Scalare Partners Holdings Limited

ACN 629 598 778

Appendix 4E and Annual Report

For the Year Ended 30 June 2026

Scalare Partners Holdings Limited

ACN 629 598 778

Appendix 4E
Preliminary final report

1. Company details

Name of entity:	Scalare Partners Holdings Limited
ABN:	96 629 598 778
Reporting period:	For the year ended 30 June 2026
Previous period:	For the year ended 30 June 2025

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2. Results for announcement to the market

				$
Revenue from ordinary activities	up	391%	to	15,700,169
Loss from ordinary activities after tax attributable to the owners of Scalare Partners Holdings Limited	up	29%	to	(3,420,605)
Loss for the year attributable to the owners of Scalare Partners Holdings Limited	up	29%	to	(3,420,605)

Earnings per share

	2026 Cents	2025 Cents
Basic earnings per share (cents)	(2.55)	(3.05)
Diluted earnings per share (cents)	(2.55)	(3.05)

Dividends

No dividends were paid, recommended, or declared during the current financial year.

Comments

The Group has launched The Founders Union, completed the acquisitions of Tank Stream Labs Pty Ltd on 10 September 2025, Planet Startup Pty Ltd on 30 September 2025 and acquired the intellectual property of Fishburners Limited on 2 June 2026, which expanded the Group's operations into coworking spaces, founder community services, and virtual CFO/advisory offerings. These transactions significantly increased the scale of the Group's operations, asset base (including right-of-use assets, goodwill and other intangible assets), and revenue generating capacity.

The total ordinary revenue to 30 June 2026 increased by 391% to $15.7 million, of which $11.7m revenue arose from the Tank Stream Labs rental business. Service revenue from contracts with customers for the year increased by 12% to $3.2 million, driven by financial services in Planet Startup, commercial advisory services and corporate sponsorships procured by The Founders Union.

The loss for the Group amounted to $3.4 million (30 June 2025: loss of $2.6 million), mostly due to depreciation on right of use assets and leasehold improvements of $6.1m, and amortisation of intangible assets of $0.8m.

The net assets of the Group amounted to $15.2 million (30 June 2025: $13.4 million), including $12.5 million of financial assets at fair value (30 June 2025: $11.2 million). The Group’s unrealised gains on these financial assets amounted to $0.797m (30 June 2025: $0.04 million).

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3. Net tangible assets

	Reporting period Cents	Previous period Cents
Net tangible assets per ordinary security	3.35	9.91

* The net tangible assets of the group decreased from $9,712,643 as at 30 June 2025 to $4,804,351 as at 30 June 2026. The net tangible assets per ordinary security ratio decrease comes from the increase in number of securities (from 98,048,390 as at 30 June 2025 to 143,404,598 as at 30 June 2026).

4. Control gained over entities

Name of entities (or group of entities)	Tank Stream Labs Pty Ltd
Date control gained	10 September 2025
Name of entities (or group of entities)	Planet Startup Pty Ltd
Date control gained	30 September 2025

	$
Contribution of such entities to the reporting entity's loss from ordinary activities before income tax during the period (where material)	(2,536,893)
Loss from ordinary activities before income tax of the controlled entity (or group of entities) for the whole of the previous period (where material)	(5,108,100)

5. Loss of control over entities

Not applicable.

6. Details of associates and joint venture entities

Not applicable.

7. Audit qualification or review

Details of audit/review dispute or qualification (if any):

The financial statements have been audited, and an unmodified opinion has been issued.

Scalare Partners Holdings Limited

ACN 629 598 778

Appendix 4E
Preliminary final report

8. Attachments

Details of attachments (if any):

The Annual Report of Scalare Partners Holdings Limited for the year ended 30 June 2026 is attached.

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9. Signed

Signed ______________________ Date: 31 August 2026

James Walker
Director
Sydney

Scalare Partners Holdings Limited

ACN 629 598 778

Annual Report

For the Year Ended 30 June 2026

Scalare Partners Holdings Limited

ACN 629 598 778

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For the Year Ended 30 June 2026

Scalare Partners Holdings Limited

ACN 629 598 778

Chair's Letter to Shareholders

For the Year Ended 30 June 2026

Dear Shareholders,

On behalf of the Board of Scalare Partners, I am pleased to present our Annual Report for the year ended 30 June 2026. FY26 was a year of significant growth and transformation for Scalare Partners. Following our ASX listing in November 2024, we have continued to develop the business from its foundations into a broader and more integrated platform supporting the early-stage technology ecosystem.

The acquisitions of Tank Stream Labs, Planet Startup and the intellectual property of Fishburners changed the scale and shape of the Company. In considering each acquisition, the Board focused on whether it added capabilities founders value, strengthened the broader Scalare platform, and could be successfully integrated without placing undue strain on the organisation.

Our strategy remains centred on supporting high-potential early-stage technology founders with the capital, expertise, services and ecosystem they need to scale. The expansion undertaken during FY26 has accelerated our ability to deliver that strategy, while requiring careful consideration of capital allocation and the returns we expect from that investment.

As the business grows, the Board's focus is increasingly on disciplined execution: converting the scale and capabilities we have added into sustainable financial performance, ensuring our investments deliver strategic and financial value, and maintaining the governance and capital discipline expected of an ASX-listed company.

Following year end, shareholders approved a new strategic funding facility, providing Scalare with access to additional capital to support the continued development of the platform and our investment activities.

On behalf of the Board, I would like to acknowledge the founders we support, thank our team and partners for their dedication, and thank you, our shareholders, for your continued support.

We enter FY27 focused on realising the benefits of the platform we have built and delivering sustainable long-term value for shareholders.

Yours sincerely,

Adelle Howse (Aug 31, 2026 10:52:01 GMT+10)

Adelle Howse

Chair, Scalare Partners Holdings Limited

CEO's Letter to Shareholders

For the Year Ended 30 June 2026

Dear Shareholders,

FY26 has been a landmark year for Scalare Partners.

Building on our successful ASX listing in November 2024, we have spent the year executing on a clear ambition: to build Australia's most comprehensive founder support and investment ecosystem, capable of supporting technology companies from their earliest stages through growth, capital raising and expansion.

Over the past 12 months, we have materially expanded both the scale of our ecosystem and the breadth of services we can provide. We welcomed Tank Stream Labs and Planet Startup into the Scalare family, launched The Founders Union, strengthened our investment infrastructure through our collaboration with GXE, and continued to grow our existing founder programs, services and investment portfolio.

Importantly, these initiatives are not a collection of standalone businesses. Each has been deliberately selected or developed to solve a different challenge that founders face as they build and scale their companies, and together they are creating an increasingly connected Scalare ecosystem.

Our financial performance reflects this momentum:

- **Revenue & Income** – Total revenue grew 391% to $15.7 million, with revenue from services increasing 420% to $14.9 million.
- **Founder Reach** – Across our brands and services, we have now supported more than 10,500 founders and startups. In comparison, the broader combined Scalare ecosystem and communities now provide us with reach into approximately 40,000 founders and alumni**.** Demand for our fractional support, accelerators and services continued to grow strongly.
- **Portfolio & Assets** – Net assets increased to $15.2 million, while the value of our investment portfolio continued to grow strongly to $12.5m. Our portfolio now spans 27 companies across Australia, New Zealand, Singapore, the United States and Europe and has delivered a 12% unrealised gain on cash invested compared to last financial year.

While we reported a statutory loss after tax of $3.4 million, this reflects a deliberate investment in the infrastructure, people, compliance and operating capabilities required to support a significantly larger organisation.

We have been building for scale and FY26 represents an important step in that journey.

Building the Scalare ecosystem

The acquisitions we completed during the year are central to our strategy because each expands the ways in which we can support founders while creating new commercial, investment and cross-sell opportunities across the Group.

Tank Stream Labs significantly expanded our physical footprint and brought one of Australia's most established technology communities into Scalare. With hundreds of companies operating from its locations and a database of more than 6,000 founders and businesses, Tank Stream Labs gives Scalare an important physical layer within our ecosystem; a place where founders can work, connect with customers and investors, attend events and access the broader services of the Group.

We are already seeing the benefits of this integration, with Scalare portfolio and customer companies relocating into Tank Stream Labs locations and meaningful revenue synergies emerging across the Group.

Planet Startup added another important capability: virtual and fractional CFO services. Access to high-quality financial capability is one of the most common challenges facing growing technology businesses. Planet Startup enables us to support founders with financial management, forecasting, fundraising preparation, growth planning and exit readiness, while creating a natural extension to Scalare's existing commercial and capital services.

The integration of Tank Stream Labs and Planet Startup has already demonstrated the potential of our ecosystem model, contributing to more than $0.8 million in revenue synergies across the Group in financial year ended 30 June 2026.

Our acquisition of the Fishburners brand, intellectual property and associated assets further strengthened this strategy.

CEO’s Letter to Shareholders
For the Year Ended 30 June 2026

For more than 15 years, Fishburners has been one of Australia's best-known startup communities and has played an important role in the development of the Australian technology ecosystem. By acquiring the Fishburners brand and assets, Scalare has the opportunity to preserve the legacy and value of this important founder platform, while investing in its next chapter and connecting its community with the broader infrastructure, services, customers and capital available across the Scalare ecosystem.

We see significant opportunity to rebuild and expand the Fishburners community nationally, reconnect founders through initiatives such as its iconic Pitch Nights, provide greater access to Tank Stream Labs infrastructure, and create stronger pathways between promising early-stage companies and Scalare's investment activities.

Importantly, the acquisitions provides Scalare with an established and highly recognised brand within Australia's startup ecosystem that we can reinvigorate and grow as part of our broader strategy to support founders from their earliest stages through to scale.

Together, these acquisitions create something that is increasingly difficult to replicate: an ecosystem in which founders can access community, workspace, financial capability, commercial support, customers, corporate partners and capital through one connected group.

Creating new engines for growth

FY26 was also a year in which we created new platforms designed to increase the value and connectivity of that ecosystem.

We launched **The Founders Union** an AI-powered platform that helps startup founders find the right support for their stage of growth. Founders are surrounded by accelerators, investors, service providers, corporates and government programs, but navigating those networks can be difficult. The Founders Union creates a mechanism for bringing those groups together and providing founders with more direct access to opportunities, expertise and commercial partnerships.

The response has been extremely encouraging, with approximately $870,000 in partner revenue secured during its first year. More importantly, we believe The Founders Union can become both a meaningful recurring revenue stream and an increasingly valuable source of proprietary deal flow for Scalare.

We also established a strategic collaboration with GXE, strengthening the infrastructure behind our investment activities.

Through this collaboration, we can provide founders and investors with access to capabilities including investor onboarding and compliance, special purpose vehicles, transaction processing and portfolio reporting. This allows Scalare to move beyond simply connecting founders and investors and toward facilitating more of the investment process itself.

Combined with our InHouse Ventures capability, this represents an important evolution of our capital offering and supports our longer-term ambition to create a more efficient pathway between promising technology companies and the capital they require to grow.

Impact remains at the centre of our strategy

Scale is important, but so too is the impact we create.

More than 6,000 women founders have now participated in Tech Ready Women programs, with more than 30% of participants coming from under-represented backgrounds.

Across the broader ecosystem, our communities have collectively delivered more than 7,000 events, while companies within our extended alumni network have gone on to raise more than $5.4 billion in funding.

These numbers matter because they demonstrate the role that founder ecosystems can play in creating enduring economic value.

Our objective is not simply to invest in technology companies. It is to improve their probability of success.

The stronger the founders and businesses within our ecosystem become, the greater the opportunity for Scalare through service revenue, partnerships, investment opportunities and ultimately the value of our portfolio.

Scalare Partners Holdings Limited

ACN 629 598 778

CEO's Letter to Shareholders
For the Year Ended 30 June 2026

Looking ahead

If FY25 was about establishing Scalare as a listed company, FY26 has been about building and connecting the pieces of the ecosystem. FY27 will be about leveraging and monetising it.

Our focus now shifts increasingly toward integration and execution.

We will continue to drive revenue synergies across our businesses, increase engagement throughout our founder communities, expand recurring revenue streams, leverage our ecosystem to identify high-quality investment opportunities and selectively pursue further acquisitions where they add strategic capability, distribution or scale.

We also intend to continue investing directly into promising technology companies, with a focus on businesses where Scalare can contribute more than capital alone.

That is the competitive advantage we are building.

A founder entering the Scalare ecosystem may initially engage with us through an event, a workspace, a program or a commercial service. As that company grows, we can potentially support its financial capability, connect it with customers and corporate partners, assist with fundraising and, where appropriate, invest alongside it.

Each new founder, corporate partner, investor and capability therefore has the potential to increase the value of the broader network.

We remain steadfast in our conviction that early-stage technology investment, combined with active founder support, offers an exceptional opportunity for long-term value creation.

Our portfolio now comprises 27 companies across Australia, New Zealand, Singapore, the United States and Europe, while the ecosystem surrounding those investments is larger and more capable than at any point in Scalare's history.

There remains significant work ahead of us, but I believe we enter FY27 with the foundations, capabilities and reach required for the next stage of Scalare's growth.

I am incredibly proud of the dedication of our team, grateful for the trust of our shareholders and continually inspired by the resilience and ambition of the founders we support.

Together, we are building more than an investment portfolio. We are building an ecosystem designed to power the next generation of technology companies and to allow Scalare shareholders to participate in the value they create.

Thank you for your continued support and belief in our vision.

Yours sincerely,

C.Breeze
C,Breeze (Aug 31, 2026 10:55:05 GMT+10)

Carolyn Breeze GAICD
Chief Executive Officer
Scalare Partners Holdings Limited

Directors' Report
For the Year Ended 30 June 2026

Directors	Adelle Howse Neil Carter Beau Quarry (resigned 21 April 2026) James Lougheed James Walker Giles Bourne
Company secretaries	Miss Yushra Haniff
Registered office	Level 17, Tower 3, 300 Barangaroo Avenue, Sydney NSW 2000, Australia
Principal place of business	Level 17, Tower 3, 300 Barangaroo Avenue, Sydney NSW 2000, Australia
Share register	Automic Group Level 5, 126 Phillip Street Sydney NSW 2000, Australia
Auditor	In.Corp Audit & Assurance Pty Ltd Level 1, 6-10 O'Connell Street Sydney NSW 2000, Australia
Solicitors	Mont Lawyers Pty Ltd 9 Denham Street Darlinghurst NSW 2010, Australia
Bankers	Westpac 341 George Street Sydney NSW 2000, Australia
Stock exchange listing	Scalare Partners Holdings Limited shares are listed on the Australian Securities Exchange (ASX code: SCP)
Website	www.scalarepartners.com
Corporate Governance Statement	www.scalarepartners.com/governance-documents

Directors' Report

For the Year Ended 30 June 2026

The directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'Group') consisting of Scalare Partners Holdings Limited (referred to hereafter as the 'company' or 'parent entity') and the entities it controlled at the end of, or during, the year ended 30 June 2026.

