

HY26 Financial Report – Continued Revenue Expansion, Strengthened Balance Sheet, and Accounting Refinement

Stakk Limited (ASX:SKK) today lodges its Half-Year Financial Report for the six months ended 31 December 2025, reflecting continued expansion of recurring revenue, a materially strengthened balance sheet and a technical accounting refinement relating to the Radical-DBX (R-DBX) acquisition completed on 28 December 2024.

During calendar year 2025, Stakk generated \$3.56 million in booked revenue, reflecting a Compounded Quarterly Growth Rate (CQGR) of 222%. Revenue momentum has been driven by enterprise deployment across Tier-1 U.S. clients and increasing platform usage across onboarding, payment, and transaction processing workflows.

As at 31 December 2025, Stakk achieved a headline Annual Recurring Revenue (ARR) run-rate of \$8.53 million. Of this amount, approximately \$7.72 million is actively being billed, with a further \$0.81 million relating to signed customer contracts expected to commence billing from June 2026. Building on this momentum, the Company has articulated a clear objective to achieve a \$15.0 million ARR run-rate by 30 June 2026. This target is supported by conversion of signed-but-not-live contracts, continued enterprise pipeline execution and high-margin product upsell initiatives, including deployment of Stakk's newly unveiled document-capture liveness detection capability.

Management considers ARR its primary operating metric, as it reflects the annualised value of recurring revenue under contract at a point in time and provides clear visibility over forward revenue expectations.

The Company's balance sheet strengthened materially during the period. Current assets as at 31 December 2025 were \$16,825,192, compared to \$1,540,647 at 30 June 2025, representing an increase of approximately 963%. Cash and cash equivalents totalled \$15,090,537 at period end. Total liabilities decreased to \$2,454,468 from \$4,238,924 at 30 June 2025, a reduction of approximately 42%. Net assets increased to \$26,651,650 compared to \$9,589,434 at 30 June 2025, an increase of approximately 178%. The Company maintains modest leverage relative to its asset base and continues to invest prudently in technology development and growth initiatives.

Stakk's operating fundamentals continue to strengthen. The Company has expanded its contracted recurring revenue base, increased enterprise penetration across Tier-1 clients including Robinhood, T-Mobile, Chime and SoFi, and demonstrated increasing SaaS operating leverage via its AI and ML powered capabilities. Management remains focused on disciplined execution and scaling ARR toward sustained profitability. The Company remains on track toward profitability in CY26.

These results have been achieved against a backdrop of negative investor sentiment toward global technology equities. Notwithstanding broader market conditions, Stakk continues to scale contracted revenue, deepen enterprise relationships and strengthen its financial position.

During the finalisation of the Half-Year Financial Report for the six months ended 31 December 2025, the Company reassessed the classification of contingent consideration arising from the R-DBX acquisition completed on 28 December 2024. Under the Share Purchase Agreement, performance-based shares are issued by Stakk IQ, previously R-DBX (the subsidiary) upon achievement of specified revenue milestones. The instrument had previously been classified as a financial liability and measured through profit or loss.

Following further review under AASB 3 (Business Combinations), AASB 132 (Financial Instruments: Presentation), AASB 137 (Provisions, Contingent Liabilities and Contingent Assets) and AASB 108 (Accounting Policies, Changes in Accounting Estimates and Errors), the Company and its Auditors determined that the contingent consideration satisfies equity classification under AASB 132. As such, subsequent fair value remeasurement was not appropriate.

Accordingly, the fair value remeasurement gain of \$2.4 million previously recognised in the half-year ended 31 December 2024 has been reversed and comparative figures for that period have been retrospectively restated in accordance with AASB 108. This adjustment has no impact on cash or operations and does not affect the current reporting period other than through corrected opening equity balances. The refinement removes accounting volatility and aligns financial reporting with the legal and economic substance of the transaction. The Company intends to provide further commentary on these results and a broader business update early next week.

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Stakk Limited
Appendix 4D
Half-year report

1. Company details

Name of entity:	Stakk Limited
ABN:	41 108 042 593
Reporting period:	For the half-year ended 31 December 2025
Previous period:	For the half-year ended 31 December 2024

2. Results for announcement to the market

			\$
Revenues from ordinary activities	up	7,925% to	2,412,882
Loss from ordinary activities after tax attributable to the owners of Stakk Limited	up	92% to	(2,773,034)
Loss for the half-year attributable to the owners of Stakk Limited	up	92% to	(2,773,034)

Dividends

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

Comments

The loss for the consolidated entity after providing for income tax amounted to \$2,773,034 (31 December 2024 loss: \$1,457,567). With extraordinary items added back (i.e. share based payments, finance costs and depreciation) the Company was approaching a breakeven position, with an Adjusted EBITDA loss of \$365,110.

