

ASX Announcement

26 February 2025

Financial Results – Half year ended 31 December 2024

Attached are the following documents relating to Atturra Limited's results for the half year ended 31st December 2024:

- ASX Appendix 4D; and
- Half Year Report

About Atturra:

Atturra is an ASX-listed technology business providing a range of enterprise advisory, consulting, IT services and solutions with a focus on local government, utilities, education, defence, federal government, financial services and manufacturing industries, Atturra has partnerships with leading global providers including Boomi, Cisco, HP, HPE, Infor, Microsoft, Nuix, OpenText, QAD, Smartsheet, Snowflake, and Software AG, and its clients are some of the largest public and private sector organisations in Australia. For more information visit: www.atturra.com.

Further information can be found on the company's website atturra.com or by contacting Atturra or email investorrelations@atturra.com

This announcement has been authorised for release by the Board of Directors, Atturra Limited

1. Company details

Name of entity:	Atturra Limited
ABN:	34 654 662 638
Reporting period:	For the half-year ended 31 December 2024
Previous period:	For the half-year ended 31 December 2023

2. Results for announcement to the market

			\$'000
Revenues from ordinary activities	up	27.2% to	141,255
Underlying Earnings Before Interest and Tax (Underlying EBIT)	up	8.3% to	9,312
Underlying Earnings Before Interest, Tax, Depreciation and Amortisation (Underlying EBITDA)	up	22.6% to	13,574
Profit from ordinary activities after tax attributable to the owners of Atturra Limited	up	55.4% to	4,210
Profit for the half-year attributable to the owners of Atturra Limited	up	55.4% to	4,210

A reconciliation of statutory profit after tax to Underlying EBITDA is disclosed in the table below.

Dividends

During the current half-year period, no dividend was paid, recommended or declared to the Atturra Limited shareholders. In the previous half-year period ended 31 December 2023, a dividend of \$265,000 was paid to the minority shareholders of Noetic Group Pty Ltd, with the remainder being paid to Atturra Holdings Pty Ltd and FTS NHC Pty Ltd that was eliminated on consolidation.

Comments

The profit for Atturra Group after providing for income tax and non-controlling interest amounted to \$4,210,000 (31 December 2023: \$2,709,000).

Underlying EBITDA and other adjustments as disclosed is a financial measure which is not prescribed by the Australian Accounting Standards (AASBs) and represents the profit under AASBs adjusted for specific items, including capital raising, share-based payments, merger and acquisition (M&A) transaction costs and M&A related retentions.

The Directors consider Underlying EBITDA to be one of the key financial measures of Atturra Group.

The following table summarises key reconciling items between statutory profit after-tax and Underlying EBITDA:

	Consolidated	
	31 Dec 2024	31 Dec 2023
	\$'000	\$'000
Profit after income tax	4,210	2,656
Add: Interest expense	716	1,054
Add: Income tax expense	2,356	1,886
Less: Interest income	(556)	(275)
Reported EBIT	6,726	5,321
Share-based payments	1,128	600
Revaluation of contingent consideration	(200)	-
M&A transaction and Capital raising costs	715	1,915
Gain on bargain purchase	-	(347)
M&A related retentions	200	309
Integration costs	743	803

Underlying EBIT	9,312	8,601
Depreciation	2,328	1,340
Amortisation	1,934	682
Depreciation included in cost of sales	-	446
Underlying EBITDA	13,574	11,069

3. Net tangible assets

	Reporting period Cents	Previous period Cents
Net tangible assets per ordinary security	16.74	0.94

Net tangible assets per ordinary security have been calculated by excluding intangible assets, net deferred tax asset and the net right-of-use assets and lease liabilities of (\$2,538,000) (31 December 2023: (\$776,000)).

4. Control gained over entities

During the half-year, the Group gained control over the following entities:

Acquisition date	Entities	Share capital acquired %
31/07/2024	Exent Holdings Pty Ltd	100%
31/07/2024	Exent Pty Ltd	100%
29/11/2024	Chrome Consulting Pty Ltd	100%
30/11/2024	Morgan Holdco Limited	100%
30/11/2024	Morgan Bidco Limited	100%
30/11/2024	Plan B Limited	100%
30/11/2024	Plan B-Australia Pty Limited	100%
31/12/2024	Brooks Investment Partners Pty Ltd	100%
31/12/2024	ComActivity (NZ) Pty Ltd	100%
31/12/2024	ComActivity Pty Ltd	100%

5. Loss of control over entities

Not applicable.

6. Dividends

During the current half-year period, no dividend was paid, recommended or declared to the Atturra Limited shareholders. In the previous half-year period ended 31 December 2023, a dividend of \$265,000 was paid to the minority shareholders of Noetic Group Pty Ltd, with the remainder being paid to Atturra Holdings Pty Ltd and FTS NHC Pty Ltd that was eliminated on consolidation.

7. Dividend reinvestment plans

Not applicable.

8. Details of associates

Name of associate	Reporting entity's percentage holding		Contribution to profit	
	Reporting period %	Previous period %	Reporting period \$'000	Previous period \$'000
Protegic Pty Ltd	49.00%	49.00%	-	116
<i>Group's aggregate share of associates entities' profit</i> Profit from ordinary activities after income tax			-	116

9. Foreign entities

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

Not applicable.

10. Audit qualification or review

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

The financial statements were subject to a review by the auditor and the review report is attached as part of the Interim Report.

11. Attachments

Details of attachments (if any):

The Interim Report of Atturra Limited for the half-year ended 31 December 2024 is attached.

12. Signed



Shan Kanji
Chairman
Sydney

Date: 26 February 2025

Atturra Limited

ABN 34 654 662 638

Interim Report - 31 December 2024

General information	2
Directors' report	3
Auditor's independence declaration	6
Financial report	7
Consolidated statement of profit or loss and other comprehensive income	8
Consolidated statement of financial position	9
Consolidated statement of changes in equity	10
Consolidated statement of cash flows	11
Notes to the consolidated financial statements	12
Directors' declaration	29
Independent auditor's report to the members of Atturra Limited	30

General information

The financial statements cover Atturra Limited and the entities it controlled at the end of, or during, the half-year (**Atturra Group**). The financial statements are presented in Australian dollars, which is Atturra Limited's functional and presentation currency.

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

Registered office

Level 33, Aurora Place
88 Phillip Street
Sydney NSW 2000

Principal place of business

Level 2
10 Bond Street
Sydney NSW 2000

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

The financial statements were authorised for issue, in accordance with a resolution of Directors, on 26 February 2025.