1. General information

Information on directors

The names of each person who have been a director during the year and to the date of this report are:

Adelle Howse	Non-Executive Independent Chair Dr Howse holds a Bachelor of Science and Doctor of Philosophy (Mathematics) from the University of Queensland, an executive MBA from IMD Switzerland and a Graduate Diploma of Applied Finance and Investment. She is a member of the Australian Institute of Company Directors. Over a career spanning more than 30 years, Dr Howse gained expertise in strategic business transformation, operational performance improvement, M&A and finance, across sectors including technology, digital and traditional infrastructure and industrial services strategies. Over the past 3 years, Dr Howse has also been a Director at Downer EDI Ltd and she was a Director at MacquarieTechnology Group Limited.
Neil Carter	Non-Executive Independent Director Mr Carter holds a Bachelor of Arts, Politics, Philosophy and Economics from the University of Oxford, an MBA from INSEAD and is a graduate of the Australian Institute of Company Directors. Mr Carter has over 30 years of experience in the finance, technology and investment sectors, including funds management and corporate advisory. Previous roles included Co-Head of Equities at IFM Investors (including being a member of the Investment Committee) and Chief Strategy Officer at listed defence technology Electro Optic Systems Holdings Limited.
Beau Quarry	Non-Executive Director (resigned 21 April 2026) Mr Quarry holds a Bachelor of Commerce from James Cook University and a Graduate Diploma from the Securities Institute of Australia. Mr Quarry is an experienced Risk Management, Investment and Development professional and board director with more than 30 years of experience. His career has included roles in Corporate Treasury, Family Office Management (private equity / lending focus) and Property Development.
James Lougheed	Non-Executive Director Mr Lougheed holds an MBA, a Certificate in Management, and an Associate Degree in Engineering, Electrical and Electronics from the University of Southern Queensland. He also completed the Venture Capital and Law School programs from Stanford University. Mr Lougheed has 30 years of experience in the technology industry with companies ranging from start up to large public companies and diverse operational experience with roles in design, operations, sales, marketing, executive management and board governance. James has lived and worked in Australia, Singapore, China and currently in the USA.
James Walker	Executive Director. Mr Walker is a member of the Australian Institute of Company Directors and holds a Diploma in Commerce and Accountancy from the UNSW. Mr Walker has over 25 years' experience as a senior executive of various high growth private companies. James has successfully completed multiple ASX IPOs, corporate acquisition transactions, secondary round raises on both the ASX and UK AIM markets and private capital raises. Mr Walker is the Non-Executive Chair at Native Mineral Resources Holdings Limited (ASX: NMR) and over the past 3 years was also the Non-Executive Chair at Bluglass Limited (resigned 10 November 2025).

Giles Bourne	Executive Director Mr Giles Bourne Co-Founder and Executive Director of Scalare Partners. He previously spent 13 years leading ASX-listed BluGlass Limited, a global GaN laser diode supplier. Over the last three years he was also a Non-Executive Director of SRJ Technologies Group Plc (resigned 31 August 2026), and holds an MBA and AICD Fellowship.

Meetings of directors

The number of meetings of the company's Board of Directors ('the Board') and of each Board committee held during the year ended 30 June 2026, and the number of meetings attended by each director were:

	Full board		Nomination and Remuneration Committee		Audit and Risk Committee	
	Attended	Held	Attended	Held	Attended	Held
Adelle Howse	14	14	2	2	4	4
Neil Carter	14	14	2	2	4	4
Beau Quarry	8	14	1	2	2	4
James Lougheed	11	14	1	2	-	4
Giles Bourne	9	14	1	2	3	4
James Walker	14	14	1	2	3	4

Held: represents the number of meetings held during the time the director held office or was a member of the relevant committee.

Company secretary

Ms Lucy Rowe held the position of Company Secretary from 23 June 2025 and resigned on 13 July 2026. Ms Jane Miller was appointed as Joint Company Secretary on 16 July 2025 and resigned on 15 April 2026. Miss Patricia Vanni joined as company secretary from the 15 April 2026 and resigned on the 13 July 2026. Ms Yushra Haniff joined as Company Secretary from 15 July 2026.

Principal activities

The principal activities of the Group during the financial year were partnering and collaborating with early-stage scaling companies to invest and facilitate the provision of strategic advice, education programs, mentoring and services.

Significant changes in state of affairs

The Group’s services revenue stream has diversified and expanded with the acquisitions of Tank Stream Labs Pty Ltd on 10 September 2025 and Planet Startup Pty Ltd on 30 September 2025, which expanded the Group's operations into coworking spaces, founder community services, and virtual CFO/advisory offerings. These transactions significantly increased the scale of the Group's operations, asset base (including right-of-use assets and goodwill and other intangible assets), and revenue generating capacity.

Directors' Report

For the Year Ended 30 June 2026

2. Operating results and review of operations for the Year

Review of operations

Total revenue to 30 June 2026 increased by 391% to $15.7 million, of which $11.7m revenue arose from the Tank Stream Labs rental business. Service revenue from contracts with customers for the year increased by 12% to $3.2 million, driven by financial services in Planet Startup, commercial advisory services and corporate sponsorships procured by The Founders Union.

The loss after tax for the Group amounted to $3.4 million (30 June 2025: loss of $2.6 million), mostly due to depreciation on right of use assets and leasehold improvements of $6.1m and amortisation of intangible assets of $0.8m.

The net assets of the Group amounted to $15.2 million (30 June 2025: $13.4 million), including $12.5 million of financial assets at fair value (30 June 2025: $11.2 million). The Group recognised unrealised gains in value of shares of $0.797m (30 June 2025: $0.04 million).

Key operational highlights during the period include:

- Acquisition and integration of Tank Stream Labs Pty Ltd (10 September 2025)
The addition of Tank Stream Labs delivered immediate scale through its established coworking facilities in the Sydney CBD, a strong founder community network, and recurring revenue from memberships, events and venue hire. The business contributed $11.7 million in service revenue over the post-acquisition period and demonstrated strong operational leverage, with gross margins improving across the group as a result of higher utilisation and cost synergies with the broader Group.

- Acquisition of Planet Startup Pty Ltd (30 September 2025)
This acquisition expanded the Group's virtual CFO and financial advisory capabilities, adding specialist expertise in financial modelling, capital table management and fundraising support for early-stage founders. While the contribution to H1 revenue was modest due to its presence in the Group for only 3 months, the integration is progressing well and is expected to drive cross-selling opportunities across the advisory and programs segments in H2 FY26.

-Purchase of intellectual property of Fishburners Limited (2 June 2026)
The purchase of intangible assets of Fishburners and the existing Scalare Ecosystem is expected to expand our capacity to support scalable early-stage technology startups and their access to infrastructure, services, and capital while generating revenue and proprietary deal flow for Scalare’s investment portfolio.

- Growth in core programs and advisory services
Demand for the Group's investment readiness and founder support programs remained robust. The Tech Ready Women “Investment Ready Program”, launched in Q2 in partnership with Advance Queensland and Westpac, attracted over 60 participants and received strong industry support for delivery and potential follow-on investment. Fractional advisory services (finance, go-to-market, commercial and strategic) continued to gain traction, reflecting ongoing market need for flexible, high-quality support at the pre-seed and seed stages.

Directors' Report
For the Year Ended 30 June 2026

Operating results

The loss of the Group amounted to $3,420,605 (2025: loss of $2,645,490). The operating results are detailed below:

	2026	2025
	$	$
Service revenue	**14,902,191**	2,864,562
Other Income	**2,323,552**	343,574
Realised and unrealised gain/(loss) on financial assets	**797,978**	330,378
Total Income	**18,023,721**	3,538,514
Loss before listing expenses and tax	**(5,108,100)**	(2,103,888)
Listing expenses – reverse takeover	**-**	(986,731)
Loss before tax	**(5,108,100)**	(3,090,619)
Loss after tax	**(3,420,605)**	(2,645,490)

Financial position

The net assets of the Group have increased from $13,434,042 at 30 June 2025 to $15,214,384 at 30 June 2026.

3. Remuneration Report (Audited)

Remuneration Policy and Relationship with Company Performance

The remuneration policy of Scalare Partners Holdings Limited has been designed to align key management personnel (KMP) objectives with shareholder and business objectives by providing a fixed remuneration component and offering specific long-term incentives based on key performance areas affecting the Group's financial results. The Board of Scalare Partners Holdings Limited believes the remuneration policy to be appropriate and effective in its ability to attract and retain high-quality KMP to run and manage the Group, as well as create goal congruence between directors, executives and shareholders.

The Board's policy for determining the nature and amount of remuneration for KMP of the Group is as follows:

– The remuneration policy is to be developed by the remuneration committee and approved by the Board.
– All KMP receive a base salary, superannuation, fringe benefits, share-based performance incentives.
– Performance incentives are generally only paid or compensated as shares once predetermined key performance indicators (KPIs) have been met.
– Incentives paid in the form of shares or rights are intended to align the interests of the directors, other KMP and company with those of the shareholders.
– The remuneration committee reviews KMP packages annually by reference to the Consolidated Group's performance, executive performance and comparable information from industry sectors.
– Incentives are broken down between Short-Term Incentives ('STI') and Long-Term Incentives ('LTI'):

- The short-term incentives ('STI') program is designed to align the targets of the business units with the performance hurdles of executives. STI payments are granted to executives based on specific annual targets and key performance indicators ('KPI's') being achieved. KPI's include profit contribution, funding targets, business development, project delivery, investment portfolio growth, leadership contribution, advisory and other professional service delivery. 10% of the paid base salary for the current year were accrued at 30 June 2026.
- The long-term incentives ('LTI') include long service leave and share-based payments. Shares are awarded to executives and vest by one third over a period of three years. The Nomination and Remuneration Committee reviews the long-term equity-linked performance incentives specifically for executives.
- The performance of KMP is measured against criteria agreed annually with each executive and is based predominantly on the forecast growth of the Group's profits and shareholders' value. All bonuses and incentives

must be linked to predetermined performance criteria. The Board may, however, exercise its discretion in relation to approving incentives, bonuses and options, and can recommend changes to the committee's recommendations. Any change must be justified by reference to measurable performance criteria. The policy is designed to attract the highest calibre of executives and reward them for performance results leading to long-term growth in shareholder wealth.

KMP received, at a minimum, a superannuation guarantee contribution required by the government, which was 12% for the year ended 30 June 2026 of the individual's average weekly ordinary time earnings (AWOTE). Some individuals, however, have chosen to sacrifice part of their salary to increase payments towards superannuation.

All remuneration paid to KMP is valued at the cost to the Group and expensed.

The Board's policy is to remunerate non-executive directors at market rates for time, commitment and responsibilities. The remuneration committee determines payments to the non-executive directors and reviews their remuneration annually, based on market practice, duties and accountability.

KMP are also entitled and encouraged to participate in the employee share and option arrangements to align directors' interests with shareholders' interests.

Performance-based Remuneration

KPIs are set annually, with a certain level of consultation with KMP. The measures are specifically tailored to the area each individual is involved in and has a level of control over. The KPIs target areas the Board believes hold greater potential for Group expansion and profit, covering financial and non-financial as well as short and long-term goals. The level set for each KPI is based on budgeted figures for the Group and respective industry standards.

Performance in relation to the KPIs is assessed annually, with bonuses being awarded depending on the number and deemed difficulty of the KPIs achieved. Following the assessment, the KPIs are reviewed by the remuneration committee in light of the desired and actual outcomes, and their efficiency is assessed in relation to the Group's goals and shareholder wealth, before the KPIs are set for the following year.

In determining whether or not a KPI has been achieved, Scalare Partners Holdings Limited bases the assessment on audited figures as well as identifiable and measurable objectives, which are connected to the strategy of the Group.

Relationship between Remuneration Policy and Company Performance

The remuneration policy has been tailored to increase goal congruence between shareholders, directors and executives. Two methods have been applied to achieve this aim, the first being a performance-based bonus based on KPIs, and the second being the issue of shares to the majority of directors and executives to encourage the alignment of personal and shareholder interests. The Group believes this policy is effective in increasing shareholder wealth.

Roles, details of remuneration and employment of Members of Key Management Personnel

Roles

Details of the remuneration of key management personnel of the consolidated entity are set out in the following tables.

The key management personnel of the consolidated entity consisted of the following directors of Scalare Partners Holdings Limited:

- Adelle Howse – Non-Executive Chair, member of the Nominations & Remuneration Committee and member of the Audit & Risk Committee
- Neil Carter – Non-Executive Director, Chair of the Audit & Risk Committee, member of the Nominations & Remuneration Committee
- Beau Quarry – Non-Executive Director, Chair of the Nominations & Remuneration Committee, member of the Audit & Risk Committee (resigned 21 April 2026)
- James Lougheed – Non-Executive Director
- James Walker – Executive Director, Co-founding Partner
- Giles Bourne – Executive Director, Co-founding Partner

And the following persons:

- Nicholas Roberts – Co-founding Partner
- Timothy Griffiths – Partner
- Carolyn Breeze – CEO
- Jenny (Muzhen) Li – CFO and Partner
- Hervé Fiévet – CFO (resigned 15 July 2026)

Directors' Report
For the Year Ended 30 June 2026

Amounts of remuneration

The following tables of benefits and payments represents the components of the current year and comparative year remuneration expenses for each member of KMP of the Group.

	Short-term benefits		Post-employment benefits	Long-term benefits		Share-based payments	
	Cash Salary and fees	STI Cash Bonus	Superannuation	LTI Equity - settled Shares	Equity - settled Shares	Options - issued	Total
2026	$	$	$	$		$	$
Non-Executive Directors:							
Adelle Howse	-	-	-	-	90,000	25,068	115,068
Neil Carter	-	-	-	-	57,500	25,068	82,568
Beau Quarry*	-	-	-	-	47,890	24,932	72,822
James Lougheed****	270,912	-	-	-	-	25,068	295,980
Executive Director:							-
James Walker	297,125	-	-	-	67,200	-	364,325
Giles Bourne	183,587	-	22,030	-	67,200	-	272,818
Other Key Management Personnel:							
Nicholas Roberts	202,913	-	24,217	-	67,200	-	294,331
Timothy Griffiths**	346,454	-	19,800	-	33,600	-	399,854
Carolyn Breeze	245,319	-	28,394	-	152,090	-	425,803
Jenny (Muzhen) Li**	61,010	-	7,321	-	-	-	68,331
Hervé Fiévet***	230,000	-	27,600	-	-	-	257,600
	1,837,320	**-**	**129,364**	**-**	**582,680**	**100,137**	**2,649,501**

* Resigned 21 April 2026

** Represents remuneration paid both via salary and via fees to the related entities of the KMP.

*** Resigned 15 July 2026

**** Change from Executive Director to Non-Executive Director from 1 August 2025

Scalare Partners Holdings Limited

ACN 629 598 778

Directors' Report

For the Year Ended 30 June 2026

	Short-term benefits		Post-employment benefits	Long-term benefits		
	Cash Salary and fees	STI Cash Bonus	Superannuation	LTI Equity - settled Shares	Equity - settled Shares	Total
2025	**$**	**$**	**$**	**$**		**$**
Non-Executive Directors:						
Adelle Howse*	56,466	-	6,494	31,370	-	94,329
Neil Carter*	36,075	-	3,608	31,370	-	71,053
Beau Quarry*	32,938	-	3,608	31,370	-	67,916
Gary Simonite**	-	-	-	-		
Gregory Starr**	-	-	-	-	53,573	53,573
					-	-
Executive Director:						
James Walker	349,337	-	-	-	-	349,337
James Lougheed	130,791	-	-	78,425	-	209,216
Other Key Management Personnel:						
Nicholas Roberts	233,941	-	24,338	-	-	258,279
Giles Bourne	182,319	-	20,967	-	-	203,286
Timothy Griffiths	258,527	-	16,038	-	-	274,564
Carolyn Breeze	339,995	-	27,438	-	-	367,433
Jenny (Muzhen) Li	277,857	-	29,670	-	-	307,527
Hervé Fiévet***	17,424	-	2,004	-	-	19,428
	1,915,671	**-**	**134,162**	**172,534**	**53,573**	**2,275,941**

* Represents remuneration from 14 November 2024 to 30 June 2025.