3. Net tangible assets

	Reporting period Cents	Previous period Cents
Net tangible assets per ordinary security	<u>(0.64)</u>	<u>(0.07)</u>

4. Control gained over entities

Not applicable.

5. Loss of control over entities

Not applicable.

6. Dividends

Current period

There were no dividends paid, recommended or declared during the current financial 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 Stakk Limited for the half-year ended 31 December 2025 is attached.

12. Signed

Signed _____



Andy Taylor
Executive Director

Date: 27 February 2026

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HY26 Financials

27 February 2026

Stakk Limited ABN 41 108 042 593

Stakk Limited
Corporate directory
31 December 2025

Directors	Andrew Taylor (Executive Director) Nikhil Ghanekar (Executive Director, Chairman and CFO) Michelle Tang (Non-Executive Director) Arthur Lo (Non-Executive Director) Kasey Kaplan (Non-Executive Director)
Company secretary	Derek Hall
Registered office	5 Lime Street, Suite 431, Sydney, NSW 2000
Principal place of business	5 Lime Street, Suite 431, Sydney, NSW 2000
Share register	Automatic Share Registry Level 5, 126 Phillip Street Surry Hills NSW 2000 Ph: +61 2 9698 5414
Auditor	Hall Chadwick (NSW) Level 40, 2 Park Street Sydney, NSW 2000
Solicitors	Steinepreis Paganin Level 14, QV1 Building 250 St Georges Terrace Perth WA 6000
Stock exchange listing	Stakk Limited shares are listed on the Australian Securities Exchange (ASX code: SKK)
Website	https://stakk.tech
Corporate Governance Statement	https://stakk.tech/investor-hub

Stakk Limited
Directors' report
31 December 2025

The Directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'Group' or 'consolidated entity') consisting of Stakk Limited (referred to hereafter as the 'Company' or 'parent entity') and the entities it controlled at the end of, or during, the half-year ended 31 December 2025.

Directors

The following persons were Directors of Stakk Limited during the whole of the financial half-year and up to the date of this report, unless otherwise stated:

Andrew Taylor	Executive Director
Nikhil Ghanekar	Executive Director, Chair and CFO – appointed 5 March 2025
Arthur Lo	Non-Executive Director
Michelle Tang	Non-Executive Director – appointed 5 March 2025
Kasey Kaplan	Non-Executive Director – appointed 25 September 2025
Bert Mondello	Non-Executive Director – resigned 6 February 2026

Principal activities

The principal activity of the Group during the period was development and delivery of Stakk IQ™, a modular, API-first Embedded Finance platform that provides the essential infrastructure every modern financial application requires.

Review of operations

The loss for the consolidated entity after providing for income tax amounted to \$2,773,034 (31 December 2024: \$1,457,567).

Matters subsequent to the end of the financial half-year

On 6 February 2026, the Company issued 26,231,417 shares in payment for advisory services which would otherwise have been settled with a cash payment. Apart from this, no matter or circumstance has arisen since 31 December 2025 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



Andy Taylor
Executive Director

27 February 2026

STAKK LIMITED
ABN 41 108 042 593

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

In accordance with section 307C of the *Corporations Act 2001*, I am pleased to provide the following declaration of independence to the directors of Stakk Limited.

As lead audit partner for the review of the half-year financial report of Stakk Limited for the half-year ended 31 December 2025, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

- i. the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the review; and
- ii. any applicable code of professional conduct in relation to the review.

Hall Chadwick (NSW)
HALL CHADWICK (NSW)
Level 40, 2 Park Street
Sydney NSW 2000



Anthony Travers
Partner

Dated: 27 February 2026

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Stakk Limited
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General information

The financial statements cover Stakk Limited as a consolidated entity consisting of Stakk 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 Stakk Limited's functional and presentation currency.

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

5 Lime Street, Suite 431, Sydney, NSW 2000

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 27 February 2026. The Directors have the power to amend and reissue the financial statements.

Stakk Limited
Consolidated statement of profit or loss and other comprehensive income
For the half-year ended 31 December 2025

	Note	Consolidated 31 December 2025 \$	31 December 2024 \$
Revenue	3	2,412,882	30,066
Other income	4	1,223	5,818
Expenses			
Administrative and operating activities		(2,809,747)	(282,732)
Direct and other operational costs		(1,373,976)	(136,016)
Research and development costs		(353,455)	(187,729)
Share based payments expense	20	(262,905)	(314,846)
Finance costs		(197,109)	(62,811)
Employee benefits expense		(95,252)	(462,463)
Advertising and marketing		(87,910)	(40,069)
Depreciation and amortisation expense	9	(6,785)	(6,785)
Loss before income tax expense		(2,773,034)	(1,457,567)
Income tax expense		-	-
Loss after income tax expense for the half-year attributable to the owners of Stakk Limited		(2,773,034)	(1,457,567)
Other comprehensive income/(loss)			
<i>Items that may be reclassified subsequently to profit or loss</i>			
Foreign currency translation		(19,710)	669
Other comprehensive income/(loss) for the half-year, net of tax		(19,710)	669
Total comprehensive loss for the half-year attributable to the owners of Stakk Limited		<u>(2,792,744)</u>	<u>(1,456,898)</u>
		Cents	Cents
Basic earnings per share	19	(0.12)	(0.13)
Diluted earnings per share	19	(0.12)	(0.13)

