Registry Direct Limited

ABN: 35 160 181 840

Annual report

For the year ended 30 June 2022

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REGISTRY DIRECT LIMITED
ABN: 35 160 181 840

DIRECTORS' REPORT

The directors present their report together with the financial report of Registry Direct Limited for the year ended 30 June 2022 and auditor's report thereon.

Directors names

The names of the directors in office at any time during or since the end of the year are:

Matthew Cain

Ian Steuart Roe

Scott Beeton

The directors have been in office since the start of the year to the date of this report unless otherwise stated.

Review of operations

The loss of the Company after providing for income tax amounted to $1,049,929 (30 Jun 2021: loss of $642,552).

Significant changes in state of affairs

On 25 August 2021, the Company issued 33,333,334 ordinary shares under share placement, raising $500,000. On 3 November 2021, the Company issued 13,333,332 ordinary shares to directors, raising $200,000. On 21 December 2021, the Company issued 52,337,757 ordinary shares under share placement, raising $1,413,119.

There were no other significant changes in the company's state of affairs that occurred during the financial year, other than those referred to elsewhere in this report.

Short-term and long-term objectives and strategies

The company's strategy is to expand its business by its continued focus on attracting and securing new client companies and trusts early in their lifecycles and disrupting the incumbent service providers by capitalizing on its proprietary, cloud-based technology.

The company’s registry services, and employee share plan reporting solution cater for the needs of:

- listed and unlisted companies; and
- listed and unlisted trusts;
- operating in Australia.

DIRECTORS' REPORT

Principal activities

The principal activity of the company during the year was the provision of share registry services to listed and unlisted companies, trusts domiciled in Australia, fund managers and product issuers.

Unlisted companies can use the software on a self-service basis which typically reduces their registry costs relative to traditional full-service offerings while gaining the benefits of an enterprise grade registry system. This self-service capability distinguishes the company from the traditional registry service providers in Australia.

No significant change in the nature of these activities occurred during the year.

After balance date events

The company has registered their Research & Development activities with AusIndustry and it is expected that this will provide the company with a cash refund from the Australian Taxation Office (ATO) of approximately $386,513.

On the 6th of June 2022, Registry Direct Ltd announced the proposed acquisition of the company by Complii Fintech Solutions Ltd (Complii). On 22nd August 2022, Complii Fintech Solutions Ltd announced that Complii, and it’s associated entities, had acquired 90.85% of the ordinary shares on issue. Complii noted in its announcement of 22nd August 2022 that whilst all of the acceptances at the close of the offer on 19th August 2022 had been received that Complii was waiting for confirmation from CHESS that certain of these acceptances had been processed by CHESS. An updated announcement from Complii on this matter is still pending as at the date of signing.

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

Environmental regulation

The company's operations are not regulated by any significant environmental regulation under a law of the Commonwealth or of a State or Territory.

Likely developments

The company intends to:

- continue to add features to its platform;
- refine its marketing strategies and management processes; and
- continue to improve its sales and channels to its existing market.

Dividends paid, recommended and declared

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

DIRECTORS' REPORT

Meetings of directors

Directors	Directors' meetings	
	Number eligible to attend	Number attended
Matthew Cain	8	8
Ian Steuart Roe	8	8
Scott Beeton	8	8

Options

Shares under option

Unissued ordinary shares of Registry Direct Limited under option at the date of this report are as follows:

Date options granted	Number of unissued ordinary shares under option	Exercise price	Expiry date of the options
07/08/2017	1,000,000	$0.20	01/08/2022
10/08/2017	1,000,000	$0.20	01/08/2022
14/08/2017	1,250,000	$0.20	01/08/2022
1/11/2021	6,250,000	$0.015	31/05/2023

No option holder has any right under the options to participate in any other share issue of the company.

Indemnification of officers

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

During the financial year, the company paid a premium in respect of a contract to insure the directors and executives of the company against a liability to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium.

