 June 2026 at a conversion price per share of \$100,000,000 divided by the number of ordinary shares on issue prior to conversion.
- In the event that the Convertible Notes are not converted on or before 30 June 2026 the Company is required to redeem the Convertible Notes together with all capitalised interest on 30 June 2026.
- The Convertible Notes are subject to an interest rate of 10% payable or capitalised monthly at the election of the Convertible Note holders.
- The Convertible Notes are unsecured.

The Company has assessed that the fair value of the Convertible Note liability be initially valued at fair value using a discount rate of 14%, being the expected interest rate the Company would have obtained for such borrowings at the time without a conversion feature. The resulting difference was a residual value of \$401,672 (30 June 2024: \$188,473), recorded as an equity reserve at 30 June 2025.

The Convertible Note liability is measured at amortised cost at each subsequent reporting date.

The Convertibles Note were deemed to also contain an embedded derivative financial liability representing the option to convert the Convertible Notes into equity shares in accordance with the Conversion Price. As of 30 June 2025, it was determined that Conversion was likely, given the Company is in the process of preparing for an IPO prior to the Liquidity Deadline. Accordingly, the fair value of the embedded derivative liability was determined as \$ 20,276,788 (30 June 2024: \$nil) after taking into account the Conversion Price of each individual Convertible Note. The change in the fair value was recognised in the statement of profit or loss and other comprehensive income.

CloudHolter Pty Ltd
Notes to the financial statements
30 June 2025

14. Issued capital

	30 June 2025	30 June 2024	30 June 2025	30 June 2024
	Shares	Shares	\$	\$
Ordinary shares - fully paid	37,050	31,062	31,704,923	20,004,923

Movements in ordinary share capital

Details		Shares	Issue price	\$
Balance on 30 June 2023	1 July 2023	23,275		8,294,923
Shares issued to convert Directors' loan to equity		1,536	\$1,503.79	2,310,000
Shares issued to Rewardle Pty Ltd		6,251	\$1,503.79	9,400,000
Balance on 30 June 2024		31,062		20,004,923
Shares issued to convert Directors' loan to equity		3,016	\$1,520.23	4,585,000
Shares issued to Rewardle Pty Ltd		2,972	\$2,394.01	7,115,000
Balance 30 June 2025		37,050		31,704,923

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.

15. Reserves

	30 June 2025	30 June 2024
	\$	* Restated \$
Equity reserve- convertible notes	401,672	188,473

The equity reserve recognised the fair value of the conversion feature included within the convertible notes issued by the Company. Refer to Note 13 for further details.

16. Dividends

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

17. Contingent assets

There are no contingent asset as at 30 June 2025 (30 June 2024: nil).

18. Contingent liabilities

There are no contingent liabilities as at 30 June 2025 (30 June 2024: nil).

19. Related party transactions

Key management personnel

There was no remuneration paid to the sole director of the Company for the years ended 30 June 2025 and 30 June 2024.

Transactions with related parties

The following transactions occurred with related parties:

	30 June 2025	30 June 2024
	\$	* Restated \$
Payment for other expenses:		
Consulting fees paid to other related party ¹ (restated)	(6,123,830)	(3,653,410)
Consulting fees paid to Rewardle Limited for clinic network expense services provided ²	(12,787,407)	(13,450,267)
Issue of equity:		
Equity issued to Rewardle Pty Limited ²	7,115,000	9,400,000

¹ This relates to payment for clinical & professional services to Heart Rhythm Clinic which is associated to the Company's Director, Hemal Rukshen Weerasooriya. Consulting fees paid were made on normal commercial terms and conditions and at market rates.

² This relates to software licensing and professional service fees paid to Rewardle Pty Ltd. As at 30 June 2024 and 30 June 2025 Rewardle Holdings Limited owned 49.9% of the issued shares in the Company and Rewardle Pty Ltd is a fully owned subsidiary of Rewardle Holdings Limited. The Executive Chairman of Rewardle Holdings Limited, Ruwan Weerasooriya, is a sibling of CloudHolter's Director, Hemal Rukshen Weerasooriya. Fees paid were made on normal commercial terms and conditions and at market rates.