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

Stakk Limited
Consolidated statement of financial position
As at 31 December 2025

		Consolidated	
	Note	31 December 2025	30 June 2025* (restated)
		\$	\$
Assets			
Current assets			
Cash and cash equivalents	5	15,090,537	374,585
Trade and other receivables	6	1,647,236	1,078,643
Other assets		87,419	87,419
Total current assets		<u>16,825,192</u>	<u>1,540,647</u>
Non-current assets			
Intangibles	9	12,280,926	12,287,711
Total non-current assets		<u>12,280,926</u>	<u>12,287,711</u>
Total assets		<u>29,106,118</u>	<u>13,828,358</u>
Liabilities			
Current liabilities			
Trade and other payables	10	1,731,590	2,868,572
Employee benefits	12	304,599	505,435
Other liabilities	13	7,106	453,744
Total current liabilities		<u>2,043,295</u>	<u>3,827,751</u>
Non-current liabilities			
Contingent consideration	7	-	-
Deferred tax liabilities		411,173	411,173
Total non-current liabilities		<u>411,173</u>	<u>411,173</u>
Total liabilities		<u>2,454,468</u>	<u>4,238,924</u>
Net assets		<u>26,651,650</u>	<u>9,589,434</u>
Equity			
Issued capital	14	59,672,090	40,080,035
Reserve	15	9,094,464	8,851,269
Accumulated losses	16	<u>(42,114,904)</u>	<u>(39,341,870)</u>
Total equity		<u>26,651,650</u>	<u>9,589,434</u>

*See note 21 for details on the restatement.

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

Stakk Limited
Consolidated statement of changes in equity
For the half-year ended 31 December 2025

Consolidated	Issued capital \$	Reserves \$	Accumulated Losses \$	Total equity \$
Balance at 1 July 2024	33,318,843	2,694,469	(36,699,074)	(685,762)
Loss after income tax expense for the half-year	-	-	(1,457,567)	(1,457,567)
Other comprehensive income for the half-year, net of tax		669	-	669
Total comprehensive income for the half-year	-	669	(1,457,567)	(1,456,898)
<i>Transactions with owners in their capacity as owners:</i>				
Share-based payments	-	314,846	-	314,846
Issue of shares to vendors of R-DBX	6,249,766	6,299,766	-	12,549,532
Issue of shares for services rendered	234,835	-	-	234,835
Issue of shares to directors in lieu of fees	223,100	-	-	223,100
Issue of shares in lieu of accrued salaries	68,800	-	-	68,800
Balance at 31 December 2024	40,095,344	9,309,750	(38,156,641)	11,248,453

Consolidated	Issued capital \$	Reserves (restated) \$	Accumulated Losses (restated) \$	Total equity (restated) \$
Balance at 1 July 2025	40,080,035	8,851,269	(39,341,870)	9,589,434
Loss after income tax expense for the half-year	-	-	(2,773,034)	(2,773,034)
Other comprehensive loss for the half-year, net of tax		(19,710)	-	(19,710)
Total comprehensive loss for the half-year	-	(19,710)	(2,773,034)	(2,792,744)
<i>Transactions with owners in their capacity as owners:</i>				
Contributions of equity, net of transaction costs	13,928,168	-	-	13,928,168
Share-based payments (Note 20)	-	262,905	-	262,905
Options exercised	1,134,415	-	-	1,134,415
Issue of shares for services rendered (Note 20)	1,941,125	-	-	1,941,125
Issue of shares in lieu of payment of loans (Note 20)	2,296,002	-	-	2,296,002
Issue of shares to director in lieu of fees (Note 20)	175,000	-	-	175,000
Issue of shares to director in lieu of loan payment (Note 20)	117,345	-	-	117,345
Balance at 31 December 2025	59,672,090	9,094,464	(42,114,904)	(26,651,650)

*See note 21 for details on the restatement.