Indemnification of auditors

No indemnities have been given or insurance premiums paid, during or since the end of the year, for any person who is or has been an auditor of the company.

Auditor's independence declaration

A copy of the auditor's independence declaration under section 307C of the *Corporations Act 2001* in relation to the audit for the financial year is provided with this report.

Information on directors

Ian Steuart Roe	Executive Director and Chief Executive Officer
Qualifications	B.Sc., MAppFin
Experience	Steuart founded the Company in 2012. Steuart is an experienced business professional over 30 years in financial services and information technology. Steuart has also issued many first to market financial products on the ASX. Over Steuart's career, he has been a proprietary traded, hedge fund manager, a fund manager and been a CEO of an ASX listed company.
Other current directorships	None
Former directorships (last 3 years)	None
Direct and indirect interest in shares	78,359,149
Direct and indirect interest in options	None

Information on directors (Continued)

Matthew Cain	Non-Executive Director and Chair
Qualifications	B.Com (Hons)
Experience	Matt Cain has 20 years of experience providing corporate advisory, consultancy and equity capital markets expertise to private and public companies. He is a specialist in financial markets and is a current Committee Member and Treasurer of the Melbourne Racing Club. He is a current Non-Executive Director BANXA Holdings Inc and has previously worked at Macquarie Private Wealth and Bell Potter Securities.
Other current directorships	None
Former directorships (last 3 years)	None
Direct and indirect interest in shares	None
Direct and indirect interest in options	5,000,000 options with a strike price of $0.015 and maturity of 31 May 2023
Scott Beeton	Non-Executive Director
Qualifications	B.Bus
Experience	Scott Beeton has many years' experience running public companies as the founder, MD & CEO of Sequoia Financial Group, currently the non-executive charmain of Nanoveu Limited and formerly the MD & CEO of TZ Limited. He brings experience in governance strategy, Equity Capital Markets and M&A.
Other current directorships	Non-executive chairman at Nanoveu Limited
Former directorships (last 3 years)	Managing Director at Sequoia Financial Group Limited 2015 – Feb 2019 Managing Director at TZ Limited 2020 – Sep 021
Direct and indirect interest in shares	6,666,666
Direct and indirect interest in options	None

Company Secretary

Ian Steuart Roe was appointed the company secretary on 28 February 2019

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 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 any part of those proceedings.

Non-audit services

No non-audit services were provided by the auditors during the current and previous financial years.

Rounding of amounts

The company is of a kind referred to in ASIC Corporations (Rounding in Financial/Directors' Reports) 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 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.

Auditor

RSM Australia Partners continues in office in accordance with section 327 of the Corporations Act 2001.

REMUNERATION REPORT

Remuneration report (audited)

The remuneration report details the key management personnel remuneration arrangements for the company, in accordance with the requirements of the Corporations Act 2001 and its Regulations.

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including all directors.

The remuneration report is set out under the following main headings:

- Principles used to determine the nature and amount of remuneration
- Details of remuneration
- Service agreements
- Additional information
- Additional disclosures relating to key management personnel
- Other transactions with key management personnel and their related parties

Key management personnel

Mr Ian Steuart Roe

Mr Matthew Cain

Mr Scott Beeton

Principles used to determine the nature and amount of remuneration

The objective of the Company's executive reward framework is to ensure reward for performance is competitive and appropriate for the results delivered. The framework aligns executive reward with the achievement of strategic objectives and the creation of value for shareholders, and it is considered to conform to the market best practice for the delivery of reward. The Board of Directors ('the Board') ensures that executive reward satisfies the following key criteria for good reward governance practices:

- competitiveness and reasonableness
- acceptability to shareholders
- performance linkage / alignment of executive compensation
- transparency

In accordance with best practice corporate governance, the structure of non-executive director and executive director remuneration is separate.