** Resigned 6 November 2024.

*** Represents remuneration from 5 May 2025 to 30 June 2025.

Employment Details

The following table provides employment details of persons who were, during the financial year, members of KMP of the Group. The table also illustrates the proportion of remuneration that was performance and non-performance based.

Group KMP	Title	Date of Commencement	Remuneration Details
Executive Director:			
James Walker	Executive Director and Founding Partner	1 Jan 2020	Permanent, part-time 4 days a week. Base salary of $240,000 (2025: $240,000) per annum to be reviewed annually by the Board. ($180,000 Cash, $60,000 equity). 25% non-cash salary based, short term incentive related to performance, 20% non-cash salary based long term incentive related to performance and fixed salary fees incentive not related to performance.Termination notice period of 3 months by either party.
Giles Bourne	Executive Director and Founding Partner	1 Apr 2021	Permanent, part-time 4 days a week. Base salary of $240,000 (2025: $240,000) per annum to be reviewed annually by the Board. ($180,000 Cash, $60,000 equity). 25% non-cash salary based, short term incentive related to performance, 20% non-cash salary based, long term incentive and fixed salary fees incentive not related to performance. Termination notice period of 3 months by either party.
Other Key Management Personnel:			
Nicholas Roberts	Founding Partner	1 Jan 2020	Permanent, part-time 4 days a week. Base salary of $240,000 (2025: $240,000) per annum to be reviewed annually by the Board. ($180,000 Cash, $60,000 equity). 25% non-cash salary based, short term incentive related to performance, 20% non-cash salary based, long term incentive and fixed salary fees incentive not related to performance. Termination notice period of 3 months by either party.
Timothy Griffiths	Partner	1 Aug 2021	Permanent, part-time 4 days a week. $180,000 (2025: 180,000) per annum to be reviewed annually by the Board. 25% non-cash salary based, short term incentive related to performance, 20% non-cash salary based, long term incentive and fixed salary fees incentive not related to performance. Termination notice period of 3 months by either party.
Carolyn Breeze	CEO	9 Feb 2023	Permanent. Base salary of $353,812 (2025: 353,812) per annum to be reviewed annually by the Board. ($212,287 Cash, $141,525 equity). 25% non-cash salary based, short term incentive related to performance, 20% non-cash salary based, long term incentive and fixed salary fees incentive not related to performance. Termination notice period of 3 months by either party. Actual contract may vary from contract based on method of remuneration calculation.
Jenny (Muzhen) Li	CFO and Partner	20 Apr 2020	Permanent, part-time 4 days a week. $180,000 (2025: 180,000) per annum to be reviewed annually by the Board. 25% non-cash salary based, short term incentive related to performance, 20% non-cash salary based, long term incentive and fixed salary fees incentive not related to performance. Termination notice period of 3 months by either party.
Hervé Fiévet	CFO	5 May 2025 (Resigned 15 July 2026)	Permanent. Base salary of $230,000 per annum to be reviewed annually by the Board. 100% fixed salary fees incentive not related to performance. Termination notice period of 3 months by either party.

The employment terms and conditions of all KMP are formalised in contracts of employment.

Directors' Report
For the Year Ended 30 June 2026

Shareholdings

The number of ordinary shares in Scalare Partners Holdings Limited held by each KMP of the Group during the financial year is as follows:

	Balance at Beginning of Year	Granted as Remuneration during the Year	Issued on options vested during the Year*	Additions	Disposal/ other	Balance at End of Year
Adelle Howse	1,696,296	376,027	261,417	360,823	-	2,694,563
Neil Carter	200,000	240,240	261,417	41,667	-	743,324
Beau Quarry**	8,060,572	240,240	261,417	416,667	(8,978,896)	-
James Lougheed	3,969,072	513,440	653,542	4,926,695	-	10,062,749
James Walker	10,984,348	417,500	225,000	71,836	-	11,698,684
Nicholas Roberts	14,345,057	617,500	-	1,449,999	-	16,412,556
Giles Bourne	11,188,217	486,250	-	304,775	-	11,979,242
Timothy Griffiths	1,071,053	321,667	-	275,001	-	1,667,721
Carolyn Breeze	831,737	634,490	-	12,573	-	1,478,800
Jenny (Muzhen) Li	2,177,168	37,500	-	146,668	-	2,361,336
Hervé Fiévet****	6,223	-	-	50,000	-	56,223
	54,529,743	3,884,854	1,662,793	8,056,704	(8,978,896)	59,155,198

Options***

	Balance at Beginning of Year	Granted	Exercised	Balance at End of Year
Adelle Howse	-	470,321	(261,417)	208,904
Neil Carter	-	470,321	(261,417)	208,904
Beau Quarry	-	470,321	(261,417)	208,904
James Lougheed	-	862,446	(653,542)	208,904
	-	2,273,409	(1,437,793)	835,616

* Vested date 2 December 2025
** Resigned at 21 April 2026
*** The options issued are performance rights in lieu of Directors' fee issued on 2nd December 2025 with a nil exercise price and expiry date of 30th November 2027
**** Resigned at 15 July 2026

4. Other items

Matters or circumstances arising after the end of the reporting period

On 2 July 2026 the Company issued fully paid ordinary shares under a cleansing notice, comprising shares issued to Nakatomi Group Pty Ltd in settlement of an equity swap arrangement under a $100,000 share subscription agreement, and shares issued to directors on conversion of Performance Rights in lieu of remuneration.

On 2 July 2026, the Company announced binding commitments for a Convertible Notes Facility of up to $25 million with The Blackstone Mercantile Group Ltd. SAC, comprising an initial $5,000,000 tranche (an immediate $500,000 loan and a further $4,500,000, of which $1,500,000 is to be applied to marketing services fees) and a further $20,000,000 available subject to conditions and shareholder approvals; the Company also intends to undertake a Bonus Option Issue to reduce dilution for existing shareholders. Approval for the above was obtained from shareholders at a general meeting held on 4 August 2026.

On 2 July 2026, the Company announced a proposed consolidation of capital on a 60:1 basis, subject to shareholder approval at an Extraordinary General Meeting. The resolution was approved on 4 August 2026, with the consolidation becoming effective on the same date. As a result, the Company's issued shares reduced from 146,392,293 to 2,439,872 shares, and 18,878,549 unlisted options to 314,643, with exercise prices adjusted inversely from $0.18 to $10.80.

On 15 July 2026, Ms Jenny Li returned from parental leave to resume her position as Chief Financial Officer, with Mr Hervé Fiévet, who had been acting in that role, departing the Company with immediate effect.

On 16 July 2026, Ms Lucy Rowe and Ms Patricia Vanni resigned as Joint Company Secretaries and Ms Yushra Haniff was appointed Company Secretary, effective immediately.

On 17 August 2026, the Company issued a prospectus for bonus issue of options to eligible shareholders on a basis of 87 bonus options for every 100 shares held. Each bonus option is exercisable at $0.01 between 5 February 2027 and 31 March 2027 which convert into one ordinary share plus one attaching Piggyback Option; each Piggyback Option is exercisable at $0.02 and expires 31 March 2028.

No other matters or circumstances have arisen since the end of the financial year which significantly affected or could significantly affect the operations of the Group, the results of those operations or the state of affairs of the Group in future financial years.

Environmental matters

The Group's operations are not regulated by any significant environmental regulations under a law of the Commonwealth or of a state or territory.

Dividends paid or recommended

No dividends were paid or declared since the start of the financial Year. No recommendation for payment of dividends has been made.

Indemnification and insurance of officers and auditors

The Company has paid premiums to insure each of the directors against liabilities for costs and expenses incurred by them in defending legal proceedings arising out of their conduct while acting in the capacity of director or company secretary of the Company, other than conduct involving a wilful breach of duty in relation to the Company.

The directors have not included details of the nature of the liabilities covered or the amount of the premium paid in respect of the directors’ and officers’ liability and legal expenses insurance contracts as such disclosure is prohibited under the terms of the contract. No indemnities have been given or insurance premiums paid in respect of the auditors of the Company.

Proceedings on behalf of the company

No person has applied to the Court under section 237 of the Corporations Act 2001 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.

Options on Issue

1,750,337 free attaching options were issued during the year to all members of key management personnel following the successful completion of the acquisition of Tank Stream Labs Pty Ltd. These have an exercise price of $0.18 and expire on 10 September 2027.

Non-audit services

Details of the amounts paid or payable to the auditor for non-audit services provided during the financial year by the auditor are outlined in note 27 to the financial statements.

The directors are satisfied that the provision of non-audit services during the financial year, by the auditor (or by another person or firm on the auditor's behalf), is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001.

The directors are of the opinion that the services as disclosed in note 27 to the financial statements do not compromise the external auditor's independence requirements of the Corporations Act 2001 for the following reasons:

- all non-audit services have been reviewed and approved to ensure that they do not impact the integrity and objectivity of the auditor; and
- none of the services undermine the general principles relating to auditor independence as set out in APES 110 Code of Ethics for Professional Accountants issued by the Accounting Professional and Ethical Standards Board, including reviewing or auditing the auditor's own work, acting in a management or decision-making capacity for the company, acting as advocate for the company or jointly sharing economic risks and rewards.

Officers of the company who are former partners of In.Corp Audit & Assurance Pty Ltd

There are no officers of the company who are former partners of In.Corp Audit & Assurance Pty Ltd.

Auditor's independence declaration

The auditor's independence declaration in accordance with section 307C of the *Corporations Act 2001* for the Year ended 30 June 2026 has been received and can be found on page 24 of the Annual report.

This report is signed in accordance with a resolution of the Board of Directors.

Director: Adelle Howse (Aug 31, 2026 10:52:01 GMT+10)..........
Adelle Howse

Director: ....
James Walker

Dated 31 August 2026

Dated 31 August 2026

In.Corp
An ascentium Company

CHARTERED ACCOUNTANTS™
AUSTRALIA • NEW ZEALAND

AUDITOR'S INDEPENDENCE DECLARATION UNDER SECTION 307C OF THE *CORPORATIONS ACT 2001*

In.Corp Audit & Assurance Pty Ltd
ABN 14 129 769 151

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WEST PERTH WA 6005

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SYDNEY NSW 2001

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To the directors of Scalare Partners Holdings Limited:

As lead auditor for the audit of Scalare Partners Holdings Limited for the year ended 30 June 2026, I declare that, to the best of my knowledge and belief, there have been:

- no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
- no contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in relation to Scalare Partners Holdings Limited and the entities it controlled during the year.

In.Corp Audit & Assurance Pty Ltd

Graham Webb
Director

Sydney, 31 August 2026

Liability limited by a scheme approved under Professional Standards Legislation

Scalare Partners Holdings Limited

ACN 629 598 778

Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the Year Ended 30 June 2026

	Note	2026 $	2025 $
Revenue	3	**15,700,169**	3,194,940
Other income	3	**2,323,552**	343,574
Direct services expenses		**(3,982,105)**	(1,800,365)
Depreciation and amortisation expense	4	**(7,222,778)**	(177,779)
Impairment of goodwill	4	**(876,567)**	-
Other expenses		**(2,743,894)**	(814,096)
Employee benefits expense		**(4,781,758)**	(2,542,080)
Share based payments	4	**(451,402)**	-
Finance costs		**(2,653,229)**	-
Compliance and Professional Fees		**(420,088)**	(308,082)
ASX initial listing expenses	24	**-**	(986,731)
Loss before income tax		**(5,108,100)**	(3,090,619)
Income tax benefit	5	**1,687,495**	445,129
Loss for the year		**(3,420,605)**	(2,645,490)
Other comprehensive income, net of income tax		**-**	-
Foreign currency translation differences		**9,529**	1,091
Total comprehensive loss for the year		**(3,411,076)**	(2,644,399)
Earnings per share			
Basic earnings per share (cents)	22	**(2.55)**	(3.05)
Diluted earnings per share (cents)	22	**(2.55)**	(3.05)

The accompanying notes form part of these financial statements.

Scalare Partners Holdings Limited

ACN 629 598 778

Consolidated Statement of Financial Position

For the Year Ended 30 June 2026

	Note	2026 $	2025 $
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents	7	**1,823,278**	1,882,814
Trade and other receivables	8	**161,161**	235,715
Other assets	9	**72,322**	88,926
TOTAL CURRENT ASSETS		**2,056,761**	2,207,455
NON-CURRENT ASSETS			
Financial assets at fair value through profit or loss	10	**12,543,288**	11,232,975
Intangible assets	11	**10,410,033**	3,721,400
Other financial assets	12	**3,116,767**	-
Property, plant and equipment	13	**29,857,581**	-
Deferred tax assets	23	**222,492**	-
TOTAL NON-CURRENT ASSETS		**56,150,161**	14,954,375
TOTAL ASSETS		**58,206,922**	17,161,830
LIABILITIES			
CURRENT LIABILITIES			
Trade and other payables	14	**5,206,541**	1,332,468
Employee entitlements	16	**325,200**	176,191
Contract liabilities	15	**487,408**	191,270
Borrowings	17	**1,194,190**	-
Lease liabilities	18	**8,271,962**	-
Other liabilities	19	**2,765,709**	244,940
TOTAL CURRENT LIABILITIES		**18,251,010**	1,944,869
NON-CURRENT LIABILITIES			
Deferred tax liabilities	23	**-**	566,073
Employee entitlements	16	**141,336**	66,786
Borrowings	17	**665,992**	-
Lease liabilities	18	**21,372,139**	-
Other liabilities	19	**2,562,061**	1,150,060
TOTAL NON-CURRENT LIABILITIES		**24,741,528**	1,782,919
TOTAL LIABILITIES		**42,992,538**	3,727,788
NET ASSETS		**15,214,384**	13,434,042
EQUITY			
Issued capital	20	**18,504,768**	13,544,378
Reserves	21	**985,791**	745,234
Retained earnings		**(4,276,175)**	(855,570)
TOTAL EQUITY		**15,214,384**	13,434,042

The accompanying notes form part of these financial statements.

Scalare Partners Holdings Limited

ACN 629 598 778

Consolidated Statement of Changes in Equity

For the Year Ended 30 June 2026

2026	Issued Capital	Retained Earnings	Option Reserve	Foreign Currency Translation Reserve	Total
	$	$	$	$	$
Balance at 1 July 2025	13,544,378	(855,570)	744,143	1,091	13,434,042
Loss for the Year	-	(3,420,605)	-	-	(3,420,605)
Foreign currency translation	-	-	-	9,529	9,529
Transactions with owners in their capacity as owners					
Issue of shares	5,120,697	-	-	-	5,120,697
Share issue costs	(160,307)	-	-	-	(160,307)
Performance rights granted	-	-	231,028	-	231,028
Balance at 30 June 2026	18,504,768	(4,276,175)	975,171	10,620	15,214,384

2025	Issued Capital	Retained Earnings	Option Reserve	Foreign Currency Translation Reserve	Total
	$	$	$	$	$
Balance at 1 July 2024	7,889,530	1,789,920	744,143	-	10,423,593
Loss for the Year	-	(2,645,490)	-	-	(2,645,490)
Foreign currency translation	-	-	-	1,091	1,091
Transactions with owners in their capacity as owners					
Issue of shares	5,867,756	-	-	-	5,867,756
Share issue costs	(212,908)	-	-	-	(212,908)
Balance at 30 June 2025	13,544,378	(855,570)	744,143	1,091	13,434,042

The accompanying notes form part of these financial statements.