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

Stakk Limited
Consolidated statement of cash flows
For the half-year ended 31 December 2025

	Consolidated	
Note	31 December 2025	31 December 2024
	\$	\$
Cash flows from operating activities		
Receipts from customers (inclusive of GST)	2,315,687	27,727
Payments to suppliers and employees (inclusive of GST)	(4,245,235)	(636,889)
	<u>(1,929,548)</u>	<u>(609,162)</u>
Interest received	1,223	5,818
Government grant received	-	1,002,385
Interest and other finance costs paid	(37,328)	-
Income taxes paid	-	-
	<u>(1,965,653)</u>	<u>399,041</u>
Cash flows from investing activities		
Cash loaned to a related party	(100,000)	-
Cash from acquisition of subsidiary	-	6,460
	<u>(100,000)</u>	<u>6,460</u>
Cash flows from financing activities		
Proceeds from issuance of shares	18,365,476	-
Share issue transaction costs	(977,451)	-
Proceeds from borrowings	350,000	-
Repayment of borrowings	(796,639)	(35,645)
Financing costs	(159,781)	(60,875)
	<u>16,781,605</u>	<u>(96,520)</u>
Net cash from (used in) financing activities		
Net increase in cash and cash equivalents	14,715,952	308,981
Cash and cash equivalents at the beginning of the financial half-year	374,585	158,133
Effects of exchange rate changes on cash and cash equivalents	-	(1,025)
	<u>15,090,537</u>	<u>466,089</u>
Cash and cash equivalents at the end of the financial half-year		

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

Stakk Limited
Notes to the consolidated financial statements
31 December 2025

Note 1. Material accounting policy information

These general-purpose financial statements for the interim half-year reporting period ended 31 December 2025 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 2025 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 principal 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. The adoption of these Accounting Standards and Interpretations did not have any significant impact on the financial performance or position of the consolidated entity during the financial half-year ended 31 December 2025 and are not expected to have a significant impact for the full financial year ending 30 June 2026.

Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

Going concern

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

As disclosed in the financial statements, the consolidated entity incurred a net loss after tax of \$2,773,034 (31 December 2024: \$1,457,567) and had net cash outflow from operating activities during the half-year ended 31 December 2025 of \$1,965,653 (31 December 2024: net cash inflow of \$399,041). As of that date, the consolidated entity had net working capital of \$14,781,897 (30 June 2025: \$4,330,158) as well as accumulated losses of \$42,114,904 (30 June 2025: \$36,341,870). These factors indicate a material uncertainty which may cast significant doubt as to whether it will realise its assets and extinguish its liabilities in the normal course of business and at the amounts stated in the financial report.

The Directors believe that it is reasonably foreseeable that the consolidated entity will continue as a going concern and it is appropriate to prepare the financial statements on a going concern basis. In determining this position, the Directors have considered the following factors:

- As at 31 December 2025, the Group held cash and cash equivalents of \$15,090,537, which management believes are sufficient to meet its current operational requirements and short-term obligations.
- A significant portion of current liabilities relates to contingent consideration arising from the acquisition of Stakk IQ, Inc. (formerly Radical DBX, Inc.). This contingent consideration will not be settled in cash but is equity-settled through the issuance of up to 900,000,000 ordinary shares upon satisfaction of specified revenue milestones. The Group has the capacity to issue these shares and thereby manage its short-term funding requirements without drawing on existing cash resources. Refer to Note 7 for further details of the acquisition and contingent consideration.
- An established track record of being able to raise equity when required; and
- A research and development claim to lodge for the current financial year which would result in a refund.

The consolidated entity is constantly assessing its ongoing cash requirements. The consolidated entity maintains an internal cash flow management process which is based on detailed revenue and expense projections. Should these assumptions not be achieved, the consolidated entity has the ability to raise capital or debt.

Accordingly, the Directors believe that the consolidated entity will be able to continue as a going concern and that it is appropriate to adopt the going concern basis in the preparation of the financial statements.

The financial statements do not include any adjustments relating to the amounts or classification of recorded assets or liabilities that might be necessary if the consolidated entity does not continue as a going concern.

Note 2. Segment reporting

An operating segment is a component of an entity that engages in business activities from which it may earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the same entity), whose operating results are regularly reviewed by the entity's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance and for which discrete financial information is available. This includes start-up operations which are yet to earn revenues. Management will also consider other factors in determining operating segments such as the existence of a line manager and the level of segment information presented to the board of directors. During the period, the Company only operated in one segment and that was the development of an Embedded Finance platform.

Note 3. Revenue

	Consolidated	
	31 December 2025	31 December 2024
	\$	\$
Rendering of services	<u>2,412,882</u>	<u>30,066</u>

Disaggregation of revenue

The disaggregation of revenue from rendering of services is as follows:

	Consolidated	
	31 December 2025	31 December 2024
	\$	\$
<i>Geographical regions</i>		
North America	2,410,846	-
Australia	2,036	30,066
Rendering of services	<u>2,412,882</u>	<u>30,066</u>

	Consolidated	
	31 December 2025	31 December 2024
	\$	\$
<i>Timing of revenue recognition</i>		
Transferred at a point in time	2,395,441	30,066
Transferred over time	17,441	-
Rendering of services	<u>2,412,882</u>	<u>30,066</u>

Accounting policy for revenue recognition

Rendering of services

Transaction processing fees are recognised upon the completion of the transfer of funds. This is when the consolidated entity meets their performance obligation under the contract to facilitate the payment.