Non-executive directors' remuneration

Fees and payments to non-executive directors reflect the demands and responsibilities of their role. Non-executive directors' fees and payments are reviewed annually by the Board. The Board may, from time to time, receive advice from independent remuneration consultants to ensure non-executive directors' fees and payments are appropriate and in line with the market. The chairman's fees are determined independently to the fees of other non-executive directors based on comparative roles in the external market. The chairman is not present at any discussions relating to the determination of his own remuneration.

Non-executive directors' remuneration (Continued)

ASX listing rules require the aggregate non-executive directors' remuneration be determined periodically by a general meeting. The most recent determination was at the General Meeting held on 18 April 2017, where the shareholders approved a maximum annual aggregate remuneration of $800,000.

Executive remuneration

The entity aims to reward executives based on their position and responsibility.

The current executive remuneration and reward framework has two components:

- base pay and non-monetary benefits
- other remuneration such as superannuation and long service leave

The combination of these comprises the executive's total remuneration.

Fixed remuneration, consisting of base salary, superannuation and non-monetary benefits, are reviewed annually by the Board based on individual and business performance, the overall performance of the entity and comparable market remunerations.

Executives may receive their fixed remuneration in the form of cash or other fringe benefits (for example motor vehicle benefits) where it does not create any additional costs to the Company and provides additional value to the executive.

At this time there is no short-term incentives ('STI') program for KMPs. The long-term incentives ('LTI') currently only includes long service leave.

Voting and comments made at the company's 2021 Annual General Meeting ('AGM')

At the 2021 AGM, 100% of the votes received supported the adoption of the remuneration report for the year ended 30 June 2021. The company did not receive any specific feedback at the AGM regarding its remuneration practices.

Details of remuneration

Amounts of remuneration

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

The key management personnel of the Company consisted of the following directors of Registry Direct Limited:

- Matthew L Cain – Non-Executive Director
- Ian Steuart Roe – Managing Director and Chief Executive Officer
- Scott Beeton – Non-Executive Director

REMUNERATION REPORT

2022	Short-term benefits			Post-employment benefits	Long-term benefits	Share-based payments		Total
	Cash, Salary and Fees	Cash bonus	Non-monetary	Super-annuation	Long service leave	Equity settled shares	Equity settled options	
	$	$	$	$	$	$	$	
Non-executive directors								
Matthew Cain	70,001			167			58,597	128,765
Scott Beeton	42,500							42,500
Executive directors								
Ian Steuart Roe	204,545			20,455				225,000
	317,046			20,622			58,597	396,265

2021	Short-term benefits			Post-employment benefits	Long-term benefits	Share-based payments		Total
	Cash, Salary and Fees	Cash bonus	Non-monetary	Super-annuation	Long service leave	Equity settled shares	Equity settled options	
	$	$	$	$	$	$	$	
Non-executive directors								
Donald McLay	5,000			712				5,712
Matthew Cain	38,182			1,900				40,082
Scott Beeton	-			-				
Executive directors								
Daniel Peade	111,069			10,552			18,750	140,371
Ian Steuart Roe	184,931			17,569				202,500
	339,182			30,733			18,750	388,665

Note:
Mr Donald McLay (resigned 13 October 2020)
Mr Daniel Peade (appointed 13 October 2020, ceased 3 June 2021)

REMUNERATION REPORT

The proportion of remuneration linked to performance and the fixed proportion are as follows:

Name	Fixed remuneration		At risk - STI		At risk - LTI	
	2022	2021	2022	2021	2022	2021
Non-executive Directors:						
Donald Mclay (Chairman)	0 %	100 %	- %	- %	- %	- %
Matthew Cain	100 %	100 %	- %	- %	- %	- %
Scott Beeton	100 %	100 %	- %	- %	- %	- %
Executive directors						
Daniel Peade	0 %	100 %	- %	- %	- %	- %
Ian Steuart Roe	100 %	100 %	- %	- %	- %	- %

Service agreements

Remuneration and other terms of employment for key management personnel are formalised in service agreements. Details of these agreements are as follows:

Name:	Ian Steuart Roe
Title:	Managing Director and Chief Executive Officer
Agreement commenced:	1-Jul-19
Term of Agreement:	Ongoing
Details:	Base salary for the year ending 30 June 2022 of $204,545 excluding superannuation, to be reviewed annually by the Board. 6 month termination notice by the Company, 3 month termination notice by the Executive, non-solicitation

Key management personnel have no entitlement to termination payments in the event of removal for misconduct.