Scalare Partners Holdings Limited

ACN 629 598 778

Consolidated Statement of Cash Flows

For the Year Ended 30 June 2026

	Note	2026 $	2025 $
CASH FLOWS FROM OPERATING ACTIVITIES:			
Receipts from customers		**16,546,430**	2,449,486
Payments to suppliers and employees		**(10,487,934)**	(4,635,466)
Government grants and tax incentive received		**279,994**	75,620
Interest and dividends received		**132,180**	24,265
Interest paid		**(285,433)**	(5,760)
Net cash provided by operating activities	33	**6,185,237**	(2,091,855)
CASH FLOWS FROM INVESTING ACTIVITIES:			
Acquisition of financial assets		**-**	(441,678)
Payments for bank guarantees		**(273,020)**	
Purchase of plant and equipment		**(3,607,592)**	(13,562)
Payments for intangible assets		**(20,000)**	-
Payments for acquisition of subsidiaries		**(2,088,000)**	(233,331)
Net cash (used in) investing activities		**(5,988,612)**	(688,571)
CASH FLOWS FROM FINANCING ACTIVITIES:			
Proceeds from issue of shares		**2,779,731**	4,301,100
Payments related to issue of shares		**(160,307)**	(443,009)
Proceeds from borrowings		**1,294,567**	-
Repayment of borrowings		**(507,752)**	-
Repayment of lease liabilities		**(8,559,533)**	-
Fit-out contributions received from landlords		**4,366,839**	-
Net cash (used in) financing activities		**(786,456)**	3,858,091
Net (decrease)/ increase in cash and cash equivalents held		**(589,831)**	1,077,665
Cash and cash equivalents at the beginning of the year – Candy Club		**-**	684
Cash and cash equivalents at the beginning of the year – Scalare Partners		**1,882,814**	804,465
Cash acquired on business combinations		**530,295**	-
Cash and cash equivalents at the end of the Year	7	**1,823,278**	1,882,814

The accompanying notes form part of these financial statements.

Notes to the Consolidated Financial Statements

For the Year Ended 30 June 2026

The financial report covers Scalare Partners Holdings Limited and its controlled entities ('the Group'). Scalare Partners Holdings Limited is a for profit Company limited by shares, incorporated and domiciled in Australia.

Each of the entities within the Group prepare their financial statements based on the currency of the primary economic environment in which the entity operates (functional currency). The consolidated financial statements are presented in Australian dollars which is the parent entity's functional and presentation currency.

The financial report was authorised for issue by the Directors on 31 August 2026.

Comparatives are consistent with prior years, unless otherwise stated.

1 Basis of Preparation

This consolidated general purpose financial report for the year ended 30 June 2026 has been prepared in accordance with the requirements of Australian Accounting Standards and the Corporations Act 2001, as appropriate for for-profit oriented entities. These financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board ('IASB').

New or amended Australian Accounting Standards and Interpretations adopted.

The Group has adopted all the new and amended Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period. Any new or amended Australian Accounting Standards and Interpretations that are not yet mandatory have not been early adopted.

The financial statements have been prepared on an accruals basis and are based on historical costs modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities.

Material accounting policies adopted in the preparation of these financial statements are presented below and are consistent with prior reporting periods unless otherwise stated.

Historical cost convention

The financial statements have been prepared under the historical cost convention, except for, where applicable, the revaluation of financial assets and liabilities at fair value through profit or loss, financial assets at fair value through other comprehensive income and certain classes of property and plant and equipment.

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 consolidated entity's accounting policies.

Principles of consolidation

The consolidated financial statements incorporate the assets, liabilities and results of entities controlled by Scalare Partners Pty Ltd at the end of the reporting period. Scalare controls an entity when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

Where controlled entities have entered or left the Group during the year, the financial performance of those entities are included only for the period of the year they were controlled. All controlled entities have a June financial year-end.

Notes to the Consolidated Financial Statements

For the Year Ended 30 June 2026

1 Basis of Preparation (continue)

In preparing the consolidated financial statements all inter-group balances and transactions between entities in the consolidated group have been eliminated on consolidation. Accounting policies of subsidiaries are consistent with those adopted by the parent entity.

Controlled Entities

A list of controlled entities is shown below.

Parent Entity	Country of Incorporation
Scalare Partners Holdings Limited (legal parent)	Australia

Subsidiaries	Percentage Owned* Country of Incorporation	2026	2025
Scalare Partners Pty Ltd (accounting parent)	Australia	100%	100%
Scalare Operations Pty Ltd	Australia	100%	100%
Scalare Investment Pty Ltd	Australia	100%	100%
Scalare ATC Pty Ltd (ATC)	Australia	100%	100%
Tech Ready Women Pty Ltd (TRW)	Australia	100%	100%
InHouse Ventures (IHV)	Australia	100%	100%
The Founders' Union Pty Ltd (TFU)	Australia	100%	100%
Scalare Partners Inc. (USA)	United States of America	100%	100%
Tank Stream Labs Pty Ltd - Acquired 10 September 2025	Australia	100%	-
Planet Startup Pty Ltd - Acquired 30 September 2025	Australia	100%	-
Fishburners Holdings Pty. Ltd - Incoporated 27 May 2026	Australia	100%	-
EquityRoom Pty Ltd - Incorporated 5 May 2026	Australia	51%	-

*The percentage of ownership interest held is equivalent to the percentage voting rights for all subsidiaries.

2 Material Accounting Policy Information

(a) Revenue and other income

Revenue from contracts with customers

The core principle of AASB 15 is that revenue is recognised on a basis that reflects the transfer of promised goods or services to customers at an amount that reflects the consideration the Group expects to receive in exchange for those goods or services.

Generally, the timing of the payment for sale of goods and rendering of services corresponds closely to the timing of satisfaction of the performance obligations, however where there is a difference, it will result in the recognition of a receivable, contract asset or contract liability.

None of the revenue streams of the Group have any significant financing terms as there is less than 12 months between receipt of funds and satisfaction of performance obligations.

Specific revenue streams

The revenue recognition policies for the principal revenue streams of the Group are:

Services payable by cash

Revenue in relation to the rendering of consulting and non-executive director services payable by cash is recognised on an accruals basis once the services have been delivered, most commonly on a monthly basis, predetermined in advance with reference to the corresponding agreement with the customer.

Where the value of the services is not predetermined in advance, revenue is recognised once the services have been delivered. Due to the uncertainty in the amount (for example, where the amount of the services is contingent upon the value of a capital raise), revenue is only recognised after the services have been delivered to ensure an accurate amount is recorded as revenue.

Services payable by stock options

Revenue in relation to rendering of services for share options is recognised when the share option has vested to the appointed Non-Executive Director (NED) as per the signed share option letter.

Annual support plan

Revenue is recognised on a straight-line basis over the period of the support plan services provided.

(a) Revenue and other income (continue)

Coworking space rentals, memberships, events and venue hire (Tank Stream Labs)

Revenue from coworking memberships, dedicated desk/office rentals, day passes, event hosting and venue hire is recognised over time as the customer simultaneously receives and consumes the benefits of access to the premises and related services.

- Fixed monthly or annual membership fees and dedicated space rentals are recognised on a straight-line

basis over the term of the agreement.

- Variable usage-based fees (e.g., meeting room bookings, event tickets, additional services) are recognised at the point in time when the service is provided or the event occurs.

- Up-front non-refundable fees (e.g., joining or setup fees) are recognised over the expected period of benefit to the customer, typically aligned with the initial membership term or estimated customer relationship period. Any incentives provided to customers (e.g., rent-free periods) are accounted for as a reduction of revenue over the lease term on a straight-line basis.

Revaluation of investments carried at fair value through profit or loss

The carrying amount of any financial asset recognised through profit or loss is revalued on at least a bi-annual basis. Indicators of the market value of the financial asset are obtained by reference to the value per share from the investee entities' most recent capital raise, and in the absence of a recent capital raise, by reference to other observable market indicators.

On disposal or sale of these financial assets, the difference between the carrying amount and the disposal amount, net of expenses, is recognised in profit or loss.

Interest income

Interest income is recognised when it is received.

(b) Financial instruments

Financial instruments are recognised initially on the date that the Group becomes party to the contractual provisions of the instrument.

On initial recognition, all financial instruments are measured at fair value plus transaction costs (except for instruments measured at fair value through profit or loss where transaction costs are expensed as incurred).

Financial assets

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Classification

Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets.

Notes to the Consolidated Financial Statements

For the Year Ended 30 June 2026

(b) Financial instruments (continue)

Amortised cost

The Group's financial assets measured at amortised cost comprise trade and other receivables and cash and cash equivalents in the statement of financial position.

Subsequent to initial recognition, these assets are carried at amortised cost using the effective interest rate method less provision for impairment.

Interest income, foreign exchange gains or losses and impairment are recognised in profit or loss. Gain or loss on derecognition is recognised in profit or loss.

Financial assets through profit or loss

All financial assets not classified as measured at amortised cost as described above are measured at FVTPL.

Net gains or losses, including any interest or dividend income are recognised in profit or loss.

Impairment of financial assets

Impairment of financial assets is recognised on an expected credit loss (ECL) basis for assets at amortised cost

When determining whether the credit risk of a financial assets has increased significantly since initial recognition and when estimating ECL, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis based on the Group's historical experience and informed credit assessment and including forward looking information.

(c) Business Combinations

Business combinations are accounted for using the acquisition method in accordance with AASB 3 *Business Combinations*.

Under this method:

- The acquirer is identified, and the acquisition date is the date on which the Group obtains control of the acquiree.

- The identifiable assets acquired and liabilities assumed are recognised at their fair value at the acquisition date (with limited exceptions as permitted by AASB 3).

- Goodwill is measured as the excess of the aggregate of the consideration transferred, the amount of any non-controlling interest, and the fair value of any previously held equity interest over the net fair value of identifiable assets acquired and liabilities assumed. If this amount is negative, a gain on bargain purchase is recognised in profit or loss.

- Acquisition-related costs (e.g., finder’s fees, advisory, legal, valuation and other professional fees) are expensed as incurred, except for costs to issue debt or equity securities which are recognised in accordance with AASB 9 and AASB 132.

Notes to the Consolidated Financial Statements

For the Year Ended 30 June 2026

(c) Business Combinations (continue)

- Contingent consideration is recognised at fair value at the acquisition date. If classified as equity, it is not remeasured and settlement is accounted for within equity. If classified as a liability, subsequent changes in fair value are recognised in profit or loss.

The purchase price allocation for business combinations completed during the year was finalised at the respective acquisition dates. No provisional amounts remain, and any adjustments to deferred consideration were made after the end of the measurement period. Details of the acquisitions of Tank Stream Labs Pty Ltd and Planet Startup Pty Ltd are provided in Note 29 *Business Combinations*

(d) Intangible assets

Goodwill

Goodwill is carried at cost less accumulated impairment losses. Goodwill is calculated as the excess of the sum of:

- the consideration transferred;
- any non-controlling interest; and
- the acquisition date fair value of any previously held equity interest;

over the acquisition date fair value of net identifiable assets acquired in a business combination.

Brand Names

Brand Names are calculated as the expected future economic benefits of brand and trademark in the form of future profits arising from business with customers deemed to have recognised the superiority over competition of the products and services offered by the company based on reputational, image and market positioning factors.

This asset is amortised on a straight-line basis over the period of its expected benefit, being its finite life of 5-10 years (depending on the specific asset and expected period of economic benefit).

Customer Base and Relationships

Customer Base and relationships represent the probable future economic benefits in the form of future cashflows derived from the business with customers. It reflects the company's established market presence, and its ability to generate consistent revenue from its existing customer relationships, loyalty and network.

This asset is amortised on a straight-line basis over the period of its expected benefit, being its finite life of 5-10 years (depending on the specific asset and expected period of economic benefit).

(d) Intangible assets (continue)

Intellectual Property

Intellectual Property ('IP') reflects the value of proprietary technology, including research and development expenses, labour, materials, and overhead, which give an edge over competition and ensures future cashflows derived from business with clients requiring the competitive advantages provided by this technology and other assets.

This asset is amortised on a straight-line basis over the period of its expected benefit, being its finite life of 5-10 years (depending on the specific asset and expected period of economic benefit).

Amortisation

Amortisation is recognised in profit or loss on a straight-line basis over the estimated useful lives of intangible assets, other than goodwill and brand names, from the date that they are available for use.

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

Impairment

At the end of each reporting period, the directors assess whether there is any indication that an asset may be impaired. The assessment will include the consideration of external and internal sources of information including dividends received from subsidiaries, associates or jointly controlled entities deemed to be out of pre-acquisition profits. If such an indication exists, an impairment test is carried out on the asset by comparing the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell and value in use, to the asset's carrying value. Any excess of the asset's carrying value over its recoverable amount is expensed to the profit or loss.

Where it is not possible to estimate the recoverable amount of an individual asset, the directors estimate the recoverable amount of the cash generating unit to which the asset belongs.

(e) Going concern

The Group recorded a loss before tax of $5,108,100 for year ended 30 June 2026 (2025: $3,090,619) and reported a deficiency in net current assets of $16,194,249 at 30 June 2026 ($262,586 surplus at 30 June 2025). Notwithstanding the loss for the year, the Group generated positive net cash inflows from operating activities of $6,185,237 during the financial year.

The Group also completed a capital raising of approximately $3 million (before costs) during the period to fund the acquisitions of Tank Stream Labs Pty Ltd and Planet Startup Pty Ltd, and associated working capital requirements.

Following the acquisitions of Tank Stream Labs Pty Ltd (10 September 2025) and Planet Startup Pty Ltd (30 September 2025), the Group now has a significantly strengthened revenue base, with Tank Stream Labs contributing $11,691,021 (78% of total service revenue).

The group has recognised a gain of $1,910,546 for the year ended 30 June 2026 in deferred consideration recognised in the business combinations of TechReady Women, InHouse Venture and Tank Streams Labs. As at 30 June 2026, there is $802,013 in deferred consideration payable.

Notes to the Consolidated Financial Statements

For the Year Ended 30 June 2026

(e) Going concern (continue)

Post year-end, the Group announced binding commitments for a Convertible Notes Facility of up to $25 million with The Blackstone Mercantile Group Ltd. SAC, comprising an initial $5,000,000 tranche (an immediate $500,000 loan and a further $4,500,000, of which $1,500,000 is to be applied to marketing services fees) and a further $20,000,000 available subject to conditions and shareholder approvals; the Company also intends to undertake a Bonus Option Issue to reduce dilution for existing shareholders. Approval for the above was obtained from shareholders at a general meeting held on 4 August 2026.

Notwithstanding these initiatives, there exists a material uncertainty that may cast significant doubt on the Group's ability to continue as a going concern. This uncertainty arises due to the Group's reliance on future capital raisings and the generation of sufficient cash flows from operations to meet its obligations as and when they fall due. Should any of the matters and uncertainties detailed above not be successfully concluded, the Group may be required to realise its assets and extinguish its liabilities other than in the normal course of business and at amounts different to those stated in the financial statements.

In the Directors' opinion, the going concern assumption is considered appropriate based on an expectation of generating sufficient cash to enable the Group to pay its debts as and when they are due and payable through both cash receipts from operations and from raising additional capital.

(f) Leases

The right of use asset is measured using the cost model, depreciated over the lease term on a straight-line basis and assessed for impairment in accordance with the impairment of assets accounting policy.

The lease liability is initially measured at the present value of the remaining lease payments at the commencement of the lease. The discount rate is the rate implicit in the lease, however where this cannot be readily determined, then a more applicable incremental borrowing rate is used.

Subsequent to initial recognition, the lease liability is measured at amortised cost using the effective interest rate method. The lease liability is remeasured whether there is a lease modification, change in estimate of the lease term or index upon which the lease payments are based (e.g. CPI) or a change in the Company's assessment of lease term.

Lease incentives received from the lessor relating to contributions towards fit-out costs are recognised as leasehold improvements and are deducted from the cost of the right-of-use asset. Leasehold improvements are depreciated on a straight-line basis over the associated lease term.