The Directors present their report, together with the financial statements, on Atturra Group at the end of, or during, the half-year ended 31 December 2024

Directors

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

Shan Kanji – Non-Executive Chairman
Stephen Kowal – Executive Director and Chief Executive Officer
Nicole Bowman – Independent Non-Executive Director
Jonathan Rubinsztein – Independent Non-Executive Director

Principal activities

Atturra Group provides whole-of-organisation technology solutions covering service lines of advisory, managed services, business applications, data & integration, cloud services, change management, managed control solutions and industry engagement.

Dividends

During the current half-year period, no dividend was paid, recommended or declared to the Atturra Limited shareholders. In the previous half-year period ended 31 December 2023, a dividend of \$265,000 was paid to the minority shareholders of Noetic Group Pty Ltd, with the remainder being paid to Atturra Holdings Pty Ltd and FTS NHC Pty Ltd that was eliminated on consolidation.

Review of operations

Atturra Group is a leading Australian technology solutions and managed services business. It provides expertise across a broad range of specialist in-demand IT areas to deliver solutions to clients. Atturra Group uses transformative, market leading technologies and business applications that enable digital transformations. Atturra Group engages more than 1,000 consultants, IT and support personnel in Australia, New Zealand, Singapore, and Hong Kong.

Atturra Group has two key strategies, a technology strategy, and an industry strategy. The technology strategy is to focus on high growth technologies or technologies where it can have a market dominant position. The industry strategy is to focus on industries in which there is either a high barrier to entry or there is no clear market leader. These strategies are supported by an end-to-end IT managed services capability, ensuring that Atturra Group can manage the entire customer technology lifecycle.

The profit for Atturra Group after providing for income tax and non-controlling interest was \$4,210,000 (31 December 2023: \$2,709,000).

Shareholders' equity attributable to owners of Atturra Limited increased by \$75,023,000 from 30 June 2024 to \$225,209,000 as at 31 December 2024 and Atturra Group had cash on hand of \$98,422,000 as at 31 December 2024 (30 June 2024: \$60,639,000). Atturra Limited has 380,733,586 shares on issue as at 31 December 2024 (30 June 2024: 312,770,789).

Underlying earnings before interest, taxation, depreciation, and amortisation and other adjustments as disclosed (**Underlying EBITDA**) is a financial measure which is not prescribed by the Australian Accounting Standards Board (**AASB**) and represents the profit under AASB adjusted for specific items, including capital raising, share-based payments, and merger and acquisition (**M&A**) transaction costs integration and retention costs. The Directors consider Underlying EBITDA to be one of the key financial measures of Atturra Group.

The following table summarises key reconciling items between statutory profit after-tax and Underlying EBITDA:

	Consolidated	
	31 Dec 2024	31 Dec 2023
	\$'000	\$'000
Profit after income tax	4,210	2,656
Add: Interest expense	716	1,054
Less: Interest income	(556)	(275)
Add: Income tax expense	2,356	1,886
Reported EBIT	6,726	5,321
Share-based payments	1,128	600
Revaluation of contingent consideration	(200)	-
M&A transaction and Capital raising costs	715	1,915
Gain on bargain purchase	-	(347)
M&A related retentions	200	309
Integration cost	743	803
Underlying EBIT	9,312	8,601
Depreciation	2,328	1,340
Amortisation	1,934	682
Depreciation included in cost of sales	-	446
Underlying EBITDA	13,574	11,069

Significant changes in the state of affairs

On 15 July 2024, Atturra Limited announced to the ASX that a wholly owned subsidiary, Atturra Advisory Pty Ltd, had entered into a binding sale and purchase agreement to acquire 100% of the shares in Exent Holdings Pty Ltd (Exent) and its controlled entities, an advisory and consulting firm specialising in business transformation in technology and data. The maximum total purchase consideration is \$8,214,000. \$6,000,000 was settled on completion in cash. A working capital adjustment of \$214,000 was settled in cash in October 2024. There was an additional earn-out/post-completion consideration of up to \$2,000,000 in cash subject to Exent achieving first half FY25 performance hurdles. As the first half FY25 performance hurdles were not achieved, this earn-out/post-completion consideration is not payable. The transaction was completed on 31 July 2024.

On 22 November 2024, Atturra Limited announced to the ASX that a wholly owned subsidiary, Anatas Pty Ltd, had entered into a binding sale and purchase agreement to acquire 100% of the shares in Chrome Consulting Pty Ltd (Chrome), an award-winning OpenText partner delivering enterprise content management (ECM) advice. The maximum total purchase consideration is \$7,500,000. \$4,000,000 was settled on completion in cash and \$1,000,000 in Atturra Ltd shares (934,491 shares were proposed to be issued at an issue price of \$1.07). There is additional earn-out/post-completion consideration of up to \$2,500,000 in cash subject to Chrome achieving performance hurdles based on audited EBITDA targets for FY25 and FY26. The transaction was completed on 29 November 2024.

On 2 December 2024, Atturra Limited announced to the ASX that a wholly owned subsidiary, Cirrus Networks Holdings Pty Ltd, had entered into a binding sale and purchase agreement to acquire 100% of the shares in Morgan Holdco Limited (Plan B) and its controlled entities, a leading cloud, network connectivity, data centre and managed services provider. The maximum total purchase consideration is \$23,533,000. \$19,443,000 was settled on completion in cash. There is additional earn-out/post-completion consideration of up to \$4,090,000 in cash subject to Plan B achieving performance hurdles based on audited EBITDA targets for the period ending 31 March 2025. The transaction was completed on 30 November 2024.

On 5 December 2024, Atturra Limited announced to the ASX that a wholly owned subsidiary, Galaxy42 Group Pty Ltd, had entered into a binding sale and purchase agreement to acquire 100% of the shares in Brooks Investment Partners Pty Ltd (ComActivity) and its controlled entities, a leading provider of innovative manufacturing solutions based on Infor's M3 product suite. The maximum total purchase consideration is \$14,500,000. \$9,000,000 was settled on completion in cash. There is additional earn-out/post-completion consideration of up to \$5,500,000 in cash subject to ComActivity achieving performance hurdles based on audited EBITDA targets for FY25 and FY26. The transaction was completed on 31 December 2024.

There were no other significant changes in the state of affairs of Atturra Group during the financial half-year.

Matters subsequent to the end of the financial half-year

No matter or circumstance has arisen since 31 December 2024 that has significantly affected, or may significantly affect the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

Rounding of amounts

Atturra Limited is of a kind referred to in ASIC Legislative Instrument 2016/191, issued by the Australian Securities and Investments Commission, relating to 'rounding-off'. Amounts in this report have been rounded off in accordance with that Corporations Instrument to the nearest thousand dollars, or in certain cases, the nearest dollar.

Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out immediately after this Directors' report.

This report is made in accordance with a resolution of Directors, pursuant to section 306(3)(a) of the Corporations Act 2001.