REMUNERATION REPORT

Additional information

The earnings of the Company for the five years to 30 June 2022 are summarised below:

Particulars	2022 $	2021 $	2020 $	2019 $	2018 $
Rendering of services	1,067,503	807,812	593,663	552,309	621,002
EBITDA	(683,543)	(172,576)	(682,913)	(1,113,777)	(1,820,050)
EBIT	(1,048,535)	(594,612)	(1,145,365)	(1,467,850)	(2,069,145)
Loss after income tax	(1,049,929)	(642,552)	(1,148,360)	(1,486,151)	(2,112,331)

The factors that are considered to affect total shareholders return ('TSR') are summarised below:

Particulars	2022 $	2021 $	2020 $	2019 $	2018 $
Share price at financial year end	0.01	0.02	0.02	0.02	0.02
Total dividends declared	-	-	-	-	-
Basic earnings per share	(0.00)	(0.00)	(0.01)	(0.01)	(0.03)

Additional disclosures relating to key management personnel

Shareholding

The number of shares in the company held during the financial year by each director and other members of key management personnel of the company, including their personally related parties, is set out below:

Particulars	Balance at the start of the year	Received as part of remuneration	Additions	Super-annuation	Disposals /Other	Balance at the end of the year
Ordinary shares						
Ian Steuart Roe	71,692,483	-	6,666,666	-	-	78,359,149
Scott Beeton	-	-	6,666,666	-	-	6,666,666
Matthew Cain	-	-	-	-	-	-
Total	**71,692,483**	**-**	**13,333,332**	-	**-**	**85,025,815**

REMUNERATION REPORT

Option holding

The number of options over ordinary shares in the company held during the financial year by each director and other members of key management personnel of the company, including their personally related parties, is set out below:

Particulars	Balance at the start of the year	Granted	Exercised	Expired/forfeited /other	Balance at the end of the year
Options over ordinary shares					
Matthew Cain	-	5,000,000	-	-	5,000,000
Total	**-**	**5,000,000**	**-**	**-**	**5,000,000**

Note: The 5,000,000 options were granted on 1 November 2021. These were disclosed in the 2021 Annual Report pending shareholder approval at the AGM held on 28 October 2021.

<u>Other transactions with key management personnel and their related parties</u>

During the year, Salaries and other benefits of $98,785 (2021: $102,708) were paid to close family members of Ian Steuart Roe (Managing Director and Chief Executive Officer). All transactions were made on normal commercial terms and conditions and at market rates.

This concludes the remuneration report, which has been audited.

Signed in accordance with a resolution of the board of directors.

Director:

Ian Steuart Roe Dated this 29th day of August 2022

RSM Australia Partners

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AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the audit of the financial report of Registry Direct Limited for the year ended 30 June 2022, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

(i) the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and

(ii) any applicable code of professional conduct in relation to the audit.