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.

Stakk Limited
Notes to the consolidated financial statements
31 December 2025

Note 4: Other income

	Consolidated	
	31 December 2025	31 December 2024
	\$	\$
Interest income	1,223	5,818
Other income	1,223	5,818
	<u>1,223</u>	<u>5,818</u>

Note 5. Current assets - cash and cash equivalents

	Consolidated	
	31 December 2025	30 June 2025
	\$	\$
Cash at bank	15,090,537	374,585
	<u>15,090,537</u>	<u>374,585</u>

Note 6. Current assets - trade and other receivables

	Consolidated	
	31 December 2025	30 June 2025
	\$	\$
Trade receivables	757,002	320,255
Government grant R&D receivable	744,339	744,339
Other receivables	145,895	14,049
	<u>1,647,236</u>	<u>1,078,643</u>

Government grants

Government grants are recognised at fair value where there is reasonable assurance the grant will be received and all grant conditions will be met. Grants relating to expense items are recognised as income over the periods necessary to match the grant to the costs they are compensating. Except for amount received under the R&D tax incentive program, grants relating to assets are credited to deferred income at fair value and are credited to income over the expected useful life of the asset on a straight-line basis.

Stakk Limited
Notes to the consolidated financial statements
31 December 2025

Note 7. Business combination

On 27 September 2024, Stakk Limited entered into a Share Sale Agreement (the 'Agreement') to acquire 100% of the ordinary shares of Stakk IQ, Inc., previously known as Radical DBX, Inc. (R-DBX) through the issuance of 892,823,759 ordinary shares at the price of \$0.007 per share, giving a total upfront consideration of \$6,249,766. In addition, the Company has agreed to issue up to 900,000,000 shares subject to achievement of revenue milestones over a 3-year period, this contingent consideration is fair valued at \$6,300,000. The settlement date of the acquisition was 28 December 2024.

During the period ended 31 December 2025, the measurement period adjustments permitted by AASB 3 have now been finalised and no additional adjustments were recognized. Details of the finalised fair values of the net assets and purchase consideration are as follows:

	\$
Cash and cash equivalents	6,460
Trade and other receivables	44,889
Software	256,856
Customer list	1,818,687
Trade and other payables	(498,145)
Net assets acquired	<u>1,628,747</u>

Representing:

Stakk Limited shares issued to vendor as purchase consideration	6,249,766
Stakk Limited provisional contingent consideration reserve to vendor as purchase consideration	<u>6,300,000</u>
	12,549,766
Foreign currency translation adjustment	650,002
Goodwill	<u>10,271,017</u>

Stakk IQ, Inc. operates an embedded finance platform powering some of the leading fintechs, banks and credit unions in the USA.

The goodwill of \$10,271,017 arising on acquisition relates predominantly to the specialised know-how of the workforce and fintech-as-a-service development that do not meet the recognition criteria for an intangible asset at the date of acquisition. Goodwill will not be deductible for tax purposes.

Accounting policy for business combination

The acquisition method of accounting is used to account for business combinations regardless of whether equity instruments or other assets are acquired.

The consideration transferred is the sum of the acquisition-date fair values of the assets transferred, equity instruments issued or liabilities incurred by the acquirer to former owners of the acquiree. All acquisition costs are expensed as incurred to profit or loss.

On the acquisition of a business, the consolidated entity assesses the financial assets acquired and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic conditions, the consolidated entity's operating or accounting policies and other pertinent conditions in existence at the acquisition-date.

The difference between the acquisition-date fair value of assets acquired, liabilities assumed and the fair value of the consideration transferred is recognised as goodwill. If the consideration transferred is less than the fair value of the identifiable net assets acquired, being a bargain purchase to the acquirer, the difference is recognised as a gain directly in profit or loss by the acquirer on the acquisition-date, but only after a reassessment of the identification and measurement of the net assets acquired.

Note 7. Business combination (continued)

Business combinations are initially accounted for on a provisional basis. The acquirer retrospectively adjusts the provisional amounts recognised and also recognises additional assets or liabilities during the measurement period, based on new information obtained about the facts and circumstances that existed at the acquisition date. The measurement period ends on either the earlier of (i) 12 months from the date of the acquisition or (ii) when the acquirer receives all the information possible to determine fair value.