(g) Critical Accounting Estimates and Judgements

The Directors make estimates and judgements during the preparation of these financial statements regarding assumptions about current and future events affecting transactions and balances.

These estimates and judgements are based on the best information available at the time of preparing the financial statements, however as additional information is known then the actual results may differ from the estimates.

The significant estimates and judgements made have been described below.

Key estimates - fair value of financial instruments

The Group has certain financial assets and liabilities which are measured at fair value. Where fair value is not able to be determined based on quoted price, a valuation model has been used. The inputs to these models are observable, where possible, however these techniques involve significant judgements and estimates and therefore

(g) Critical Accounting Estimates and Judgements (continue)

fair value of the instruments could be inputs.

Impairment of Intangible Assets and Goodwill

Intangible assets are assessed at each reporting date for indicators of impairment. Where an indicator of impairment exists, the Group estimates the asset's recoverable amount, being the higher of its fair value less costs of disposal and its value in use. Intangible assets with indefinite useful lives, and intangible assets not yet available for use, are tested for impairment annually and whenever indicators of impairment exist. An impairment loss is recognised in profit or loss where the carrying amount of an asset or cash-generating unit exceeds its recoverable amount.

Recognition of Deferred Taxes

Deferred tax assets are recognised for deductible temporary differences and carried-forward tax losses to the extent that it is probable that future taxable profits will be available against which those amounts can be utilised.

Notwithstanding the Group's history of operating losses, the Directors have determined that recognition of deferred tax assets at 30 June 2026 is appropriate based on forecasts supporting the availability of sufficient future taxable profits. This assessment is supported by the Group's approved forecasts and budgets, expected growth in revenue and operating performance, and other relevant circumstances supporting the Group's expected transition to taxable profitability. The deferred tax assets have been recognised only to the extent that the Directors consider it probable that the associated tax losses and deductible temporary differences will be utilised against future taxable profits.

3 Revenue and Other Income

	2026	2025
	$	**$**
Revenue from contracts with customers		
- Tank Stream Labs rental and services revenue	**11,691,012**	-
- Consultancy fees	**1,473,153**	1,204,752
- Tech Ready Women Programs	**725,368**	751,655
- Inhouse Ventures Programs	**149,288**	53,308
- Directorship revenue	**347,768**	584,207
- capital raise fees	**-**	53,337
- annual support plan	**-**	42,500
- Australian Technology Competitions corporate sponsorships	**256,998**	174,803
- The Founders Union	**258,604**	-
	14,902,191	2,864,562
Revenue from Investments		
- unrealised gains in fair value of shares	**797,978**	38,696
- realised gain/(loss) on sale of financial assets	**-**	291,682
	797,978	330,378
Total revenue	**15,700,169**	3,194,940

Notes to the Consolidated Financial Statements

For the Year Ended 30 June 2026

3 Revenue and Other Income (continue)

Other Income	**2026** **$**	2025 $
- dividends & other income	**15,548**	1,400
- government grants	**279,994**	75,620
- interest income	**117,464**	31,447
- fair value gains on deferred consideration	**1,910,546**	183,097
- debt forgiveness	**-**	52,010
	2,323,552	343,574
Total revenue and other income	**18,023,721**	3,538,514

4 Expenses

	2026 **$**	2025 **$**
Depreciation		
Plant and equipment	**274,486**	**13,562**
Operating lease right-of-use assets	**5,445,513**	**-**
Leasehold improvements	**681,270**	**-**
Total Depreciation	**6,401,269**	**13,562**
Amortisation		
Intellectual Property	**115,886**	83,282
Brand Names	**166,525**	14,464
Customer base and relationship	**539,099**	66,470
Total Amortisation	**821,510**	**164,216**
Total depreciation and amortisation	**7,222,778**	**177,779**

	2026 **$**	2025 $
Impairment of Goodwill		
TechReady Women	**368,184**	**-**
Inhouse Ventures	**508,383**	
Total Impairment of Goodwill	**876,567**	
Share based payments		
Non-executive director payments in lieu of cash	**451,402**	**-**
Finance costs		
Interest and finance charges paid/payable on borrowings	**302,391**	**-**
Interest and finance charges paid/payable on lease liabilities	**2,350,838**	-
Total finance costs	**2,653,229**	-

Notes to the Consolidated Financial Statements

For the Year Ended 30 June 2026

5 Income Tax

Reconciliation of income tax to accounting loss:

	2026 $	2025 $
Loss before tax	**(5,108,100)**	(3,090,619)
Tax rate	**25%**	25%
	(1,277,025)	(772,655)
Add/(Subtract):		
Tax effect of:		
Non-deductible expenses	**335,337**	473,578
Prior year tax losses not previously recognised now recognised	**310,059**	-
Current year tax losses brought to account	**(898,926)**	-
Non-assessable income	**(156,940)**	(146,052)
Income tax benefit	**(1,687,495)**	(445,129)

6 Operating Segments

Identification of reportable segments
The Group operates both in the USA (under Scalare Partners Inc., since February 2025, see note 1, *Controlled entities*) and in Australia in one operational segment.

Intersegment receivables, payables and loans
Intersegment loans are initially recognised at the consideration received. Intersegment loans receivable and loans payable that earn or incur non-market interest are not adjusted to fair value based on market interest rates. Intersegment loans are eliminated on consolidation.

Comparison to the previous period
The Group operated only in Australia prior to the incorporation of the USA operating segment in February 2025.

Year ended 30 June 2026, in AU$	**Australian Operations $**	**USA Operations $**	**Intersegment Eliminations $**	**Total $**
Trading Income	15,509,105	191,064	-	15,700,169
Other Income	2,206,088	-	-	2,206,088
Total Income	17,715,193	191,064	-	17,906,257
Intersegment Expenses	-	-	-	-
EBITDA	5,692,753	(165,743)	-	5,527,010
Depreciation, Amortisation & Impairment	-	-	-	(8,099,345)
Interest and Tax	-	-	-	(848,270)
Net loss after tax	-	-	-	**(3,420,605)**
Assets	58,005,402	-	201,520	58,206,922
Liabilities	42,698,725	(293,813)	-	42,992,538
Net Assets/(Deficiency)	**15,306,677**	**(293,813)**	**201,520**	**15,214,384**

Notes to the Consolidated Financial Statements

For the Year Ended 30 June 2026

6 Operating Segments (continue)

Year ended 30 June 2025, in AU$	Australian Operations $	USA Operations $	Intersegment Eliminations $	Total $
Intersegment Income	-	-	-	-
Trading Income	3,194,940	-	-	3,194,940
Other Income	343,574	-	-	343,574
Total Income	3,538,514	-	-	3,538,514
Intersegment Expenses	-	-	-	-
EBITDA	(1,189,635)	(137,553)	-	(1,327,189)
Unallocated Expenses	-	-		(1,611,339)
Depreciation, Amortisation & Impairment	-	-	-	(177,779)
Interest and Tax	-	-	-	470,817
Net loss after tax	-	-	-	**(2,645,490)**
Assets	17,277,793	153	(116,116)	17,161,830
Liabilities	3,707,234	136,670	(116,116)	3,727,788
Net Assets/(Deficiency)	**13,570,559**	**(136,517)**	-	**13,434,042**

7 Cash and Cash Equivalents

	2026 $	2025 $
Cash at bank and in hand	**1,823,278**	1,882,814
	1,823,278	1,882,814

8 Trade and Other Receivables

	2026 $	2025 $
CURRENT		
Trade receivables	**410,761**	228,533
Provision for doubtful debts	**(249,600)**	-
	161,161	228,533
Other receivables	-	7,182
	161,161	235,715

9 Other Assets

	2026 $	2025 $
CURRENT		
Prepayments	**72,322**	88,926
	72,322	**88,926**

Notes to the Consolidated Financial Statements

For the Year Ended 30 June 2026

10 Financial Assets at Fair Value through Profit or Loss

	2026 $	2025 $
NON-CURRENT		
Financial assets - options	**1,577,977**	1,411,642
Financial assets – unlisted shares	**10,420,904**	9,341,013
Financial assets - convertible notes	**544,407**	480,320
	12,543,288	11,232,975

11 Intangible Assets

	2026 $	2025 $
NON-CURRENT		
Goodwill	**6,626,307**	2,113,265
Less: Accumulated impairment	**(876,567)**	-
	5,749,740	2,113,265
Customer Base and Relationships - at cost	**3,659,728**	709,428
Less: Accumulated amortisation	**(605,569)**	(66,470)
	3,054,159	642,958
Intellectual Property - at cost	**876,115**	876,115
Less: Accumulated amortisation	**(199,168)**	(83,282)
	676,947	792,833
Brand Names - at cost	**1,110,176**	186,808
Less: Accumulated amortisation	**(180,989)**	(14,464)
	929,187	172,344
	10,410,033	3,721,400

Notes to the Financial Statements

For the Year Ended 30 June 2026

11 Intangible Assets (continue)

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

	Goodwill	Customer Base and Relationship	Intellectual Property	Brand Names	Total
Balance at 1 July 2024	2,113,265	709,428	876,115	186,808	3,885,616
Amortisation expense	-	(66,470)	(83,282)	(14,464)	(164,216)
Balance at 30 June 2025	**2,113,265**	**642,958**	**792,833**	**172,344**	**3,721,400**
Additions through business combinations (note 29)	4,513,042	2,950,300	-	923,368	8,386,710
Impairment charge	(876,567)	-	-	-	(876,567)
Amortisation expense	-	(539,099)	(115,886)	(166,525)	(821,510)
Balance at 30 June 2026	**5,749,740**	**3,054,159**	**676,947**	**929,187**	**10,410,033**

As at 30 June 2026, the accounting for the acquisitions Planet Startup Pty Ltd, Tank Stream Labs Pty Ltd are complete, and management have undertaken an exercise to determine the allocation of the identifiable intangible assets acquired as part of the business combination accounting.

Intangible assets acquired in a business combination are recognised at fair value at the acquisition date. Following initial recognition, intangible assets with finite useful lives are carried at cost less accumulated amortisation and accumulated impairment losses. They are amortised on a straight-line basis over their estimated useful lives.

Intangible assets with indefinite useful lives are not amortised. Instead, they are tested for impairment annually or more frequently if events or changes in circumstances indicate they may be impaired.

Goodwill is considered to have an indefinite useful economic life. It is therefore not amortised but is instead tested annually for impairment, or more frequently if events or changes in circumstances indicate that it might be impaired.

Impairment testing and key assumptions:

For the purpose of impairment testing, goodwill and other intangible assets are allocated to the cash-generating units ("CGUs") that are expected to benefit from the relevant business combination. Management test these assets for impairment every six months and whenever there is an indication that they may be impaired.

The Group's impairment assessment incorporates discounted cash flow forecasts based on financial budgets and forecasts approved by management, adjusted where appropriate to reflect current trading performance and management's expectations regarding future operating conditions. Key assumptions used in determining recoverable amounts include forecast revenue and revenue growth, operating costs and margins, discount rates and terminal value assumptions. These assumptions reflect management's assessment of historical performance, current market and operating conditions and expected future performance of the relevant CGU.

11 Intangible Assets (continued)

The cash flow forecasts reflect management's assessment of historical performance, current trading, contracted and expected revenue, market conditions and the operating cost base of each CGU. Revenue growth and operating costs are the principal operating assumptions. Variable costs are forecast with reference to expected revenue and activity levels, while overheads are based on approved budgets and expected operating requirements. The discount rates reflect the time value of money and risks specific to the relevant CGU.

Based on these assumptions, the recoverable amount of each cash-generating unit was assessed compared to its carrying amount.

The impairment assessment is sensitive to changes in key assumptions, particularly forecast revenue growth, operating costs, the discount rate and terminal value assumptions. Management has considered reasonably possible changes in these assumptions as part of its assessment.

The following key assumptions were used in the impairment assessments and sensitivity testing as at 30 June 2026:

CGU	Pre-tax discount rate	Revenue growth assumptions	Terminal value assumption
Tank Stream Labs Pty Ltd	9.6%	FY27: 51.6% due to new locations are available to generate more revenue; thereafter approximately 10% p.a. over the remaining explicit forecast period.	5.0x terminal-year net cash flow
Tech Ready Women Pty Ltd	9.6%	FY27: 10.0%; FY28-FY31: 15.0% p.a.	4.0x terminal-year net cash flow
Inhouse Ventures Pty Ltd	9.6%	FY27: 200% representing a significant scale-up from the quantifiably low level FY26 base; subsequent annual growth moderates to approximately 10%-15%.	4.8x terminal-year net cash flow

Management will continue to monitor actual performance against forecast assumptions and relevant market conditions. Changes in these assumptions may result in a materially different assessment of recoverable amount in future reporting periods.

12 Other financial assets

	2026	2025
	$	**$**
Lease bank guarantee Melbourne	**318,182**	-
Lease bank guarantee 24 Campbell Street	**971,835**	-
Lease bank guarantee Barangaroo	**285,001**	-
Lease bank guarantee Martin Place	**786,868**	-
Lease bank guarantee Kent Street	**144,336**	-
Lease bank guarantee Brisbane	**321,984**	-
Lease bank guarantee Tank Stream Suites	**288,561**	-
Total other financial assets	**3,116,767**	**-**

Notes to the Financial Statements

For the Year Ended 30 June 2026

13 Property, plant and equipment

	2026 $	2025 $
NON-CURRENT		
Plant and Equipment - at cost	**1,178,154**	23,290
Less: Accumulated depreciation	**(189,858)**	(23,290)
	988,296	-
Leasehold Improvement - at cost	**5,389,103**	-
Less: Accumulated depreciation	**(681,270)**	-
	4,707,833	-
Fit-Out Costs- at cost	**880,927**	-
Less: Accumulated depreciation	**(84,628)**	-
	796,299	-
Right of Use Assets - at cost	**26,502,728**	-
Less: Accumulated depreciation	**(5,445,513)**	-
	21,057,215	**-**
Capital works in progress	**2,307,938**	-
	29,857,581	-

	Plant and equipment	Leasehold improvements	Fit-out costs	Right of use assets	Capital works in progress	Total
Balance at 1 July 2024	23,290	-	-	-	-	23,290
Depreciation expense	(23,290)	-	-	-	-	(23,290)
Balance at 30 June 2025	-	-	-	-	-	-
Additions	322,555	1,729,400	194,177	5,277,664	2,307,938	9,831,734
Additions through business combinations	855,599	3,659,703	686,750	21,225,064	-	26,427,116
Depreciation expense	(189,858)	(681,270)	(84,628)	(5,445,513)	-	(6,401,269)
Balance at 30 June 2026	**988,296**	**4,707,833**	**796,299**	**21,057,215**	**2,307,938**	**29,857,581**

14 Trade and Other Payables

	2026 $	2025 $
CURRENT		
Trade payables	**3,763,890**	281,064
Other payables and accrued expenses	**1,442,651**	1,051,404
Total	**5,206,541**	1,332,468

Notes to the Financial Statements

For the Year Ended 30 June 2026

14 Trade and Other Payables (continue)

Trade and other payables are unsecured, non-interest bearing and are normally settled within 30 days. The carrying value of trade and other payables is considered a reasonable approximation of fair value due to the short-term nature of the balances.