On behalf of the Directors



Shan Kanji
Chairman

26 February 2025

Auditor's Independence Declaration Under Section 307c of the *Corporations Act 2001* to the Directors of Atturra Limited

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

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

Yours sincerely,



Crowe Audit Australia



Ash Pather
Senior Partner

26 February 2025
Sydney

Some of the Crowe personnel involved in preparing this document may be members of a professional scheme approved under Professional Standards Legislation such that their occupational liability is limited under that Legislation. To the extent that applies, the following disclaimer applies to them. If you have any questions about the applicability of Professional Standards Legislation Crowe's personnel involved in preparing this document, please speak to your Crowe adviser.

Liability limited by a scheme approved under Professional Standards Legislation.

The title 'Partner' conveys that the person is a senior member within their respective division, and is among the group of persons who hold an equity interest (shareholder) in its parent entity, Findex Group Limited. The only professional service offering which is conducted by a partnership is external audit, conducted via the Crowe Australasia external audit division and Unison SMSF Audit. All other professional services offered by Findex Group Limited are conducted by a privately owned organisation and/or its subsidiaries.

Findex (Aust) Pty Ltd, trading as Crowe Australasia is a member of Crowe Global, a Swiss verein. Each member firm of Crowe Global is a separate and independent legal entity. Findex (Aust) Pty Ltd and its affiliates are not responsible or liable for any acts or omissions of Crowe Global or any other member of Crowe Global. Crowe Global does not render any professional services and does not have an ownership or partnership interest in Findex (Aust) Pty Ltd. Services are provided by Crowe Audit Australia, an affiliate of Findex (Aust) Pty Ltd.

© 2025 Findex (Aust) Pty Ltd

Atturra Limited

Financial Report - 31 December 2024

Atturra Limited
Consolidated statement of profit or loss and other comprehensive income
For the half-year ended 31 December 2024



		Consolidated	
	Note	31 Dec 2024	31 Dec 2023
		\$'000	\$'000
Revenue			
Revenue from contracts with customers	3	141,255	111,051
Cost of providing services		<u>(95,418)</u>	<u>(76,116)</u>
Gross margin		<u>45,837</u>	<u>34,935</u>
Share of profits of associates accounted for using the equity method		-	116
Other income		172	1,228
Interest revenue calculated using the effective interest method		556	275
Expenses			
Depreciation and amortisation expense	4	(4,262)	(2,022)
General and administrative expenses		(33,969)	(28,019)
Sales and marketing expenses		(979)	(904)
Impairment of receivables	5	(73)	(13)
Finance costs	4	<u>(716)</u>	<u>(1,054)</u>
Profit before income tax expense		6,566	4,542
Income tax expense		<u>(2,356)</u>	<u>(1,886)</u>
Profit after income tax expense for the half-year		4,210	2,656
Other comprehensive loss			
<i>Items that may be reclassified subsequently to profit or loss</i>			
Foreign currency translation		<u>(150)</u>	-
Other comprehensive loss for the half-year, net of tax		<u>(150)</u>	-
Total comprehensive income for the half-year		<u><u>4,060</u></u>	<u><u>2,656</u></u>
Profit for the half-year is attributable to:			
Non-controlling interest		-	(53)
Owners of Atturra Limited		<u>4,210</u>	<u>2,709</u>
		<u><u>4,210</u></u>	<u><u>2,656</u></u>
Total comprehensive income for the half-year is attributable to:			
Non-controlling interest		-	(53)
Owners of Atturra Limited		<u>4,060</u>	<u>2,709</u>
		<u><u>4,060</u></u>	<u><u>2,656</u></u>
		Cents	Cents
Basic earnings per share	18	1.31	1.15
Diluted earnings per share	18	1.29	1.12

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

		Consolidated	
	Note	31 Dec 2024	30 Jun 2024
		\$'000	\$'000
Assets			
Current assets			
Cash and cash equivalents		98,422	60,639
Trade and other receivables	5	60,819	67,065
Contract assets		12,414	739
Inventories		1,158	1,621
Income tax		1,679	-
Other current assets		4,495	3,015
Total current assets		<u>178,987</u>	<u>133,079</u>
Non-current assets			
Trade and other receivables	5	5,659	6,718
Investments accounted for using the equity method		1,328	1,307
Property, plant, and equipment		9,278	2,425
Right-of-use assets	6	16,826	11,236
Intangible assets	7	162,869	126,401
Deferred tax asset		1,131	3,322
Total non-current assets		<u>197,091</u>	<u>151,409</u>
Total assets		<u>376,078</u>	<u>284,488</u>
Liabilities			
Current liabilities			
Trade and other payables	8	72,068	71,272
Contract liabilities		14,046	9,652
Borrowings	9	295	395
Lease liabilities		2,249	3,046
Income tax payable		-	2,080
Employee benefits		10,413	9,328
Other liabilities		5,710	7,045
Total current liabilities		<u>104,781</u>	<u>102,818</u>
Non-current liabilities			
Trade and other payables	8	4,685	5,704
Borrowings	9	18,544	14,099
Lease liabilities		17,115	9,264
Employee benefits		2,630	2,022
Other liabilities		3,114	395
Total non-current liabilities		<u>46,088</u>	<u>31,484</u>
Total liabilities		<u>150,869</u>	<u>134,302</u>
Net assets		<u>225,209</u>	<u>150,186</u>
Equity			
Issued capital	10	213,338	142,105
Reserves	11	(10,312)	(9,897)
Retained earnings	12	22,183	17,978
Total equity		<u>225,209</u>	<u>150,186</u>

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

Atturra Limited
Consolidated statement of changes in equity
For the half-year ended 31 December 2024



Consolidated	Issued capital \$'000	Reserves \$'000	Retained earnings \$'000	Non-controlling interest \$'000	Total equity \$'000
Balance at 1 July 2023	77,958	(10,983)	11,463	623	79,061
Profit/(loss) after income tax expense for the half-year	-	-	2,709	(53)	2,656
Other comprehensive income for the half-year, net of tax	-	-	-	-	-
Total comprehensive income/(loss) for the half-year	-	-	2,709	(53)	2,656
<i>Transactions with owners in their capacity as owners:</i>					
Contributions of equity, net of transaction costs (note 10)	54,071	-	-	-	54,071
Share-based payments	-	600	-	-	600
Share buy-back - Treasury shares (note 10)	(498)	-	-	-	(498)
Other	-	-	37	-	37
Transactions with non-controlling interests - Noetic share purchase	-	-	(3,325)	(305)	(3,630)
Dividends paid	-	-	-	(265)	(265)
Balance at 31 December 2023	<u>131,531</u>	<u>(10,383)</u>	<u>10,884</u>	<u>-</u>	<u>132,032</u>
Consolidated	Issued capital \$'000	Reserves \$'000	Retained earnings \$'000	Non-controlling interest \$'000	Total equity \$'000
Balance at 1 July 2024	142,105	(9,897)	17,978	-	150,186
Profit after income tax expense for the half-year	-	-	4,210	-	4,210
Other comprehensive loss for the half-year, net of tax	-	(150)	-	-	(150)
Total comprehensive (loss)/income for the half-year	-	(150)	4,210	-	4,060
<i>Transactions with owners in their capacity as owners:</i>					
Contributions of equity, net of transaction costs (note 10)	69,934	-	-	-	69,934
Share issue - Treasury shares (note 10)	1,299	-	-	-	1,299
Share-based payments	-	(265)	-	-	(265)
Other	-	-	(5)	-	(5)
Dividends paid	-	-	-	-	-
Balance at 31 December 2024	<u>213,338</u>	<u>(10,312)</u>	<u>22,183</u>	<u>-</u>	<u>225,209</u>