RSM

RSM AUSTRALIA PARTNERS

M PARAMESWARAN
Partner

Melbourne, Victoria
Dated: 29 August 2022

REGISTRY DIRECT LIMITED
ABN: 35 160 181 840

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 JUNE 2022

	Note	30-Jun-22 $	30-Jun-21 $
Revenue and other income			
Revenue from contracts with customers	**4**	1,067,503	807,812
Other revenue	**5**	23,016	297,625
		1,090,519	1,105,437
Expenses			
ASX Listing Fees		(42,339)	(18,775)
Depreciation and amortisation expense		(364,991)	(422,037)
Directors' fees		(112,501)	(43,182)
Employee benefits expense	**6**	(887,493)	(801,860)
Share-based payments expense		(73,246)	-
Finance costs		(6,728)	(58,613)
Printing and postage		(40,393)	(54,483)
Professional fees		(148,517)	(149,341)
Occupancy costs		(26,600)	(3,279)
Other expenses	**6**	(437,640)	(196,419)
Loss before income tax expense		**(1,049,929)**	**(642,552)**
Income tax expense	**12**	-	-
Loss after income tax expense		**(1,049,929)**	**(642,552)**
Other comprehensive income		-	-
Total comprehensive loss for year attributable to the Owners		**(1,049,929)**	**(642,552)**
Loss per share (cents per share)		**Cents**	**Cents**
Basic loss per share	**24**	**$ (0.00)**	**$ (0.00)**
Diluted loss per share	**24**	**$ (0.00)**	**$ (0.00)**

REGISTRY DIRECT LIMITED
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STATEMENT OF FINANCIAL POSITION
AS AT 30 JUNE 2022

	Note	30-Jun-22 $	30-Jun-21 $
Current assets			
Cash and cash equivalents	**7**	2,173,489	1,318,219
Trade and other receivables	**8**	90,876	96,682
Other assets	**9**	34,829	29,184
Total current assets		**2,299,194**	**1,444,085**
Non-current assets			
Plant and Equipment	**10**	4,579	4,543
Intangible assets	**11**	663,699	717,304
Deferred tax	**12**	-	-
Total non-current assets		**668,278**	**721,847**
Total assets		**2,967,472**	**2,165,932**
Current liabilities			
Trade and other payables	**13**	125,830	358,392
Borrowings	**14**	-	22,721
Employee benefits	**15**	172,436	124,611
Total current liabilities		**298,266**	**505,724**
Non-current liabilities			
Employee benefits	**15**	52,273	23,568
Total non-current liabilities		**52,273**	**23,568**
Total liabilities		**350,539**	**529,292**
Net assets		**2,616,933**	**1,636,640**
Equity			
Issued capital	**16**	9,588,920	7,631,944
Options reserve		300,746	227,500
Accumulated losses	**17**	(7,272,733)	(6,222,804)
		2,616,933	**1,636,640**

The accompanying notes form part of these financial statements.

REGISTRY DIRECT LIMITED
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STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2022

	Note	Issued Capital $	Options reserve $	Accumulated losses $	Total equity $
Balance at 1 July 2020		5,903,783	410,299	(5,820,201)	493,881
Loss for the year		-	-	(642,552)	(642,552)
Total comprehensive loss for the year		**-**	**-**	**(642,552)**	**(642,552)**
Transactions with owners in their capacity as owners					
Contributions of equity, net of transaction costs	**16**	1,785,311	-	-	1,785,311
Transfers		(57,150)	(182,799)	239,949	-
Total transactions with owners in their capacity as owners		**1,728,161**	**(182,799)**	**239,949**	**1,785,311**
Balance at 30 June 2021		**7,631,944**	**227,500**	**(6,222,804)**	**1,636,640**
Balance at 1 July 2021		7,631,944	227,500	(6,222,804)	1,636,640
Loss for the year		-	-	(1,049,929)	(1,049,929)
Total comprehensive loss for the year		**-**	**-**	**(1,049,929)**	**(1,049,929)**
Transactions with owners in their capacity as owners					
Contributions of equity, net of transaction costs	**16**	1,956,976	-	-	1,956,976
Transfers		-	-		-
Share-based payments		-	73,246	-	73,246
Total transactions with owners in their capacity as owners		**1,956,976**	**73,246**	**-**	**2,030,222**
Balance at 30 June 2022		**9,588,920**	**300,746**	**(7,272,733)**	**2,616,933**