15 Contract Liabilities

	2026	2025
	$	$
CURRENT		
Deferred revenue	487,408	191,270
	487,408	191,270

16 Employee Entitlements

	2026	2025
	$	$
CURRENT		
Annual leave	325,200	176,191
	325,200	176,191

	2026	2025
	$	$
NON-CURRENT		
Provision for long service leave	141,336	66,786
	141,336	66,786

17 Borrowings

	2026	2025
	$	$
CURRENT		
Loans	1,194,190	-
	1,194,190	-

	2026	2025
	$	$
NON-CURRENT		
Loans	665,992	-
	665,992	-

17 Borrowings (continued)

Key terms and security

The borrowings comprise three loan facilities provided by Tractor Ventures Pty Ltd to Tank Stream Labs Pty Ltd (a wholly owned subsidiary of the Group) and Scalare Partners Pty Ltd:

- Loan 1 (dated 28 April 2026): $1,250,000 principal plus $12,500 restructuring fee; monthly repayments of approximately $63,947; interest rate 19.5%; maturity date in April 2028. Loan balance $1,157,038 as at 30 June 2026.

- Loan 2 (dated 18 May 2026): $500,000 principal plus $6,000 establishment fee; monthly repayments of approximately $18,639; interest rate 19.5%; maturity date in May 2029. Loan balance $489,995 as at 30 June 2026.

- Loan 3 (dated 6 August 2025): $213,150 principal plus $950 establishment fee; no monthly repayments; interest rate 16.56%; maturity date in September 2026.

All facilities carry an interest rate range of 16.56 to 19.5% p.a., with maturity dates ranging from late 2026 to mid-2029 (exact terms per individual loan schedules).

The loans are secured by a first-ranking fixed and floating charge over all present and after-acquired property of Tank Stream Labs Pty Ltd and Scalare Partners Pty Ltd, including its leasehold interests, business assets and proceeds, research and development refund. The facilities were used for working capital, accelerating product development, and general operational purposes of Tank Stream Labs Pty Ltd and Scalare Partners Pty Ltd.

The Group complied with all repayment obligations at balance date. No defaults or breaches occurred during the financial year.

18 Lease Liabilities

	2026 $	2025 $
CURRENT		
Lease Liabilities	8,271,962	-
	8,271,962	-

	2026 $	2025 $
NON-CURRENT		
Lease Liabilities	21,372,139	-
	21,372,139	-

Notes to the Financial Statements

For the Year Ended 30 June 2026

19 Other Liabilities

	2026	2025
	$	$
CURRENT		
Lease deposits	**2,267,819**	-
Deferred consideration	**497,890**	244,940
	2,765,709	244,940

	2026	2025
	$	$
NON-CURRENT		
Deferred consideration	**304,123**	1,150,060
Deferred fit out contribution	**2,257,938**	-
	2,562,061	1,150,060

Lease deposits of $2,267,819 (current) represent refundable security bonds received from Tank Stream Labs' clients and subtenants in respect of their occupation of coworking space, access cards, dedicated desks, offices or other leased areas. These deposits are held by Tank Stream Labs Pty Ltd as security against potential damage or unpaid obligations under the respective client/sub-tenancy agreements. They are expected to be refunded to the relevant clients/subtenants at the end of their respective occupancy periods, subject to no breaches of the sub-tenancy terms.

Deferred fit-out contribution

During the financial year 2026 the Group received $2,257,938 from a landlord as an advance fit-out contribution (reimbursement) for costs incurred on leases that have not yet commenced operation. This amount is classified as a non-current liability and will be adjusted against the right-of-use asset at the inception of the lease.

Deferred consideration is payable in relation to the acquisition of:

- Tech Ready Women Pty Ltd ('TRW') over a 3-year period and is contingent upon TRW's achievement of projected revenue levels over this period. Management have performed an assessment of the probability of achieving these revenue levels at 30 June 2026. See notes 29 for further details.

- Tank Stream Labs Pty Ltd (‘TSL’) over a 1-year period from acquisition date and is contingent upon TSL's achievement of key performance indicators over this period. Management have performed an assessment of the probability of achieving these key performance indicators at 30 June 2026. See note 29 for further details.

Notes to the Financial Statements
For the Year Ended 30 June 2026

20 Issued Capital

	2026 $	2025 $
143,404,598 (30 June 2025: 98,048,690) Ordinary shares	**18,504,768**	13,544,378

(a) Ordinary shares

	2026 # of shares	2026 $ value
At the beginning of the reporting period (1 July 2025)	**98,048,690**	13,544,378
Shares issued under placement to fund the acquisition of Tank Stream Labs (Tranche 1 – 31 July 2025)	**8,217,023**	986,043
Shares issued under Share Purchase Plan (SPP – 2 September 2025)	**757,067**	90,848
Shares issued under placement to fund the acquisition of Tank Stream Labs (Tranche 2 – 10 September 2025)	**14,182,976**	1,702,837
Shares issued as consideration for the acquisition of Tank Stream Labs (10 September 2025)	**15,100,001**	1,585,500
Shares issued as consideration for the acquisition of Planet Startup (1 October 2025)	**3,214,287**	289,286
Shares issued to directors in lieu of director fees	**2,273,409**	272,844
Shares issued to employees in lieu of salaries and bonuses	**1,611,145**	193,339
Share issue costs	**-**	(160,307)
At the end of the reporting period	**143,404,598**	18,504,768

The holders of ordinary shares are entitled to participate in dividends and the proceeds of the Company's winding up. On a show of hands at meetings of the Company, each holder of ordinary shares has one vote in person or by proxy, and upon a poll, each share is entitled to one vote.

The Company does not have authorised capital or par value in respect of its shares.

The key objectives of the Company when managing capital is to safeguard its ability to continue as a going concern and maintain optimal benefits to stakeholders. The Company defines capital as its equity and net debt.

There has been no change to capital risk management policies during the year.

The Company manages its capital structure and makes funding decisions based on the prevailing economic environment and has a number of tools available to manage capital risk.

Notes to the Financial Statements

For the Year Ended 30 June 2026

21 Reserves

	2026 $	2025 $
Option reserve		
Share based payments	**975,171**	744,143
	975,171	744,143

Option reserve	Balance at Beginning of Year $	Granted $	Balance at End of Year $
Performance rights	-	231,028	231,028
Options	744,143*	-	744,143
Total	**744,143**	**231,028**	**975,171**

*These options have expired unexercised

This reserve records the cumulative value of employee service received for the issue of share options and performance rights. When the option or performance right is exercised the amount in the share option reserve is transferred to issued capital.

	2026 $	2025 $
Foreign currency translation reserve		
Foreign currency translation	**10,620**	1,091
	10,620	1,091

The foreign currency translation reserve arises from translating the financial statements of the Group's entity incorporated in the USA into Australian dollars. This reserve will remain in equity until the disposal or partial disposal of the foreign operation.

	Balance at Beginning of Year $	Exchange rate movement $	Balance at End of Year $
Foreign currency translation	1,091	9,529	10,620
Total	**1,091**	**9,529**	**10,620**

22 Earnings per share

	2026 $	2025 $
Loss for the Year	**(3,420,605)**	(2,645,490)
Earnings used in the calculation of basic and dilutive EPS from continuing operations	**(3,420,605)**	(2,645,490)

Weighted average number of ordinary shares outstanding during the year used in calculating basic and diluted EPS

Notes to the Financial Statements

For the Year Ended 30 June 2026

22 Earnings per share (continue)

	2026	2025
	No.	**No.**
Weighted average number of ordinary shares outstanding during the year used in calculating basic EPS	134,244,746	86,729,595

	2026	2025
	Cents	**Cents**
Basic earnings per share (cents)	**(2.55)**	(3.05)
Diluted earnings per share (cents)	**(2.55)**	(3.05)

23 Tax Assets and Liabilities

Deferred tax (assets) and liabilities	**Opening Balance $**	**Charged to Income $**	**Closing Balance $**
Fair value gains	1,501,425	9,674	1,511,099
Provision	(22,367)	(48,778)	(71,145)
Deferred revenue	(15,033)	(32,784)	(47,818)
Black Hole Expenditure	(2,542)	(5,542)	(8,084)
Accrued expenses	(77,562)	(169,145)	(246,707)
Prepayments	2,435	19,794	22,229
Tax losses	(818,212)	(177,323)	(995,535)
Impact of business combinations and intangible assets	-	402,034	402,034
Balance at 30 June 2025	**568,144**	**(2,071)**	**566,073**
Fair value gain	1,511,099	677,131	2,188,230
Provision	(71,145)	(76,029)	(147,174)
Doubtful debt provision	-	(62,400)	(62,400)
Deferred revenue	(47,818)	(74,034)	(121,852)
Black Hole Expenditure	(8,084)	(41,463)	(49,547)
Accrued expenses	(246,707)	112,092	(134,615)
Net lease liability	-	(969,763)	(969,763)
Prepayments	22,229	(4,149)	18,080
Tax losses	(995,535)	(1,107,989)	(2,103,524)
Impact of business combinations and intangible assets	402,034	758,039	1,160,073
Balance at 30 June 2026	**566,073**	**(788,565)**	**(222,492)**

The group's total tax losses available to be offset against future taxable profits are: $8,414,094,(2025: $2,741,903)

Notes to the Financial Statements

For the Year Ended 30 June 2026

24 ASX Initial Listing Expenses

	2026 $	2025 $
Shares issued to the existing shareholders of Candy Club Holdings Limited	-	500,000
Other initial listing and advisory expenses	-	486,731
Total	**-**	**986,731**

25 Financial Risk Management

The Group is exposed to a variety of financial risks through its use of financial instruments.

The Group's overall risk management plan seeks to minimise potential adverse effects due to the unpredictability of financial markets.

The most significant financial risks to which the Group is exposed to are described subsequently:

Specific risks

- Liquidity risk
- Credit risk
- Market risk - with the most significant exposure being to price risk

Financial instruments used

The principal categories of financial instrument used by the Group are as follows:

	2026 $	2025 $
Financial assets		
Held at amortised cost		
Cash and cash equivalents	**1,823,278**	1,882,814
Trade and other receivables	**161,161**	235,715
Fair value through profit or loss (FVTPL)		
Equity securities - designated at fair value through Profit or Loss	**12,543,288**	11,232,975
Total financial assets	**14,527,727**	13,351,504
Financial liabilities		
Held at amortised cost		
Trade and other payables	**5,206,541**	1,332,468
Contract liabilities	**487,408**	191,270
Fair value through profit or loss (FVTPL)		

25 Financial Risk Management (continued)

Financial liabilities	2026 $	2025 $
Borrowings	**1,860,182**	-
Lease liabilities	**29,644,101**	
Other liabilities	**5,327,770**	1,395,000
Total financial liabilities	**42,526,002**	2,918,738

Objectives, policies and processes

The Board of Directors have overall responsibility for the establishment of the Group's financial risk management framework. This includes the development of policies covering specific areas such as foreign exchange risk, interest rate risk, liquidity risk, credit risk and the use of derivatives.

Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities.

The day-to-day risk management is carried out by the Group's finance function under policies and objectives which have been approved by the Board of Directors. The Chief Financial Officer has been delegated the authority for designing and implementing processes which follow the objectives and policies. This includes monitoring the levels of exposure to interest rate and foreign exchange rate risk and assessment of market forecasts for interest rate and foreign exchange movements.

Mitigation strategies for specific risks faced are described subsequently:

Liquidity risk

Liquidity risk arises from the Group's management of working capital. It is the risk that the Group will encounter difficulty in meeting its financial obligations as they fall due.

The Group's policy is to ensure that it will always have sufficient cash to allow it to meet its liabilities as and when they fall due. The Group maintains cash and marketable securities to meet its liquidity requirements for up to 30-day periods.

At the reporting date, these reports indicate that the Group expected to have sufficient liquid resources to meet its obligations under all reasonably expected circumstances and will not need to draw down any of the financing facilities.

Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in a financial loss to the Group.

Credit risk arises from cash and cash equivalents, and deposits with banks and financial institutions, as well as credit exposure to customers, including outstanding receivables and committed transactions.

The credit risk for liquid funds and other short-term financial assets is considered negligible, since the counterparties are reputable banks with high quality external credit ratings.

25 Financial Risk Management (continued)

Trade receivables and contract assets

Trade receivables consist of a large number of customers, spread across diverse industries and geographical areas. Ongoing credit evaluation is performed on the financial condition of accounts receivable.

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry and country in which the customers operate.

Management considers that all the financial assets that are not impaired for each of the reporting dates under review are of good credit quality, including those that are past due.

The Group has no significant concentration of credit risk with respect to any single counterparty or group of counterparties.

On a geographical basis, the Group has significant credit risk exposures in Australia given the location of its operations

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices.

(i) Price risk

Price risk relates to the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices of securities held being available-for-sale or fair value through profit and loss.

Such risk is managed through diversification of investments across industries and geographic locations.

The Group's investments are held in early-stage start-up companies.

(ii) Foreign currency risk

The consolidated entity undertakes certain transactions denominated in foreign currency and is exposed to foreign currency risk through foreign exchange rate fluctuations.

Foreign exchange risk arises from future commercial transactions and recognised financial assets and financial liabilities denominated in a currency that is not the entity's functional currency. The risk is measured using sensitivity analysis and cash flow forecasting.

The consolidated entity’s exposure to foreign currency risk is not considered significant, as the level of transactions undertaken by the Group’s US operations and transactions denominated in foreign currencies are currently limited. Accordingly, movements in foreign exchange rates are not expected to have a material impact on the consolidated entity’s financial position or results.

(iii) Interest rate risk

The Group's borrowings comprise three loan facilities from Tractor Ventures Pty Ltd and Kascade, all held at fixed interest rates ranging from 16.56% to 19.5% p.a., with maturities between September 2026 and April 2028. As these facilities are fixed-rate and carried at amortised cost, the Group's exposure to *cash flow* interest rate risk on borrowings is limited.

Notes to the Financial Statements

For the Year Ended 30 June 2026

26 Key Management Personnel Remuneration

Key management personnel remuneration included within employee expenses for the year is shown below:

	2026	2025
	$	$
Short-term employee benefits	1,837,321	1,915,671
Post-employment benefits	129,364	134,162
Share-based payments	682,816	226,107
	2,649,501	2,275,941

27 Auditor's Remuneration

	2026	2025
	$	$
Remuneration of the auditor In.Corp Audit & Assurance Pty Ltd for:		
- audit and review of the financial statements	**56,000**	45,236
- corporate services	**1,500**	20,000
Total	**57,500**	65,236

28 Fair Value Measurement

Fair value hierarchy

AASB 13 *Fair Value Measurement* requires all assets and liabilities measured at fair value to be assigned to a level in the fair value hierarchy as follows:

Level 1	Unadjusted quoted prices in active markets for identical assets or liabilities that the entity can access at the measurement date.
Level 2	Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
Level 3	Unobservable inputs for the asset or liability.

The table below shows the assigned level for each asset and liability held at fair value by the Group:

	Level 1	Level 2	Level 3	Total
30 June 2026	**$**	**$**	**$**	**$**
Financial assets				
Unlisted shares	**-**	**5,371,752**	**5,049,152**	**10,420,904**
Derivatives	**-**	**249,751**	**1,328,226**	**1,577,977**
Convertible notes	**-**	**75,087**	**469,320**	**544,407**

Notes to the Financial Statements
For the Year Ended 30 June 2026

28 Fair Value Measurement (continue)

30 June 2025	Level 1 $	Level 2 $	Level 3 $	Total $
Financial assets				
Unlisted Shares	-	5,822,191	3,518,822	9,341,013
Derivatives	-	209,209	1,202,433	1,411,642
Convertible Notes	-	11,000	469,320	480,320

Reconciliation of movement in level 3 financial assets	Opening balance $	Fair value movement $	Closing balance $
Financial assets			
Unlisted Shares	3,518,822	1,530,330	5,049,152
Derivatives	1,202,433	125,793	1,328,226
Convertible Notes	469,320	-	469,320
Total	**5,190,575**	**1,656,123**	**6,846,698**

Valuation techniques for fair value measurements

The Group reviews the progress of each portfolio company on a regular basis, including a formal valuation review twice a year.