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

	Note	Consolidated	
		31 Dec 2024 \$'000	31 Dec 2023 \$'000
Cash flows from operating activities			
Receipts from customers (inclusive of GST)		163,319	108,720
Payments to suppliers and employees (inclusive of GST)		(157,969)	(105,773)
		5,350	2,947
Interest received		556	275
Interest and other finance costs paid		(307)	(778)
Income taxes paid		(3,185)	(2,371)
Net cash from operating activities		2,414	73
Cash flows from investing activities			
Payments for acquisition of subsidiary, net of cash acquired	17	(28,915)	(39,097)
Payments for purchase of business assets		-	(2,120)
Payments for deferred consideration for purchase of subsidiaries		(6,545)	(4,293)
Payments for acquisition of minority interest of subsidiary		-	(3,630)
Payments for property, plant, and equipment		(935)	-
Payments for intangibles		(602)	-
Net cash used in investing activities		(36,997)	(49,140)
Cash flows from financing activities			
Proceeds from issue of shares, net of costs		69,811	38,170
Proceeds from borrowings from third parties		4,445	42,200
Payments for share buy-backs		-	(265)
Repayment of borrowings to third parties		(99)	(25,105)
Repayment of lease liabilities		(1,791)	(1,414)
Dividends paid	13	-	(265)
Net cash from financing activities		72,366	53,321
Net increase in cash and cash equivalents		37,783	4,254
Cash and cash equivalents at the beginning of the financial half-year		60,639	44,250
Cash and cash equivalents at the end of the financial half-year		98,422	48,504

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

Note 1. Material accounting policy information	13
Note 2. Operating segments	13
Note 3. Revenue from contracts with customers	14
Note 4. Expenses	15
Note 5. Trade and other receivables	16
Note 6. Right-of-use assets	16
Note 7. Intangible assets	17
Note 8. Trade and other payables	17
Note 9. Borrowings	18
Note 10. Issued capital	19
Note 11. Reserves	19
Note 12. Retained earnings	20
Note 13. Dividends	20
Note 14. Fair value measurement	21
Note 15. Contingent liabilities	23
Note 16. Related party transactions	23
Note 17. Business combinations	24
Note 18. Earnings per share	28
Note 19. Events after the reporting period	28

Note 1. Material accounting policy information

These general purpose financial statements for the interim half-year reporting period ended 31 December 2024 have been prepared in accordance with Australian Accounting Standard AASB 134 'Interim Financial Reporting' and the Corporations Act 2001, as appropriate for for-profit oriented entities. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 'Interim Financial Reporting'.

These general purpose financial statements do not include all the notes of the type normally included in annual financial statements. Accordingly, these financial statements are to be read in conjunction with the annual report for the year ended 30 June 2024 and any public announcements made by the Company during the interim reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001.

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

New or amended Accounting Standards and Interpretations adopted

Atturra Group has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period. The adoption of these Accounting Standards and Interpretations did not have any significant impact on the financial performance or position of Atturra Group.

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

Note 2. Operating segments

Identification of reportable operating segments

Atturra Group is organised into only one operating and reporting segment based on the market it serves which is Information Technology (IT) Solutions in Australia. This operating segment is based on the internal reports that are reviewed and used regularly by the Board (who is identified as the Chief Operating Decision Maker ('CODM')) in assessing performance and in determining the allocation of resources.

The CODM reviews Underlying EBITDA (earnings before interest, tax, depreciation, and amortisation, and other adjustments as disclosed) for the reportable segment's measure of profit or loss. The accounting policies adopted for internal reporting to the CODM are consistent with those adopted in the financial statements.

Reconciliation of statutory profit to underlying EBITDA:

	Consolidated	
	31 Dec 2024	31 Dec 2023
	\$'000	\$'000
Profit before income tax	4,210	2,656
Add: Interest expense	716	1,054
Less: Interest income	(556)	(275)
Add: Income tax expense	2,356	1,886
Reported EBIT	6,726	5,321
Share-based payments	1,128	600
Revaluation of contingent consideration	(200)	-
M&A transaction and Capital raising costs	715	1,915
Gain on bargain purchase	-	(347)
M&A related retentions	200	309
Integration costs	743	803
Underlying EBIT	9,312	8,601
Depreciation	2,328	1,340
Amortisation	1,934	682
Depreciation included in cost of sales	-	446
Underlying EBITDA	13,574	11,069

Note 2. Operating segments (continued)

The information reported to the CODM is on a monthly basis. Refer to note 3 for revenue from products and services.

Major customers

During the half-year ended 31 December 2024 and 31 December 2023, no single customer contributed more than 10% of Atturra Group's total revenue.

Note 3. Revenue from contracts with customers

	Consolidated	
	31 Dec 2024	31 Dec 2023
	\$'000	\$'000
Consulting services – time and materials agreements	76,420	63,958
Consulting services – fixed price agreements	11,975	12,353
Software licensing	956	3,416
Software maintenance and managed services	32,174	18,058
Management fee revenue	2,156	3,333
Product sales revenue	17,088	9,173
Other revenue	486	760
	<u>141,255</u>	<u>111,051</u>

Disaggregation of revenue

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

	Time and materials	Fixed price	Software licensing	Software mainte- nance and managed services	Manage- ment fee	Product sales	Others	Total
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
31 Dec 2024								
Timing of revenue recognition								
A point in time	-	-	956	-	-	17,088	486	18,530
Over time	76,420	11,975	-	32,174	2,156	-	-	122,725
	<u>76,420</u>	<u>11,975</u>	<u>956</u>	<u>32,174</u>	<u>2,156</u>	<u>17,088</u>	<u>486</u>	<u>141,255</u>