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STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 30 JUNE 2022

	Note	30-Jun-22 $	30-Jun-21 $
Cash flows from operating activities			
Receipts from contracts with customers (inclusive of GST)		1,172,776	832,629
Interest received		-	-
Rental and other income received		-	246,428
Payments to suppliers and employees (inclusive of GST)		(1,740,310)	(1,021,519)
Interest and other finance charges paid		(6,728)	(58,613)
Net income tax received		-	-
Proceeds from R&D Tax Incentive		23,016	73,600
Net cash from operating activities	**18(b)**	**(551,246)**	**72,525**
Cash flows from investing activities			
Proceeds from R&D Tax Incentive		233,713	240,570
Payments for property, plant and equipment		(4,462)	(2,714)
Payments for intangible assets		(541,381)	(511,476)
Net cash used in investing activities		**(312,130)**	**(273,620)**
Cash flows from financing activities			
Proceeds from issue of share capital		2,113,119	2,200,000
Share issue transaction costs paid		(371,752)	(414,689)
Repayment of borrowings		(22,721)	(769,503)
Proceeds from borrowings		-	386,141
Net cash from financing activities		**1,718,646**	**1,401,949**
Reconciliation of cash and cash equivalents			
Cash and cash equivalents at beginning of the financial year		1,318,219	117,365
Net increase/(decrease) in cash and cash equivalents		855,270	1,200,854
Cash and cash equivalents at end of the financial year		**2,173,489**	**1,318,219**

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

The financial report is a general purpose financial report that has been prepared in accordance with the *Corporations Act 2001* and Australian Accounting Standards, Interpretations and other applicable authoritative pronouncements of the Australian Accounting Standards Board.

The financial report covers Registry Direct Limited as an individual entity. Registry Direct Limited is a company limited by shares, incorporated and domiciled in Australia. Registry Direct Limited is a for-profit entity for the purpose of preparing the financial statements.

The financial report was approved by the directors as at the date of the directors' report.

The following are the significant accounting policies adopted by the company in the preparation and presentation of the financial report. The accounting policies have been consistently applied, unless otherwise stated.

(a) Basis of preparation of the financial report

Compliance with AASB

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') and the Corporations Act 2001, as appropriate for for-profit oriented entities.

The financial report also complies with the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB).

Historical Cost Convention

The financial report has been prepared on an accrual bases and under the historical cost convention, as modified by revaluations to fair value for certain classes of assets and liabilities as described in the accounting policies.

Significant accounting estimates and judgements

The preparation of the financial report requires the use of certain estimates and judgements in applying the company's accounting policies. Those estimates and judgements significant to the financial report are disclosed in Note 2 to the financial statements.

The financial statements are presented in Australian dollars, which is Registry Direct's functional and presentation currency, and are rounded to the nearest whole dollar.

(b) New and revised accounting standards effective at 30 June 2022

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

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(c) Revenue from contracts with customers

The Company recognises revenue as follows.

Revenue from contracts with customers

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

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

Rendering of services

Revenue from a contract to provide services is recognised over time as the services are rendered based on either a fixed price or an hourly rate.

Research and Development (R&D) tax incentive

The company received an R&D tax incentive of $256,729 (2021: $314,170) on the 27th of October 2021. In accordance with accounting standards, $233,713 was recognised as a reduction in the intangible asset to which the R&D tax incentive relates and the remaining amount of $23,016 was recognised as other income.

(d) Income tax

Current income tax expense or revenue is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities.

Deferred tax assets and liabilities are recognised for temporary differences at the applicable tax rates when the assets are expected to be recovered or liabilities are settled. Deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not recognised if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss.

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(d) **Income tax (continued)**

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

Current and deferred tax balances attributable to amounts recognised directly in equity are also recognised directly in equity.