The financial assets held by the Group are classified as Level 2 and Level 3 in the fair value hierarchy as defined under AASB 13 Fair Value Measurement. This classification reflects the use of valuation techniques that incorporate observable market inputs other than quoted prices for identical assets (Level 1).

The fair value of these financial assets has been determined using either the price of recent investment or a market approach. The price of recent investment, where performed within the prior 12 months and involved funds raised from new investors is considered to be transacted under market conditions and reflects pricing that is observable and relevant at the measurement date.

The market approach relies on observable inputs derived from the analysis of comparable companies operating in similar industries and geographies. These inputs include, but are not limited to, market multiples, recent transaction prices, and other relevant market data that are publicly available or sourced from reputable financial databases.

In accordance with paragraph 61 of AASB 13, the valuation techniques employed maximise the use of relevant observable inputs and minimise the use of unobservable inputs.

The inputs used are considered to be directly or indirectly observable in the market and reflect assumptions that market participants would use when pricing the assets at the measurement date.

Valuation techniques for fair value measurements (continue)

The assets are valued either through a revenue multiple or at last transacted price of the equity instruments held. The revenue multiples used range from 4x to 10x. A 5% reduction to the revenue multiples would result in a revaluation decrement of $622,133 (2025: $561,649).

For investee entities that both hold financial assets and generate trading income, fair value is determined using the valuation methodology considered most appropriate in the circumstances. This may include consideration of the value of underlying financial assets, trading performance, market-based revenue multiples, or a combination of these factors, based on management's assessment of the information available at the measurement date.

Highest and best use

The current use of each asset measured at fair value is considered to be its highest and best use.

29 Business Combinations

During the year ended 30 June 2026, the Group completed the following business combinations accounted for under AASB 3 *Business Combinations*:

(a) Acquisition of Tank Stream Labs Pty Ltd ("TSL") – 10 September 2025

On 10 September 2025 the Group acquired 100% of the issued shares in Tank Stream Labs Pty Ltd, a provider of coworking spaces, founder community events, and startup ecosystem services in Australia.

Purchase Consideration at fair value at 10 September 2025:	$
Cash paid at completion	1,938,000
Equity instruments (ordinary shares issued) – fair value at acquisition date	1,585,500
Contingent consideration (current)	1,562,500
Total consideration	**5,086,000**

Identifiable assets or liabilities acquired at fair value at 10 September 2025:	**$**
Cash and cash equivalents	459,039
Trade and other receivables	956,559
Other current assets (primarily prepayments and fit-out related)	147,176
Property, plant and equipment (incl. fit-outs)	1,506,371
Right-of-use assets (leases)	24,884,767
Customer contracts & relationships	2,575,205
Brand name	840,388
Other non-current assets (primarily bank guarantees)	2,843,747
Trade and other payables	(2,625,821)
Borrowings (secured loans from Tractor Ventures)	(1,073,367)

29 Business Combinations (continue)

Identifiable assets or liabilities acquired at fair value at 10 September 2025:	**$**
Provisions and other liabilities (primarily lease deposits)	(1,665,848)
Lease liabilities	(27,376,945)
Deferred tax liabilities	(853,898)
Net identifiable assets acquired	**617,373**

Goodwill arising at 10 September 2025:	$
Total consideration	5,086,000
Less identifiable net assets acquired	(617,373)
Goodwill	**4,468,627**

Goodwill reflects the assembled workforce, established founder community network, expected revenue synergies from integration with the Group's accelerator and advisory services, and future growth potential in the coworking and events sector.

From the date of acquisition to 30 June 2026, TSL contributed $11,691,021 to service revenue and a net loss after tax of $2,368,258 (after lease interest, depreciation and other expenses) to the Group's profit or loss.

If the acquisition had occurred from the start of the financial year TSL would have contributed $14,495,881 to service revenue and a net loss after tax of $2,565,776 (after lease interest, depreciation and other expenses) to the Group's profit or loss.

(b) Acquisition of Planet Startup Pty Ltd ("PSU") – 30 September 2025

On 30 September 2025 the Group acquired 100% of the issued shares in Planet Startup Pty Ltd, a provider of virtual CFO services, financial modelling and advisory to early-stage technology companies.

Consideration transferred at fair value as at 30 September 2025	**$**
Cash paid at completion	150,000
Equity instruments (ordinary shares issued) – fair value at acquisition date	289,286
Total consideration	**439,286**

Identifiable assets or liabilities acquired at fair value at 30 September 2025:	**$**
Cash and cash equivalents	71,256
Trade and other receivables	8,350
Property, plant and equipment	35,978
Customer contracts & relationships	355,095

29 Business Combinations (continue)

Identifiable assets or liabilities acquired at fair value at 30 September 2025:	**$**
Brand name	82,980
Trade and other payables	(49,270)
Deferred tax liability	(109,519)
Net identifiable assets acquired:	394,870
Goodwill arising on acquisition:	**44,416**

Goodwill principally comprises assembled specialist team and expected cross-selling opportunities within the Group's broader founder support ecosystem.

From the date of acquisition to 30 June 2026, PSU would have contributed $713,097 to service revenue and a net loss after tax of $168,626 (after interest, depreciation and other expenses) to the Group's profit or loss.

If the acquisition had occurred from the start of the financial year PSU would have contributed $873,047 to service revenue and a net loss after tax of $144,153 (after interest, depreciation and other expenses) to the Group's profit or loss.

30 Leases

The Group applies AASB 16 *Leases* to all lease contracts in which it is the lessee, except for short-term leases (≤12 months) and leases of low-value assets, which are expensed on a straight-line basis.

Following the acquisition of Tank Stream Labs Pty Ltd on 10 September 2025, the Group recognised material lease contracts (primarily office and coworking premises) as a lessee for the first time.

During the financial year 2026, the Group recognised in profit or loss:	$
- Depreciation expense on right-of-use assets	5,445,513
- Interest expense on lease liabilities — included in finance costs	2,350,838
- Cash outflows for leases during the year – Total	9,125,188

The lease portfolio relates to properties leased by Tank Stream Labs. Most leases include options to extend; these are included in the lease liability only to the extent the Group is reasonably certain to exercise them. At this stage, it is not certain that these will be exercised. There are no material variable lease payments, residual value guarantees, or significant restrictions or covenants associated with the leases at balance date.

Notes to the Financial Statements

For the Year Ended 30 June 2026

30 Leases (continue)

The maturity analysis of lease liabilities based on contractual undiscounted cash flow is shown in the table below:

Year ended 30 June 2026	< 1 years $	1- 5 years $	Total undiscounted lease liabilities $	As in Consolidated Statement of Financial Position $
Lease liabilities	10,876,992	24,837,194	35,714,186	29,644,101

31 Contingencies

Contingent Consideration on the Acquisition of Tech Ready Women Pty Ltd ('TRW')

The Group has agreed to pay the former shareholders of TRW an additional consideration dependent upon the revenue levels that the Company has set over the 3 financial years following the date of acquisition. The Group has included a deferred contingent consideration payable of $502,813 at 30 June 2026 (30 June 2025: $1,124,439) which is the estimated fair value based on the probability of the revenue projections being met. Out of the total consideration, $198,690 is reported as current liability, as it refers to the payable amount calculated on the revenues for the year ended 30 June 2026, and $304,123 is reported as a non-current liability, as it relates to the following financial year. The present value of the consideration payable over the years ending 30 June 2026 and 2027 was calculated based on the prospective revenue generation, to which a probability rate was applied, as well as a discount rate based on the Australian cash rate.

The amount reported as fair value gain/(loss) on deferred consideration of $396,930 is the difference between the carrying amount at 30 June 2025 and 30 June 2026 less the amounts paid during this period, related to the revenues generated during the year ended 30 June 2026. This resulted from management's reassessment of the deferred consideration's future value based on the prospective revenues of TRW.

Contingent Consideration on the Acquisition of InHouse Ventures ('IHV')

As mutually agreed, the Group has no further contingent consideration payable due following the departure of the CEO, Elliot Spigel.

The amount reported as fair value gain/(loss) on deferred consideration of $251,117 , is the difference between the carrying amount at 30 June 2025 and 30 June 2026 less the amounts paid during this period, related to the revenues generated during the year ended 30 June 2026.

Contingent Consideration on the Acquisition of Tank Stream Labs ('TSL')

The Group has agreed to pay the vendors of TSL an additional consideration dependent upon key performance indicators set by the Company over the one financial year following the date of acquisition. The Group has included a deferred contingent consideration payable of $300,000 at 30 June 2026, which is the estimated fair value based on the probability of the key performance indicators being met. This amount is reported as a current liability, as it relates to the payable amount calculated for the year ending 30 June 2026. The present value of the consideration payable over the year ending 30 June 2026 was calculated based on the amounts set for each key performance indicator, to which a probability rate was applied.

Notes to the Financial Statements

For the Year Ended 30 June 2026

31 Contingencies (continue)

The contingent consideration was initially recognised at acquisition date at a fair value of $1.56 millions. The reduction to $300,000 at 30 June 2026 reflects management's reassessment of the probability of achieving the key performance indicators. The resulting fair value gain of $1,262,499 has been recognised in profit or loss during the year.

Apart from the above, there are no other contingencies at 30 June 2026 (30 June 2025: Nil).

32 Related Parties

(a) The Group's main related parties are as follows:

Key management personnel

Other related parties include close family members of key management personnel and entities that are controlled or significantly influenced by those key management personnel or their close family members.

(b) Transactions with related parties

The following transactions occurred with related parties:

	Balance outstanding	
	Owed by the company	Owed by the company
	30 June 2026	30 June 2025
Related entities	$	$
StarSeeds Pty Ltd	25,133	30,271
YAJA Ventures LLC	11,498	19,366
Spinstart Pty Ltd	-	8,635

33 Cash Flow Information

Reconciliation of result for the year to cashflows from operating activities

Reconciliation of net income to net cash provided by operating activities:

	2026	2025
	$	$
Loss for the year	**(3,420,605)**	(2,645,490)
Cash flows excluded from loss attributable to operating activities		
Non-cash flows in loss:		
- depreciation & amortisation	**7,222,778**	177,778
- Impairment of goodwill	**876,567**	-
- fair value movements on investments	**(797,978)**	(330,378)
- share based payments	**451,402**	-
- fair value movements in deferred consideration	**(1,910,546)**	-
Changes in assets and liabilities:		
- (increase)/decrease in trade and other receivables	**74,554**	192,012
- (increase)/decrease in other assets	**16,604**	(79,185)
- increase/(decrease) in trade and other payables	**3,941,329**	494,488
- increase/(decrease) in deferred taxes	**(788,565)**	(2,071)
- increase/(decrease) in contract liabilities	**296,138**	46,770
- increase/(decrease) in employee entitlements	**223,559**	54,221
Cashflows from operations:	**6,185,237**	(2,091,855)

Notes to the Financial Statements

For the Year Ended 30 June 2026

34 Events Occurring After the Reporting Date

On 2 July 2026 the Company issued fully paid ordinary shares under a cleansing notice, comprising shares issued to Nakatomi Group Pty Ltd in settlement of an equity swap arrangement under a $100,000 share subscription agreement, and shares issued to directors on conversion of Performance Rights in lieu of remuneration.

On 2 July 2026, the Company announced binding commitments for a Convertible Notes Facility of up to $25 million with The Blackstone Mercantile Group Ltd. SAC, comprising an initial $5,000,000 tranche (an immediate $500,000 loan and a further $4,500,000, of which $1,500,000 is to be applied to marketing services fees) and a further $20,000,000 available subject to conditions and shareholder approvals. The Company also intends to undertake a Bonus Option Issue to reduce dilution for existing shareholders. Approval for the above was obtained from shareholders at a general meeting held on 4 August 2026.

On 2 July 2026, the Company announced a proposed consolidation of capital on a 1:60 basis, subject to shareholder approval at an Extraordinary General Meeting. The resolution was approved on 4 August 2026, with the consolidation becoming effective on the same date. As a result, the Company's issued shares reduced from 146,392,293 to 2,439,872 shares, and 18,878,549 unlisted options to 314,643, with exercise prices adjusted inversely from $0.18 to $10.80.

On 15 July 2026, Ms Jenny Li returned from parental leave to resume her position as Chief Financial Officer, with Mr

Hervé Fiévet, who had been acting in that role, departing the Company with immediate effect.

On 16 July 2026, Ms Lucy Rowe and Ms Patricia Vanni resigned as Joint Company Secretaries and Ms Yushra Haniff was appointed Company Secretary, effective immediately.

On 17 August 2026, the Company issued a prospectus for bonus issue of options to eligible shareholders on a basis of 87 bonus options for every 100 shares held. Each bonus option is exercisable at $0.01 between 5 February 2027 and 31 March 2027 which convert into one ordinary share plus one attaching Piggyback Option; each Piggyback Option is exercisable at $0.02 and expires 31 March 2028.

No other matter or circumstance has arisen since 30 June 2026 that has significantly affected, or may significantly affect, the Group's operations, results, or state of affairs in future financial years.

Notes to the Financial Statements
For the Year Ended 30 June 2026

35 Share-based payments

A performance rights share option plan has been established by the consolidated entity and approved by shareholders at a general meeting, whereby the consolidated entity may, at the discretion of the Nomination and Remuneration Committee, grant options over ordinary shares in the company to certain key management personnel of the consolidated entity. The options are issued for nil consideration and are granted in accordance with performance guidelines established by the Nomination and Remuneration Committee.

On the 2 December 2025, 2,273,409 performance rights were issued for nil consideration. The tranche 1 amount of 1,437,793 performance rights were issued at nil exercise price with the vesting date of 30 November 2025 and expiry date 30 November 2026. The tranche 2 amount of 835,616 performance rights were issued at nil exercise price with the vesting date of 30 November 2026 and expiry date 30 November 2027.

Set out below are summaries of options granted under the plan:

Grant date	Expiry date	Exercise price	Balance at start of year	Granted	Exercised	Balance at end of year
4/12/2025	30/11/2026	$0.00	-	1,437,793	1,437,793	-
4/12/2025	30/11/2027	$0.00	-	835,616	-	835,616
Totals			-	**2,273,409**	**1,437,793**	**835,616**

36 Statutory Information

The registered office of the Company is:
Scalare Partners Holdings Limited
Level 17, Tower 3, 300 Barangaroo Avenue
SYDNEY, NSW 2000, AUSTRALIA

The principal place of business is:
Scalare Partners Holdings Limited
Level 17, Tower 3, 300 Barangaroo Avenue
SYDNEY, NSW 2000, AUSTRALIA

Scalare Partners Holdings Limited

ACN 629 598 778

Consolidated entity disclosure statement

For the Year Ended 30 June 2026

Entity name	Entity type	Place formed / Country of incorporation	Ownership interest %	Tax residency
Scalare Partners Holdings Ltd	Body corporate	Australia	N/A	Australia *
Scalare Partners Pty Ltd	Body corporate	Australia	100.0%	Australia *
Scalare Operations Pty Ltd	Body corporate	Australia	100.0%	Australia *
Scalare Investment Pty Ltd	Body corporate	Australia	100.0%	Australia *
Scalare ATC Pty Ltd (ATC)	Body corporate	Australia	100.0%	Australia *
Tech Ready Women Pty Ltd (TRW)	Body corporate	Australia	100.0%	Australia *
InHouse Ventures Pty Ltd (IHV)	Body corporate	Australia	100.0%	Australia *
The Founders' Union Pty Ltd (TFU)	Body corporate	Australia	100.0%	Australia *
Scalare Partners Inc. (Scalare USA)	Body corporate	United States of America	100.0%	USA
Tank Stream Labs Pty Ltd	Body corporate	Australia	100.0%	Australia*
Planet Startup Pty Ltd	Body corporate	Australia	100.0%	Australia*
Fishburners Holdings Pty Ltd	Body corporate	Australia	100.0%	Australia*
Equity Room Pty Ltd	Body corporate	Australia	51.0%	Australia

* Scalare Partners Holdings Limited (the 'head entity') and its wholly-owned Australian subsidiaries is in the process of forming an income tax consolidated group under the tax consolidation regime.