	Time and materials	Fixed price	Software licensing	Software mainte- nance and managed services	Manage- ment fee	Product sales	Others	Total
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
31 Dec 2023								
Timing of revenue recognition								
A point in time	-	-	3,416	-	-	9,173	760	13,349
Over time	63,958	12,353	-	18,058	3,333	-	-	97,702
	<u>63,958</u>	<u>12,353</u>	<u>3,416</u>	<u>18,058</u>	<u>3,333</u>	<u>9,173</u>	<u>760</u>	<u>111,051</u>

Note 4. Expenses

Consolidated
31 Dec 2024 31 Dec 2023
\$'000 \$'000

Profit before income tax includes the following specific expenses:

<i>Cost of sales</i>		
Depreciation	-	446
<i>Depreciation</i>		
Leasehold improvements	97	-
Plant and equipment	132	155
Fixtures and fittings	36	25
Motor vehicles	14	-
Data centre equipment	345	-
Managed services equipment	113	-
Buildings right-of-use assets	1,324	1,101
Equipment right-of-use assets	267	59
Total depreciation	2,328	1,340
<i>Amortisation</i>		
Software	172	126
Client relationships	1,762	556
Total amortisation	1,934	682
Total depreciation and amortisation	4,262	2,022
<i>Finance costs</i>		
Interest and finance charges paid/payable on borrowings	307	259
Interest and finance charges paid/payable on lease liabilities	409	240
Interest and finance charges paid/payable on deferred consideration	-	555
Finance costs expensed	716	1,054
<i>Net foreign exchange loss</i>		
Net foreign exchange loss	(89)	97
<i>Superannuation expense</i>		
Defined contribution superannuation expense	695	1,418
<i>Employee benefits expense excluding superannuation</i>		
Employee benefits expense excluding superannuation	23,197	17,754

Note 5. Trade and other receivables

	Consolidated	
	31 Dec 2024	30 Jun 2024
	\$'000	\$'000
<i>Current assets</i>		
Trade receivables	51,352	58,853
Less: Allowance for expected credit losses	(1,243)	(750)
	<u>50,109</u>	<u>58,103</u>
Other receivables	<u>10,710</u>	<u>8,962</u>
	<u>60,819</u>	<u>67,065</u>
<i>Non-current assets</i>		
Trade receivables	<u>5,659</u>	<u>6,718</u>
	<u><u>66,478</u></u>	<u><u>73,783</u></u>

Allowance for expected credit losses

Atturra Group has recognised a loss of \$73,000 related to a movement in the allowance for expected credit losses and bad debts (31 December 2023: \$13,000) in profit or loss for the half-year ended 31 December 2024.

Note 6. Right-of-use assets

	Consolidated	
	31 Dec 2024	30 Jun 2024
	\$'000	\$'000
<i>Non-current assets</i>		
Buildings - right-of-use	28,816	17,099
Less: Accumulated depreciation	(12,355)	(6,495)
	<u>16,461</u>	<u>10,604</u>
Equipment - right-of-use	1,704	1,644
Less: Accumulated depreciation	(1,339)	(1,012)
	<u>365</u>	<u>632</u>
	<u><u>16,826</u></u>	<u><u>11,236</u></u>

Atturra Group leases buildings for its offices under agreements between one year and ten years with, and in some cases, options to extend. The leases have various escalation clauses. On renewal, the terms of the leases are renegotiated.

Atturra Group leases office equipment under agreements of less than one year. For these leases that are either short-term or low-value, they have been expensed as incurred and not capitalised as right-of-use assets.

Reconciliations

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

Consolidated	Buildings	Equipment	Total
	\$'000	\$'000	\$'000
Balance at 1 July 2024	10,604	632	11,236
Additions through business combinations (note 17)	7,166	-	7,166
Disposals/Lease variations	15	-	15
Depreciation expense	(1,324)	(267)	(1,591)
Balance at 31 December 2024	<u><u>16,461</u></u>	<u><u>365</u></u>	<u><u>16,826</u></u>

Note 7. Intangible assets

	Consolidated	
	31 Dec 2024	30 Jun 2024
	\$'000	\$'000
<i>Non-current assets</i>		
Goodwill - at cost	141,094	104,987
Customer relationships - at cost	23,948	22,354
Less: Accumulated amortisation	(4,107)	(2,345)
	<u>19,841</u>	<u>20,009</u>
Software - at cost	4,458	2,018
Less: Accumulated amortisation	(2,524)	(613)
	<u>1,934</u>	<u>1,405</u>
	<u><u>162,869</u></u>	<u><u>126,401</u></u>

Reconciliations

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

Consolidated	Goodwill	Customer	Software	Total
	\$'000	relationships	\$'000	\$'000
		\$'000		
Balance at 1 July 2024	104,987	20,009	1,405	126,401
Additions	-	-	602	602
Additions through business combinations (note 17)	36,107	1,594	110	37,811
Disposals/Lease variations	-	-	(11)	(11)
Amortisation expense	-	(1,762)	(172)	(1,934)
Balance at 31 December 2024	<u><u>141,094</u></u>	<u><u>19,841</u></u>	<u><u>1,934</u></u>	<u><u>162,869</u></u>

Note 8. Trade and other payables

	Consolidated	
	31 Dec 2024	30 Jun 2024
	\$'000	\$'000
<i>Current liabilities</i>		
Trade payables	36,463	52,387
Accrued expenses	12,354	3,714
Accrued staff bonuses	5,183	7,530
Payroll tax and PAYG payable	1,481	2,109
Consideration payable	6,247	-
GST payable	4,538	2,239
Other payables	5,802	3,293
	<u>72,068</u>	<u>71,272</u>
<i>Non-current liabilities</i>		
Trade payables	4,685	5,704
	<u><u>76,753</u></u>	<u><u>76,976</u></u>

Note 9. Borrowings

	Consolidated	
	31 Dec 2024	30 Jun 2024
	\$'000	\$'000
<i>Current liabilities</i>		
Chattel mortgages and loans	295	395
<i>Non-current liabilities</i>		
Bank loans	18,245	13,800
Chattel mortgages and loans	299	299
	18,544	14,099
	18,839	14,494

Financing arrangements

Unrestricted access was available at the reporting date to the following lines of credit:

	Consolidated	
	31 Dec 2024	30 Jun 2024
	\$'000	\$'000
<i>Total facilities</i>		
Bank loans – Westpac Banking Corporation	57,400	65,400
Chattel mortgages and loans	594	694
	57,994	66,094
<i>Used at the reporting date</i>		
Bank loans – Westpac Banking Corporation	18,245	13,800
Chattel mortgages and loans	594	694
	18,839	14,494
<i>Unused at the reporting date</i>		
Bank loans – Westpac Banking Corporation	39,155	51,600
Chattel mortgages and loans	-	-
	39,155	51,600

The total facility is \$57.4 million and includes:

- \$32 million term loan facility for funding future permitted acquisitions;
- \$4.6 million term loan facility for the repayment of related party loans;
- a total of \$15 million term loan facilities for funding permitted future acquisitions (\$9 million) and deferred consideration relating to prior acquisitions (\$6 million); each of which mature three years from financial close;
- a \$5 million overdraft facility for working capital requirements, which is repayable on demand;
- a \$0.3 million revolving bank guarantee facility for securing lease obligations of Atturra Group, which is repayable on demand; and
- a \$0.5 million corporate credit card facility for day-to-day general corporate purposes of Atturra Group, which is repayable on demand.