Note 8. Non-current assets - plant and equipment

Accounting policy for 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:

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 consolidated entity. Gains and losses between the carrying amount and the disposal proceeds are taken to profit or loss. Any revaluation surplus reserve relating to the item disposed of is transferred directly to retained profits.

The Group's plant and equipment have been fully depreciated and are no longer in use as of the reporting date. As a result, these assets have been derecognized from the financial statements.

Stakk Limited
Notes to the consolidated financial statements
31 December 2025

Note 9. Non-current assets - intangibles

	Consolidated	
	31 December 2025	30 June 2025 (restated)
	\$	\$
Goodwill - at cost	10,271,017	10,271,017
Patents and trademarks - at cost	4,449	4,449
Software - at cost	327,656	327,656
Less: Accumulated amortisation	(49,202)	(42,416)
	<u>278,455</u>	<u>285,240</u>
Funds under management / client list / brand name – at cost	1,818,687	1,818,687
Less: Accumulated amortisation	(91,682)	(91,682)
	<u>1,727,005</u>	<u>1,727,005</u>
	<u>12,280,926</u>	<u>12,287,711</u>

Reconciliations

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

Consolidated	Goodwill \$	Patents and trademarks \$	Software \$	Funds under management / client list / brand name \$	Total \$
Balance at 1 July 2025	10,271,017	4,449	285,240	1,727,005	12,287,711
Amortisation expense	-	-	(6,785)	-	(6,785)
Balance at 31 December 2025	<u>10,271,017</u>	<u>4,449</u>	<u>278,455</u>	<u>1,727,005</u>	<u>12,280,926</u>

Accounting policy for intangible assets

Intangible assets acquired as part of a business combination, other than goodwill, are initially measured at their fair value at the date of the acquisition. Intangible assets acquired separately are initially recognised at cost. Indefinite life intangible assets are not amortised and are subsequently measured at cost less any impairment. Finite life intangible assets are subsequently measured at cost less amortisation and any impairment. The gains or losses recognised in profit or loss arising from the derecognition of intangible assets are measured as the difference between net disposal proceeds and the carrying amount of the intangible asset. The method and useful lives of finite life intangible assets are reviewed annually. Changes in the expected pattern of consumption or useful life are accounted for prospectively by changing the amortisation method or period.

Stakk Limited
Notes to the consolidated financial statements
31 December 2025

Note 9. Non-current assets – intangibles (continued)

Impairment of non-financial assets

Goodwill and other intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other 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.

Goodwill

Goodwill arises on the acquisition of a business. Goodwill 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. Impairment losses on goodwill are taken to profit or loss and are not subsequently reversed.

Patents and trademarks

Significant costs associated with patents and trademarks are deferred and amortised on a straight-line basis over the period of their expected benefit, being their finite life of 10 years.

Software

Software acquired through business combinations were recognised at fair value. Software is amortised on a straight-line basis over the period of their expected benefit, being their finite life of 5 years.

Note 10. Current liabilities - trade and other payables

	Consolidated	
	31 December	30 June
	2025	2025
	\$	\$
Trade payables	1,337,821	2,345,760
Accrued expenses	79,000	135,000
Other payables	314,769	387,812
	<u>1,731,590</u>	<u>2,868,572</u>

Accounting policy for trade and other payables

These amounts represent liabilities for goods and services provided to the consolidated entity prior to the end of the financial year and which are unpaid. Due to their short-term nature they are measured at amortised cost and are not discounted. The amounts are unsecured and are usually paid within 30 days of recognition.

Stakk Limited
Notes to the consolidated financial statements
31 December 2025

Note 11. Current liabilities - contract liabilities

Accounting policy for contract liabilities

Contract liabilities represent the consolidated entity's obligation to transfer goods or services to a customer and are recognised when a customer pays consideration, or when the consolidated entity recognises a receivable to reflect its unconditional right to consideration (whichever is earlier) before the consolidated entity has transferred the goods or services to the customer. The Group had no contract liabilities as at 31 December 2025 and 30 June 2025.

Note 12. Current liabilities - employee benefits

	Consolidated	
	31 December 2025	30 June 2025
	\$	\$
Employee benefit liabilities	304,599	505,435
	304,599	505,435

Accounting policy for short-term employee benefits

Liabilities for wages and salaries, including non-monetary benefits, annual leave and long service leave expected to be settled wholly within 12 months of the reporting date are measured at the amounts expected to be paid when the liabilities are settled.

Amounts not expected to be settled within the next 12 months

The current provision for employee benefits includes all unconditional entitlements where employees have completed the required period of service and also those where employees are entitled to pro-rata payments in certain circumstances. The entire amount is presented as current, since the consolidated entity does not have an unconditional right to defer settlement. However, based on past experience, the consolidated entity does not expect all employees to take the full amount of accrued leave or require payment within the next 12 months.