Scalare Partners Holdings Limited

ACN 629 598 778

Directors' Declaration

In the directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, Australian Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;

- the attached financial statements and notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in note 1 to the financial statements;

- the attached financial statements and notes give a true and fair view of the consolidated entity's financial position as at 30 June 2026 and of its performance for the financial year ended on that date;

- there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable;

- the information disclosed in the attached consolidated entity disclosure statement is true and correct.

The directors have been given the declarations required by section 295A of the Corporations Act 2001.

Signed in accordance with a resolution of directors made pursuant to section 295(5)(a) of the Corporations Act 2001.

Director: Adelle Howse (Aug 31, 2026 10:52:01 GMT+10)
Adelle Howse

Dated 31 August 2026

Director: ....
James Walker

Dated 31 August 2026

In.Corp
An ascentium Company

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AUSTRALIA • NEW ZEALAND

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SCALARE PARTNERS HOLDINGS LIMITED
INDEPENDENT AUDITOR'S REPORT

To the members of Scalare Partners Holdings Limited

Opinion

We have audited the financial report of Scalare Partners Holdings Limited ("the Company") and its controlled entities ("the Group"), which comprises the consolidated statement of financial position as at 30 June 2026, 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 year then ended, and notes to the consolidated financial statements, including material accounting policy information, the consolidated entity disclosure statement and the Directors' Declaration.

In our opinion, the financial report of the Group is in accordance with the *Corporations Act 2001*, including:

a) giving a true and fair view of the Group's financial position as at 30 June 2026 and of its performance for the year ended on that date; and

b) Complying with Australian Accounting Standards and *Corporations Regulations 2001.*

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 Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* ("the Code") that are relevant to our audit of the 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 Group, would be in the same terms if given to the directors as at the time of this auditor's report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

SCALARE PARTNERS HOLDINGS LIMITED

INDEPENDENT AUDITOR'S REPORT (continued)

Material Uncertainty in Relation to Going Concern

We draw attention to Note 2(e) to the financial report which indicates that the Group incurred a loss before tax of $5,108,100 during the year ended 30 June 2026 and, as of that date, the Group's current liabilities exceeded its current assets by $16,194,249. As stated in Note 2(e), these events or conditions along with other matters set forth in Note 2(e) indicate that a material uncertainty exists that may cast significant doubt on 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.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key Audit Matter	How our Audit Addressed the Key Audit Matter
Carrying Value of Intangible Assets Note 11 to the financial statements discloses that, as at 30 June 2026, the Group has recorded intangible assets amounting to $10,410,033 and an impairment charge of $876,567. This was considered to be a key audit matter given the significant judgement involved in assessing the recoverable amount of these intangible assets.	Our procedures included but were not limited to: • Obtaining management's impairment assessment of intangible assets and assessing the key inputs and assumptions; • Holding discussions with management on the rationale of those key inputs and assumptions; • Conducting sensitivity analysis around the key inputs and assumptions used in management's calculations; and • Assessing the appropriateness of the related disclosures in the financial report.
Business Combinations Note 29 to the financial statements outlines the Group's business combinations during the year. This was considered to be a key audit matter given the significance of these transactions and the complexity of accounting for business combinations.	Our procedures included but were not limited to: • Reviewing the share purchase agreements, assessing the key terms and consideration of whether the acquisition constituted a business combination; • Assessing the fair value of the consideration paid for each acquisition; • Reviewing the appropriateness of the purchase price accounting methodology; and • Assessing the appropriateness of the related disclosures in the financial report.

SCALARE PARTNERS HOLDINGS LIMITED

INDEPENDENT AUDITOR'S REPORT (continued)

Key Audit Matter	How our Audit Addressed the Key Audit Matter
Fair Value of Financial Assets Notes 10 and 28 to the financial statements disclose that, as at 30 June 2026, the Group has recorded financial assets amounting to $12,543,288, which comprises various investments in private companies. This was considered to be a key audit matter given the significant judgement, complexity and subjectivity involved in assessing the fair value of these financial assets.	Our procedures included but were not limited to: • Reviewing management's calculations and performing an assessment of the reasonableness of the underlying assumptions and the accuracy of the data used in management's estimations; • Reviewing management's competency, capabilities and objectivity in preparing the fair value assessment; and • Assessing the appropriateness of the related disclosures in the financial report.

Information Other than the Financial Report and Auditor's Report Thereon

The directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 30 June 2026 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.

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 the Directors for the Financial Report

The directors of the Company are responsible for the preparation of:

a) the financial report (other than the consolidated entity disclosure statement) that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001;* and

b) the consolidated entity disclosure statement that is true and correct in accordance with the *Corporations Act 2001,* and

for such internal control as the directors determine is necessary to enable the preparation of:

i. the financial report (other than the consolidated entity disclosure statement) that gives a true and fair view and is free from material misstatement, whether due to fraud or error; and

ii. the consolidated entity disclosure statement that is true and correct and is free of misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the Group'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 the director either intends to liquidate the Group 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 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.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at: https://www.auasb.gov.au/auditors_responsibilities/ar1.pdf. This description forms part of our auditor's report.

SCALARE PARTNERS HOLDINGS LIMITED

INDEPENDENT AUDITOR'S REPORT (continued)

Opinion on the Remuneration Report

We have audited the Remuneration Report included in the Directors' Report for the year ended 30 June 2026.

In our opinion, the Remuneration Report of Scalare Partners Holdings Limited, for the year ended 30 June 2026, complies with section 300A of the *Corporations Act 2001*.

Responsibilities

The Directors of the Group are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

In.Corp Audit & Assurance Pty Ltd

Graham Webb
Director

Sydney, 31 August 2026

Scalare Partners Holdings Limited

ACN 629 598 778

Information for Investors

Scalare Partners Holdings Shareholders

Scalare Partners Holdings Limited had 876 ordinary shareholders as at 26 August 2026

Securities exchange listing

The Group is listed on the Australian Securities Exchange (ASX) with the ASX ticker code SCP.

Company information

The Company's website www.scalarepartners.com offers comprehensive information about Scalare Partners and its services. Under its Investors section, the site also contains news releases and announcements to the ASX, governance documents, financial presentations, annual reports, half-year reports and company news.

Share registry

Shareholders and investors seeking information about Scalare Partners Holdings Limited shareholdings should contact the Group's share registry, Automic Pty Ltd (Automic):

Automic Group
Level 5, 126 Phillip Street
Sydney NSW 2000, Australia
https://www.automicgroup.com.au/investor-services

Investor relations

For more information about Scalare Partners, shareholders and investors can contact:

Carolyn Breeze
Chief Executive Officer Scalare Partners
+61 408 606 046
carolyn.breeze@scalarepartners.com

Giles Bourne
Director and Founder of Scalare Partners
+61 420 293 042
giles.bourne@scalarepartners.com

Information for Investors

ADDITIONAL SECURITIES EXCHANGE INFORMATION

In accordance with ASX Listing Rule 4.10, the Company provides the following information to shareholders not elsewhere disclosed in this Annual Report. The information is current as at 26 August 2026 (**Reporting Date**).

Corporate Governance Statement

The Company has prepared a statement which sets out the corporate governance practices that were in operation throughout the financial year for the Company, identifies any Recommendations that have not been followed, and provides reasons for not following such Recommendations (**Corporate Governance Statement**).

In accordance with ASX Listing Rules 4.10.3 and 4.7.4, the Corporate Governance Statement will be available for review on the Company website and will be lodged together with an Appendix 4G with ASX at the same time that this Annual Report is lodged with ASX.

Number of Holdings of Equity Securities

As at the Reporting Date, the number of holders in each class of equity securities on issue is as follows:

	Holding	Holders
Quoted Securities	1,162,496	876
Ordinary Fully Paid Shares		
Unquoted Securities		
Escrowed Shares exp 14/11/2026	147,635	6
Escrowed shares exp 14/11/2026	208,334	4
Escrowed shares 24m from reinstatement	921,904	15
Options exp 31/3/27 @ $0.01 esc 4/2/27	2,123,441	884
Options exp 10/09/2027 @ $10.80	214,696	102
Options exp 04/12/2027 @ $10.80	100,002	6
Convertible Notes exp 04/08/2027	500,000	2
Total issued securities	5,378,508	

Voting Rights of Equity Securities

The only class of equity securities on issue in the Company which carry voting rights is ordinary shares. At a general meeting of the Company, every holder of ordinary shares is entitled to vote in person or by proxy or attorney or, in the case of a body corporate, its duly authorised representative; and on a show of hands every person present who is a member has one vote, and on a poll every person present in person or by proxy or attorney or duly authorised representative has one vote for each ordinary share held by that person.

Scalare Partners Holdings Limited

ACN 629 598 778

Information for Investors

Distribution of Holders of Equity Securities

As at the Reporting Date following is the distribution schedule for Ordinary Fully Paid Shares:

Holding Ranges	Holders	Total Units	% Issued Share Capital
above 0 up to and including 1,000	741	82,919	3.40%
above 1,000 up to and including 5,000	76	198,266	8.12%
above 5,000 up to and including 10,000	31	233,687	9.58%
above 10,000 up to and including 100,000	42	1,171,307	48.00%
above 100,000	4	754,190	30.90%
Totals	894	2,440,369	100.00%

As at the Reporting Date following is the distribution schedule for Options:

Holding Ranges	Holders	Total Units	% Issued Share Capital
above 0 up to and including 1,000	752	85,184	3.49%
above 1,000 up to and including 5,000	92	203,292	8.34%
above 5,000 up to and including 10,000	35	248,807	10.20%
above 10,000 up to and including 100,000	47	1,227,827	50.36%
above 100,000	4	673,029	27.60%
Totals	**930**	**2,438,139**	**100.00%**

As at the Reporting Date following is the distribution schedule for Convertible Notes:

Holding Ranges	Holders	Total Units	% Issued Share Capital
above 0 up to and including 1,000	-	-	-
above 1,000 up to and including 5,000	-	-	-
above 5,000 up to and including 10,000	-	-	-
above 10,000 up to and including 100,000	1	50,000	10.00%
above 100,000	1	450,000	90.00%
Totals	**2**	**500,000**	**100.00%**

Unmarketable Parcels

The number of holders of less than a marketable parcel of ordinary shares as at the Reporting Date is as follows:

Unmarketable Parcels	Minimum Parcel Size	Holders	Units
Minimum $500.00 parcel at $3.15 per share*	158	604	20,416

*Last traded price at the close of 25 August 2026

Substantial holders

The following information is based on the substantial shareholder notices lodged with the ASX as at the Reporting Date:

Shareholder	Date of Notice*	No. of Shares Held	% of Issued Capital
Mrs Ya Tuo & Mr James Lougheed	10/09/2025	8,082,738	5.93%
Rasta Baby Pty Ltd	10/09/2025	15,795,056	11.63%

Scalare Partners Holdings Limited

ACN 629 598 778

Information for Investors

Chalke Valley Pty Ltd	10/09/2025	10,992,817	8.06%
Baobab Nominees 3 Pty Ltd	10/9/2025	8,477,239	6.22%
"Burrill Skies Pty Ltd <Burrill Skies a/c>"	10/9/2025	11,209,348	8.22%

*These notices pre-date the consolidation 60:1 completed on 4 August 2026.

Twenty Largest Holders

- The Company only has one class of quoted securities, being ordinary shares. The names of the 20 largest holders of ordinary shares, the number of ordinary shares and the percentage of capital held at the Reporting Date by each holder is as follows:

Position	Holder Name	Holding	% IC
1	BRIDGELANE CAPITAL PTY LTD	93,750	6.17%
2	BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT>	88,910	5.86%
3	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	49,908	3.29%
4	TUNE FIORANO PTY LTD <TIMOTHY FUNG A/C>	46,875	3.09%
4	DIMENSION ZERO OMEGA PTY LTD <JONATHAN LUI A/C>	46,875	3.09%
5	ACRONYCAL PTY LTD <RHINESTONE A/C>	43,210	2.85%
6	MARC ALEXANDER ORCHARD <THE ORCHARD FAM OFFICE A/C>	40,179	2.65%
7	NETWEALTH INVESTMENTS LIMITED <SUPER SERVICES A/C>	36,541	2.41%
8	JONATHAN SEE CHUN LUI	34,723	2.29%
9	NESTON HOLDINGS PTY LTD	31,935	2.10%
10	MR MICHAEL TANSEY	30,988	2.04%
11	RASTA BABY PTY LIMITED <RASTA BABY FAMILY A/C>	30,834	2.03%
12	GRIFFITHS HOLDINGS PTY LTD	26,752	1.76%
13	MR IAIN LINKLETER	25,004	1.65%
14	MRS YA TUO & JAMES LOUGHEED	22,932	1.51%
15	SUNNY BALCONY PTY LTD	20,834	1.37%
15	BRADLEY DELAMARE <DELAMARE FAMILY TRUST NO 1 A/C>	20,834	1.37%
16	ELLIOT SPIEGEL	20,576	1.36%
17	LUNN RICHMOND PTY LTD	19,222	1.27%
18	MARK CAMERON	18,519	1.22%
19	CITICORP NOMINEES PTY LIMITED	17,756	1.17%
20	MR STUART JAMES CLOUT	16,806	1.11%
	Totals	**783,963**	**51.63%**
	Total Quoted Capital	**1,518,465**	**100.00%**

- Unquoted Equity Securities – Convertible Notes
  Holder of more than 20% of equity security that is an unquoted class

Holder Name	Holding	% IC
STRAVLEX CONSULTING LIMITED	450,000	90.00%

Information for Investors

Other Information

The Company Secretary is Ms Yushra Haniff. The address of the registered office in Australia, and the principal administrative office is 'Tower' L 17 U 3, 300 Barangaroo Avenue, Sydney NSW 2000 and number 0448 804 099. The Company is listed on the Australian Securities Exchange. The home exchange is Melbourne. Registers of securities are held by Automic Group, Level 5, 126 Phillip Street, Sydney, Australia, Ph 1300 288 664.

Stock Exchange Listing

The Company's ordinary shares are quoted on the Australian Securities Exchange (ASX issuer code: SCP).

Restricted Securities

Class	Escrow release dates	No. of securities
Ordinary Shares	Escrowed Shares exp 14/11/2026(Voluntary Escrow)	147,635
Ordinary Shares	Escrowed shares exp 14/11/2026 (Voluntary Escrow)	208,334
Ordinary Shares	Escrowed shares 24m from reinstatement – 13 December 2026	921,904

Buyback

The Company is not currently conducting an on-market buyback.

Issues of Securities

There are no issues of securities approved for the purpose of Item 7 of Section 611 of the Corporations Act which have not yet been completed.

Securities purchased on-market

No securities were purchased on-market during the reporting period under or for the purposes of an employee incentive scheme or to satisfy the entitlements of the holders of options or other rights to acquire securities granted under an employee incentive scheme.

Review of Operations

A review of operations is contained in the Directors Report.

- END -