Note 10. Issued capital

	Consolidated			
	31 Dec 2024 Shares	30 Jun 2024 Shares	31 Dec 2024 \$'000	30 Jun 2024 \$'000
Ordinary shares - fully paid	380,733,586	312,770,789	213,663	143,729
Treasury shares	(259,326)	(1,817,326)	(325)	(1,624)
	<u>380,474,260</u>	<u>310,953,463</u>	<u>213,338</u>	<u>142,105</u>

Movements in ordinary share capital

Details	Date	Shares	Issue price	\$'000
Balance	1 July 2024	312,770,789		143,729
Issue of shares	20 November 2024	29,380,230	\$1.05	30,849
Issue of shares	12 December 2024	819,940	\$1.05	861
Issue of shares	20 December 2024	37,762,627	\$1.05	39,651
Share issue costs, net of tax		-		(1,427)
Balance	31 December 2024	<u>380,733,586</u>		<u>213,663</u>

Movements in treasury shares

Details	Date	Shares	Issue price	\$'000
Balance	1 July 2024	(1,817,326)		(1,624)
Share Issued*	1 November 2024	1,558,000	\$0.00	1,299
Balance	31 December 2024	<u>(259,326)</u>		<u>(325)</u>

* Performance rights exercised in November 2024 have been settled using the treasury shares of the Group. The reduction in the treasury share equity component is equal to the cost incurred to acquire the shares, on a weighted average basis.

Note 11. Reserves

	Consolidated	
	31 Dec 2024 \$'000	30 Jun 2024 \$'000
Foreign currency reserve	(150)	-
Share-based payments reserve	1,729	1,994
Consolidation reserve	(11,891)	(11,891)
	<u>(10,312)</u>	<u>(9,897)</u>

Foreign currency reserve

The reserve is used to recognise exchange differences arising from the translation of the financial statements of foreign operations to Australian dollars.

Share-based payments reserve

The reserve is used to recognise the value of equity benefits provided to employees and Directors as part of their remuneration, and other parties as part of their compensation for services. Transfers are made to issued capital when the awards have vested and are exercised.

Note 11. Reserves (continued)

Consolidation reserve

This reserve is used to record the differences between the amount of the adjustment to non-controlling interests and any consideration paid or received which may arise as a result of transactions with non-controlling interests that do not result in a loss of control.

Movements in reserves

Movements in each class of reserve during the current financial half-year are set out below:

Consolidated	Foreign currency reserve \$'000	Share-based payments reserve \$'000	Consolidation reserve \$'000	Total \$'000
Balance at 1 July 2024	-	1,994	(11,891)	(9,897)
Foreign currency translation	(150)	-	-	(150)
Share-based payment expense	-	(265)	-	(265)
Balance at 31 December 2024	<u>(150)</u>	<u>1,729</u>	<u>(11,891)</u>	<u>(10,312)</u>

Note 12. Retained earnings

	Consolidated 31 Dec 2024 \$'000	30 Jun 2024 \$'000
Retained profits at the beginning of the financial half-year / financial year	17,978	11,463
Profit after income tax expense for the half-year / financial year	4,210	9,784
Other	(5)	56
Non-controlling interest share purchase adjustment	-	(3,325)
Retained profits at the end of the financial half-year / financial year	<u>22,183</u>	<u>17,978</u>

Note 13. Dividends

Dividends

During the current half-year period, no dividend was paid, recommended or declared to the Atturra Limited shareholders. In the previous half-year period ended 31 December 2023, a dividend of \$265,000 was paid to the minority shareholders of Noetic Group Pty Ltd, with the remainder being paid to Atturra Holdings Pty Ltd and FTS NHC Pty Ltd that was eliminated on consolidation.

Franking credits

	Consolidated 31 Dec 2024 \$'000	30 Jun 2024 \$'000
Franking credits available for subsequent financial years based on a tax rate of 30%	<u>24,527</u>	<u>19,711</u>

The above amounts represent the balance of the franking account as at the end of the financial half-year, adjusted for:

- franking credits that will arise from the payment of the amount of the provision for income tax at the reporting date
- franking debits that will arise from the payment of dividends recognised as a liability at the reporting date
- franking credits that will arise from the receipt of dividends recognised as receivables at the reporting date

Note 14. Fair value measurement

Fair value hierarchy

The following tables detail the Group's assets and liabilities, measured, or disclosed at fair value, using a three level hierarchy, based on the lowest level of input that is significant to the entire fair value measurement, being:

Level 1: Quoted prices (unadjusted) 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

Consolidated - 31 Dec 2024	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
<i>Other Liabilities</i>				
Contingent consideration	-	-	8,824	8,824
Total liabilities	-	-	8,824	8,824
Consolidated - 30 Jun 2024	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
<i>Other Liabilities</i>				
Contingent consideration	-	-	7,440	7,440
Total liabilities	-	-	7,440	7,440

There were no transfers between levels during the financial half-year.

The carrying amounts of trade and other receivables and trade and other payables are assumed to approximate their fair values due to their short-term nature.

The fair value of financial liabilities is estimated by discounting the remaining contractual maturities at the current market interest rate that is available for similar financial liabilities.

Valuation techniques for fair value measurements categorised within level 2 and level 3

The contingent consideration payable represents the obligation to pay additional amounts to vendors in respect of businesses acquired by the Group, subject to certain conditions being met. The fair value of the contingent consideration is estimated by calculating the present value of the future expected cash flows. The valuation model considers the present value of the expected future payments, discounted using a risk-adjusted discount rate. The contingent consideration is measured on a bi-annual basis to determine the fair value.