Receivable from and payable to related parties

There were no trade receivables from or trade payables to related parties at the current and previous reporting date.

Loans to/from related parties

The following balances are outstanding at the reporting date in relation to loans with related parties:

	30 June 2025	30 June 2024
	\$	* Restated \$
Current borrowings:		
Loan from Director *	2,987,690	1,997,428

* Interest free, unsecured and repayable on demand.

20. Remuneration of auditors

During the financial year the following fees were paid or payable for services provided by , the auditor of the Company:

	30 June 2025	30 June 2024
	\$	\$
<i>Audit and assurance services – Pitcher Partners BA&A Pty Ltd</i>		
Audit of the financial report	25,000	24,000

21. Events after the reporting period

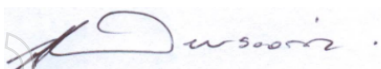
Subsequent to 30 June 2025, the Company has continued to raise funds under the same Convertible Note terms, raising \$4,390,000 with ongoing, incomplete discussions with potential investors expected to complete in the future.

No other matter or circumstance has arisen since 30 June 2025 that has significantly affected, or may significantly affect the Company's operations, the results of those operations, or the Company's state of affairs in future financial years.

CloudHolter Pty Ltd
Director's declaration
30 June 2025

In the sole director's opinion:

- the attached financial statements and notes comply with the Accounting Standards and other mandatory professional reporting requirements as described in note 2 to the financial statements;
- the attached financial statements and notes give a true and fair view of the Company's financial position as at 30 June 2025 and of its performance for the financial year ended on that date; and
- Subject to matters discussed in note 2 to the financial statements, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.



Hemal Rukshen Weerasooriya
Director

8 September 2025

**INDEPENDENT AUDITOR'S REPORT
TO THE DIRECTOR OF
CLOUDHOLTER PTY LTD****Report on the Audit of the Financial Report***Opinion*

We have audited the financial report of Cloudholter Pty Ltd ("the Company"), which comprises the statement of financial position as at 30 June 2025, the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements including material accounting policy information, and the director's declaration.

In our opinion, the accompanying financial report gives a true and fair view of the financial position of the Company as at 30 June 2025, and of its financial performance and its cash flows for the year then ended in accordance with Australian Accounting Standards – Simplified Disclosures.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the company in accordance with 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 financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 2 in the financial report for the year ended 30 June 2025 which indicates that the Company incurred a net loss after tax of \$39,730,650 (30 June 2024: \$14,732,743) and operating cash outflows of \$12,126,319 for the period ended 30 June 2025 (30 June 2024: \$12,285,694). The Company's equity deficiency was \$32,453,579 (30 June 2024: \$4,636,128) and liabilities were \$38,220,638 as at 30 June 2025 (30 June 2024: \$9,467,936).

These conditions, along with other matters as set forth in Note 2 indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Other Information

The director is responsible for the other information. The other information comprises the information included in the Company's annual report for the year ended 30 June 2025, but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.

**INDEPENDENT AUDITOR'S REPORT
TO THE DIRECTOR OF
CLOUDHOLTER PTY LTD**

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and the Director for the Financial Report

Management is responsible for the preparation and fair presentation of the financial report in accordance with Australian Accounting Standards – Simplified Disclosures, and for such internal control as management determines is necessary to enable the preparation of the financial report that is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the management is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

CLLOUDHOLTER PTY LTD
ABN 34 644 642 053

INDEPENDENT AUDITOR'S REPORT
TO THE DIRECTOR OF
CLLOUDHOLTER PTY LTD

- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the Director regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Pitcher Partners BA&A PTY LTD

PITCHER PARTNERS BA&A PTY LTD



MICHAEL LIPRINO
Executive Director
Perth, 8 September 2025

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