Note 13. Current liabilities - other liabilities

	Consolidated	
	31 December 2025	30 June 2025
	\$	\$
Other current liabilities	7,106	453,744
	7,106	453,744

Other current liabilities in the comparative period comprised of:

Amount represents balance of business insurance funding loan and software subscriptions which are payable within 12 months.

Stakk Limited
Notes to the consolidated financial statements
31 December 2025

Note 14. Equity - issued capital

	Consolidated			
	31 December 2025	30 June 2025	31 December 2025	30 June 2025
	Shares	Shares	\$	\$
Ordinary shares - fully paid	<u>3,094,496,849</u>	<u>2,075,079,680</u>	<u>59,672,090</u>	<u>40,080,035</u>

Movements in ordinary share capital

Details	Date	Shares	Issue price	\$
Balance	1 July 2025	2,075,079,680		40,080,035
Option exercise	6 October 2025	20,000,000	\$0.0216	432,000
Option exercise	6 October 2025	17,611,534	\$0.0120	211,338
Private Placement	13 October 2025	333,666,665	\$0.0450	15,015,000
Transaction costs (Private Placement)	13 October 2025	-	-	(1,086,832)
Option exercise	13 October 2025	20,000,000	\$0.0240	480,000
Share buyback	28 November 2025	(35,000,000)	-	-
Conversion of performance securities	28 November 2025	156,783,835	-	-
Option exercise	28 November 2025	846,152	\$0.0120	10,154
Issue of shares in lieu of loan payment	28 November 2025	13,649,826	\$0.0287	391,750
Issue of shares in lieu of loan payment	28 November 2025	380,850,400	\$0.0050	1,904,252
Issue of shares to director in lieu of loan payment	28 November 2025	23,469,000	\$0.0050	117,345
Issue of shares to director in lieu of fees	28 November 2025	35,000,000	\$0.0050	175,000
Issue of shares for services rendered	28 November 2025	52,462,834	\$0.0370	1,941,125
Option exercise	28 November 2025	76,923	\$0.0120	923
Balance	31 December 2025	<u>3,094,496,849</u>		<u>59,672,090</u>

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 15. Equity - reserves

	Consolidated	
	31 December 2025	30 June 2025
	\$	\$
Foreign currency reserve	(833,071)	(836,190)
Option reserve	576,000	576,000
Consideration reserve	6,300,000	6,300,000
Share-based payments reserve	<u>3,074,364</u>	<u>2,811,459</u>
	<u>9,094,464</u>	<u>8,851,269</u>

Foreign currency reserve

The reserve is used to recognise exchange differences arising from the translation of the financial statements of foreign operations to Australian dollars. It is also used to recognise gains and losses on hedges of the net investments in foreign operations.

Share-based payments reserve

The reserve is used to recognise the value of equity benefits provided to employees and Directors as part of their remuneration, and other parties as part of their compensation for services.

Stakk Limited
Notes to the consolidated financial statements
31 December 2025

Note 16. Equity - accumulated losses

	Consolidated	
	31 December 2025	30 June 2025 (restated)
	\$	\$
Accumulated losses at the beginning of the financial period	39,341,870	39,077,074
Loss after income tax expense for the period	<u>2,773,034</u>	<u>264,796</u>
Accumulated losses at the end of the period	<u>42,114,904</u>	<u>39,341,870</u>

Note 17. Equity - dividends

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

Note 18. Events after the reporting period

On 6 February 2026, the Company issued 26,231,417 shares in payment for advisory services which would otherwise have been settled with a cash payment. Apart from this, no matter or circumstance has arisen since 31 December 2025 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.

Note 19. Earnings per share

	Consolidated	
	31 December 2025	31 December 2024
	\$	\$
Loss after income tax attributable to the owners of Stakk Limited	<u>2,773,034</u>	<u>1,457,567</u>
	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	<u>2,358,690,852</u>	<u>1,108,749,714</u>
Weighted average number of ordinary shares used in calculating diluted earnings per share	<u>2,358,690,852</u>	<u>1,108,749,714</u>
	Cents	Cents
Basic earnings per share	(0.12)	(0.13)
Diluted earnings per share	(0.12)	(0.13)

**Options over ordinary shares have been omitted from the above calculation as they are anti-dilutive.*

Stakk Limited
Notes to the consolidated financial statements
31 December 2025

Note 20. Share-based payments

During the financial period, the Company has issued the following equity instruments to its directors, management, shareholders and financial advisors.

- 156,783,835 performance securities issued to Directors and consultants were converted to shares.
- 380,850,400 shares were to issued to shareholder Relentless Fintech, in lieu of payment of a loan.
- 24,000,000 options were issued to a Director as remuneration.
- 23,469,000 shares and 23,469,000 unlisted options were issued to a Director in lieu of payment of a loan.
- 35,000,000 shares were issued to a Director in lieu of salaries.
- 13,649,826 shares were issued to an R&D lender in lieu of payment of a loan.
- 52,462,834 shares were issued to consultants in lieu of fees.