Note 14. Fair value measurement (continued)

Subsidiary / Business acquired	Fair value at		Significant unobservable inputs	Relationship of unobservable inputs to fair value
	31 Dec 2024 \$'000	30 Jun 2024 \$'000		
Silverdrop	-	600	Risk-adjusted discount rate 5% (30 Jun 2024 - 5%)	- The estimated fair value would increase (decrease) if the risk adjusted discount rate were lower (higher).
Sabervox Pty Ltd	300	1,000	Risk-adjusted discount rate 5% (30 Jun 2024 - 5%)	- The estimated fair value would increase (decrease) if the risk adjusted discount rate were lower (higher).
Noetic Group Pty Ltd	-	-	Risk-adjusted discount rate 5% (30 Jun 2024 - 5%)	- The estimated fair value would increase (decrease) if the risk adjusted discount rate were lower (higher).
Kettering Professional Services Pty Ltd	395	1,240	Risk-adjusted discount rate 5% (30 Jun 2024 - 5%)	- The estimated fair value would increase (decrease) if the risk adjusted discount rate were lower (higher).
Hayes Information Systems and Communications Pty Ltd	-	3,000	Risk-adjusted discount rate 5% (30 Jun 2024 - 5%)	- The estimated fair value would increase (decrease) if the risk adjusted discount rate were lower (higher).
The Somerville Group Pty Ltd	-	1,600	Risk-adjusted discount rate 5% (30 Jun 2024 - 5%)	- The estimated fair value would increase (decrease) if the risk adjusted discount rate were lower (higher).
Chrome Consulting	2,219	-	Not applicable	The risk-adjusted discount rate will be finalised by 30 June 2025.
Plan B	2,909	-	Not applicable	The risk-adjusted discount rate will be finalised by 30 June 2025.
ComActivity	3,000	-	Not applicable	The risk-adjusted discount rate will be finalised by 30 June 2025.
	<u>8,823</u>	<u>7,440</u>		

Level 3 assets and liabilities

Movements in level 3 assets and liabilities during the current financial half-year are set out below:

	Contingent consideration \$'000
Consolidated	
Balance at 1 July 2024	7,440
Fair value movement recognised in profit or loss	(200)
Additions	8,128
Settlement	<u>(6,545)</u>
Balance at 31 December 2024	<u>8,823</u>

Applying a discount rate range of 5% across the sum of the contingent consideration payments results in a range of \$100,000 to \$200,000 of potential movement in contingent consideration.

Note 15. Contingent liabilities

Atturra Group has given bank guarantees as at 31 December 2024 of \$2,050,000 (30 June 2024: \$1,652,000) to various landlords.

Note 16. Related party transactions

Parent entity

Atturra Limited is the parent entity.

Transactions with related parties

The following transactions occurred with related parties:

	Consolidated	
	31 Dec 2024	31 Dec 2023
	\$	\$
Sale of goods and services:		
Sale of services to other related party	509,202	-
Payment for goods and services:		
Payment for services from other related party	231,492	41,988

Receivable from and payable to related parties

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

	Consolidated	
	31 Dec 2024	30 Jun 2024
	\$	\$
Current receivables:		
Trade receivables from Kanji Group Pty Ltd	198,194	-

Loans to/from related parties

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

Terms and conditions

All transactions were made on normal commercial terms and conditions and at market rates.

Note 17. Business combinations

Exent Holdings Pty Ltd

On 15 July 2024, Atturra Limited announced to the ASX that a wholly owned subsidiary, Atturra Advisory Pty Ltd, had entered into a binding sale and purchase agreement to acquire 100% of the shares in Exent Holdings Pty Ltd (Exent) and its controlled entities, an advisory and consulting firm specialising in business transformation in technology and data.

The maximum total purchase consideration is \$8,214,000. \$6,000,000 was settled on completion in cash. A working capital adjustment of \$214,000 was settled in cash in October 2024. There was an additional earn-out/post-completion consideration of up to \$2,000,000 in cash subject to Exent achieving first half FY25 performance hurdles. As the first half FY25 performance hurdles were not achieved, this earn-out/post-completion consideration is not payable.

The transaction was completed on 31 July 2024.

Details of the acquisition are as follows:

	Fair value \$'000
Cash and cash equivalents	1,132
Trade receivables	937
Other receivables	222
Other current assets	248
Property, plant, and equipment	24
Customer relationships	1,594
Deferred tax asset	123
Trade and other payables	(1,654)
Income tax payable	47
Provision for annual leave	(225)
Related party receivables	7
Provision for long service leave	(51)
Provision for Bonus	(104)
Deferred tax liability	(478)
	<hr/>
Net assets acquired	1,822
Goodwill	4,392
	<hr/>
Acquisition-date fair value of the total consideration transferred	<u>6,214</u>
Representing:	
Cash paid or payable to vendor	6,000
Cash paid for working capital adjustment	214
	<hr/>
	<u>6,214</u>
Cash used to acquire business, net of cash acquired:	
Acquisition-date fair value of the total consideration transferred	6,214
Less: cash and cash equivalents	(1,132)
	<hr/>
Net cash used	<u>5,082</u>

Note 17. Business combinations (continued)

Chrome Consulting Pty Ltd

On 22 November 2024, Atturra Limited announced to the ASX that a wholly owned subsidiary, Anatas Pty Ltd, had entered into a binding sale and purchase agreement to acquire 100% of the shares in Chrome Consulting Pty Ltd (Chrome) and its controlled entities, an award-winning OpenText partner delivering enterprise content management (ECM) advice.

The maximum total purchase consideration is \$7,500,000. \$4,000,000 was settled on completion in cash and \$1,000,000 in Atturra Ltd shares (934,491 shares were proposed to be issued at an issue price of \$1.07). There is additional earn-out/post-completion consideration of up to \$2,500,000 in cash subject to Chrome achieving performance hurdles based on audited EBITDA targets for FY25 and FY26.

The transaction was completed on 29 November 2024.

Details of the acquisition are as follows:

	Fair value \$'000
Cash and cash equivalents	1,314
Trade and other receivables	796
Other current assets	1,244
Property, plant, and equipment	27
Deferred tax asset	177
Trade and other payables	(355)
Income tax payable	(82)
Other liabilities	(1,730)
	<hr/>
Net assets acquired	1,391
Goodwill	6,231
	<hr/>
Acquisition-date fair value of the total consideration transferred	7,622
	<hr/> <hr/>
Representing:	
Cash paid or payable to vendor	4,000
Atturra Limited shares issued to vendor	1,000
Contingent consideration	2,219
Working capital adjustment	403
	<hr/>
	7,622
	<hr/> <hr/>
Cash used to acquire business, net of cash acquired:	
Acquisition-date fair value of the total consideration transferred	7,622
Less: cash and cash equivalents	(1,314)
Less: contingent consideration	(2,219)
Less: shares to be issued by Company as part of consideration	(1,000)
Less: working capital adjustment	(403)
	<hr/>
Net cash used	2,686
	<hr/> <hr/>

Note 17. Business combinations (continued)

Morgan Holdco Limited (Plan B)

On 2 December 2024, Atturra Limited announced to the ASX that a wholly owned subsidiary, Cirrus Networks Holdings Pty Ltd, had entered into a binding sale and purchase agreement to acquire 100% of the shares in Morgan Holdco Limited (Plan B) and its controlled entities, a leading cloud, network connectivity, data centre and managed services provider.