Set out below are summaries of (ESOP) performance rights on issue:

31 December 2025

Grant date	Expiry date	Exercise price	Balance at the start of the half-year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the half-year
n/a		-	356,323,982	-	(156,783,835)	(49,540,147)	150,000,000
			356,323,982	-	(156,783,835)	(49,540,147)	150,000,000

Weighted average exercise price \$0.000

The weighted average remaining contractual life of performance rights outstanding at the end of the financial period was 3.50 years (2024: 2.58 years).

Total expense recognised in the profit or loss for the period ended 31 December 2025 amounted to \$262,905 (2024: \$314,846).

Note 21. Restatement

Nature of the Change

During the finalisation of the half-yearly audit process for the period to 31 December 2025, the Company reassessed the classification of contingent consideration arising from the Stakk IQ acquisition (formerly Radical DBX, Inc.) under AASB 3 and AASB 132. It was determined that the instrument meets the definition of equity rather than a financial liability. As a result, the fair value remeasurement gain of \$2.4 million previously recognised in the half-year ended 31 December 2024 has been reversed. Comparative figures for that period have been retrospectively restated in accordance with AASB 108. This adjustment does not impact the Company's underlying cash position and has no effect on the current reporting period other than through corrected opening equity balances.

Stakk Limited
Notes to the consolidated financial statements
31 December 2025

Note 21. Restatement (continued)

The effects of the restatement on the comparative period are as follows:

Consolidated statement of financial position
As at 30 June 2025

	As previously reported	Adjustment	Restated
Assets			
Current assets	1,540,647	-	1,540,647
Non-current assets			
Goodwill	9,852,759	418,258	10,271,017
Total Non-current assets	11,869,453	418,258	12,287,711
Total assets	13,410,100	418,258	13,828,358
Current liabilities			
Contingent consideration	2,043,054	(2,043,054)	-
Total current liabilities	5,870,805	(2,043,054)	3,817,751
Non-current liabilities			
Contingent consideration	1,389,686	(1,389,686)	-
Total non-current liabilities	1,800,859	(1,389,686)	411,173
Total liabilities	7,671,664	3,442,740	11,104,404
Net assets	5,738,436	3,850,998	9,589,434
Equity			
Reserves	2,574,098	6,277,171	8,851,269
Accumulated losses	(36,915,697)	(2,426,173)	(39,341,870)
Total equity	5,738,436	3,850,998	9,589,434

Stakk Limited
Directors' declaration
31 December 2025

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 2025 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



Andy Taylor
Executive Director

27 February 2026

STAKK LIMITED
 ABN 41 108 042 593
 AND ITS CONTROLLED ENTITIES

INDEPENDENT AUDITOR'S REVIEW REPORT
 TO THE MEMBERS OF STAKK LIMITED

Conclusion

We have reviewed the accompanying half-year financial report of Stakk Limited (the Company) and its subsidiaries (collectively the Group), which comprises the consolidated statement of financial position as at 31 December 2025, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the half-year ended on that date, and notes to the financial statements, including material accounting policy 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 half-year financial report of the Group does not comply with the *Corporations Act 2001*, including:

- (i) giving a true and fair view of the Group's financial position as at 31 December 2025 and of its financial performance for the half-year ended on that date; and
- (ii) complying with Australian 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* (ASRE 2410). Our responsibilities are further described in the *Auditor's Responsibilities for the Review of the Half-year Financial Report* section of our report. We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our review of the half-year 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.

Material Uncertainty Related to Going Concern

We draw attention to Note 1 in the half-year financial report, which describes the events and/or conditions which give rise to the existence of a material uncertainty that may casts significant doubt about the Group's ability to continue as a going concern and therefore the Group may be unable to realise its assets and discharge its liabilities in the normal course of business. Our opinion is not modified in respect of this matter.

Responsibilities of the Directors for the Half-year 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.

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STAKK LIMITED
ABN 41 108 042 593
AND ITS CONTROLLED ENTITIES

INDEPENDENT AUDITOR'S REVIEW REPORT
TO THE MEMBERS OF STAKK LIMITED

Auditor's Responsibilities for the Review of the Half-year Financial Report

Our responsibility is to express a conclusion on the half-year financial report based on our review. ASRE 2410 requires us to conclude whether we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including giving a true and fair view of the Group's financial position as at 31 December 2025 and its performance for the half-year ended on that date, and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Hall Chadwick (NSW)

HALL CHADWICK (NSW)
Level 40, 2 Park Street
Sydney NSW 2000



ANTHONY TRAVERS

Partner

Dated: 27 February 2026

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