The maximum total purchase consideration is \$23,533,000. \$19,443,000 was settled on completion in cash. There is additional earn-out/post-completion consideration of up to \$4,090,000 in cash subject to Plan B achieving performance hurdles based on audited EBITDA targets for the period ending 31 March 2025.

The transaction was completed on 30 November 2024.

	Fair value \$'000
Cash and cash equivalents	1,835
Trade and other receivables	2,808
Property, plant, and equipment	5,073
Intangible assets	110
Right-of-use assets	7,166
Deferred tax asset	380
Trade and other payables	(3,510)
Lease liability	(8,433)
Other current liabilities	(128)
Net assets acquired	5,301
Goodwill	17,092
Acquisition-date fair value of the total consideration transferred	<u>22,393</u>
Representing:	
Cash paid or payable to vendor	19,443
Contingent consideration	2,909
Working capital adjustment	41
	<u>22,393</u>
Cash used to acquire business, net of cash acquired:	
Acquisition-date fair value of the total consideration transferred	22,393
Less: cash and cash equivalents	(1,835)
Less: contingent consideration	(2,909)
Less: working capital adjustment	(41)
Net cash used	<u>17,608</u>

Note 17. Business combinations (continued)

Brooks Investment Partners Pty Ltd (ComActivity)

On 5 December 2024, Atturra Limited announced to the ASX that a wholly owned subsidiary, Galaxy42 Group Pty Ltd, had entered into a binding sale and purchase agreement to acquire 100% of the shares in Brooks Investment Partners Pty Ltd (ComActivity) and its controlled entities, a leading provider of innovative manufacturing solutions based on Infor's M3 product suite.

The maximum total purchase consideration is \$14,500,000. \$9,000,000 was settled on completion in cash. There is additional earn-out/post-completion consideration of up to \$5,500,000 in cash subject to ComActivity achieving performance hurdles based on audited EBITDA targets for FY25 and FY26.

The transaction was completed on 31 December 2024.

Details of the acquisition are as follows:

	Fair value \$'000
Cash and cash equivalents	214
Trade and other receivables	2,745
Other current assets	612
Investments	21
Property, plant, and equipment	1,578
Deferred tax asset	7
Trade and other payables	(860)
Income tax receivable	464
Deferred tax liability	(7)
Employee benefits	(905)
Other liabilities	(261)
	<hr/>
Net assets acquired	3,608
Goodwill	8,392
	<hr/>
Acquisition-date fair value of the total consideration transferred	<u><u>12,000</u></u>
Representing:	
Cash paid or payable to vendor	9,000
Contingent consideration	3,000
	<hr/>
	<u><u>12,000</u></u>
Cash used to acquire business, net of cash acquired:	
Acquisition-date fair value of the total consideration transferred*	12,000
Less: cash and cash equivalents	(214)
Less: payments to be made in future periods	(5,247)
Less: contingent consideration	(3,000)
	<hr/>
Net cash used	<u><u>3,539</u></u>

* \$3,753,000 was paid on 30 December 2024. \$5,247,000 was paid on 02 January 2025.

Note 18. Earnings per share

	Consolidated	
	31 Dec 2024	31 Dec 2023
	\$'000	\$'000
Profit after income tax	4,210	2,656
Non-controlling interest	-	53
	<u>4,210</u>	<u>2,709</u>
	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	320,728,235	236,519,388
Adjustments for calculation of diluted earnings per share:		
Performance rights over ordinary shares	6,109,045	5,897,870
Weighted average number of ordinary shares used in calculating diluted earnings per share	<u>326,837,280</u>	<u>242,417,258</u>
	Cents	Cents
Basic earnings per share	1.31	1.15
Diluted earnings per share	1.29	1.12

Note 19. Events after the reporting period

No matter or circumstance has arisen since 31 December 2024 that has significantly affected, or may significantly affect the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

In the Directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, Australian Accounting Standard AASB 134 'Interim Financial Reporting', the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- the attached financial statements and notes give a true and fair view of the Group's financial position as at 31 December 2024 and of its performance for the financial half-year ended on that date; and
- there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of Directors made pursuant to section 303(5)(a) of the Corporations Act 2001.

On behalf of the Directors



Shan Kanji
Chairman

26 February 2025

Independent Auditor's Review Report to the Members of Atturra Limited

Conclusion

We have reviewed the half-year financial report of Atturra Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 31 December 2024, the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the half-year ended on that date, notes to the financial statements, including material accounting policy information, and the directors' declaration.

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the accompanying half-year financial report of the Group does not comply with the *Corporations Act 2001* including:

- (a) giving a true and fair view of Group's financial position as at 31 December 2024 and of its performance for the half-year ended on that date; and
- (b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

Basis of Conclusion

We conducted our review in accordance with ASRE 2410 *Review of Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the *Auditor's Responsibilities for the Review of the Half-Year Financial Report* section of our report.

We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* ("the Code") that are relevant to our audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

Some of the Crowe personnel involved in preparing this document may be members of a professional scheme approved under Professional Standards Legislation such that their occupational liability is limited under that Legislation. To the extent that applies, the following disclaimer applies to them. If you have any questions about the applicability of Professional Standards Legislation Crowe's personnel involved in preparing this document, please speak to your Crowe adviser.

Liability limited by a scheme approved under Professional Standards Legislation.

The title 'Partner' conveys that the person is a senior member within their respective division, and is among the group of persons who hold an equity interest (shareholder) in its parent entity, Findex Group Limited. The only professional service offering which is conducted by a partnership is external audit, conducted via the Crowe Australasia external audit division and Unison SMSF Audit. All other professional services offered by Findex Group Limited are conducted by a privately owned organisation and/or its subsidiaries.

Findex (Aust) Pty Ltd, trading as Crowe Australasia is a member of Crowe Global, a Swiss verein. Each member firm of Crowe Global is a separate and independent legal entity. Findex (Aust) Pty Ltd and its affiliates are not responsible or liable for any acts or omissions of Crowe Global or any other member of Crowe Global. Crowe Global does not render any professional services and does not have an ownership or partnership interest in Findex (Aust) Pty Ltd. Services are provided by Crowe Audit Australia, an affiliate of Findex (Aust) Pty Ltd.

© 2025 Findex (Aust) Pty Ltd

Responsibility of the Directors for the Half-Year Financial Report

The directors of the Company are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the half-year financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

Auditor's Responsibility for the Review of the Half-Year Financial Report

Our responsibility is to express a conclusion on the half-year financial report based on our review. ASRE 2410 requires us to conclude whether we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including giving a true and fair view of the Group's financial position as at 31 December 2024 and its performance for the half-year ended on that date, and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

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



Crowe Audit Australia



Ash Pather
Senior Partner

26 February 2025