(e) **Cash and cash equivalents**

Cash and cash equivalents include cash on hand and at banks, short-term deposits with an original maturity of three months or less held at call with financial institutions, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the statement of financial position.

(f) **Plant and equipment**

Plant and equipment

Plant and equipment is measured at cost, less accumulated depreciation and any accumulated impairment losses.

Depreciation

The depreciable amount of plant and equipment is depreciated over their estimated useful lives commencing from the time the asset is held available for use, consistent with the estimated consumption of the economic benefits embodied in the asset.

Class of fixed asset	Depreciation rates	Depreciation basis
Office equipment	2 to 3 years	Straight line
Computer equipment	2 to 3 years	Straight line

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(g) **Intangible assets**

Intangible assets acquired separately are initially recognised at cost. Finite life intangible assets are subsequently measured at cost less amortisation and any impairment. The gains or losses recognised in profit or loss arising from the derecognition of intangible assets are measured as the difference between net disposal proceeds and the carrying amount of the intangible asset. The method and useful lives of finite life intangible assets are reviewed annually. Changes in the expected pattern of consumption or useful life are accounted for prospectively by changing the amortisation method or period.

Software development

Expenditure on software development is treated as an Intangible asset in accordance with AASB 138 Intangible Assets. The expenditure that is capitalised comprises all directly attributable costs, including the base cost of software, consulting services and internal labour costs.

Software development costs have a finite life and are carried at cost less accumulated amortisation and impairment losses. Amortisation is calculated using the straight line method to allocate the software development costs over the useful life of the asset of up to 5 years.

On a regular basis, the company reviews the carrying values of its intangible assets to determine whether there is any indication that those assets have been impaired. If such an indication exists, the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell and value in use, is compared to the asset's carrying value. Any excess of the assets' carrying value over its recoverable amount is expensed to the statement of profit or loss.

In accordance with accounting standards, $233,713 of R&D tax incentives was recognised as a reduction of the software development asset.

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(h) **Financial instruments**

Initial recognition and measurement

Financial assets and financial liabilities are recognised when the company becomes a party to the contractual provisions of the instrument. For financial assets, this is equivalent to the date that the company commits itself to either the purchase or sale of the asset (i.e. trade date accounting is adopted).

Financial instruments are initially measured at fair value adjusted for transaction costs, except where the instrument is classified as fair value through profit or loss, in which case transaction costs are immediately recognised as expenses in profit or loss.

Classification of financial assets

Financial assets recognised by the company are subsequently measured in their entirety at either amortised cost or fair value, subject to their classification and whether the company irrevocably designates the financial asset on initial recognition at fair value through other comprehensive income (FVtOCI) in accordance with the relevant criteria in AASB 9.

Financial assets not irrevocably designated on initial recognition at FVtOCI are classified as subsequently measured at amortised cost, FVtOCI or fair value through profit or loss (FVtPL) on the basis of both:

(a) the company's business model for managing the financial assets; and

(b) the contractual cash flow characteristics of the financial asset.

Classification of financial liabilities

Financial liabilities classified as held-for-trading, contingent consideration payable by the company for the acquisition of a business, and financial liabilities designated at FVtPL, are subsequently measured at fair value.

All other financial liabilities recognised by the company are subsequently measured at amortised cost.

Trade and other receivables

Trade and other receivables arise from the company's transactions with its customers and are normally settled within 30 days.

Consistent with both the company's business model for managing the financial assets and the contractual cash flow characteristics of the assets, trade and other receivables are subsequently measured at amortised cost.

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(h) Financial instruments (Continued)

Impairment of financial assets

The following financial assets are tested for impairment by applying the 'expected credit loss' impairment model:

(a) debt instruments measured at amortised cost;

(b) debt instruments classified at fair value through other comprehensive income; and

(c) receivables from contracts with customers and contract assets.

The company applies the simplified approach under AASB 9 to measuring the allowance for credit losses for both receivables from contracts with customers and contract assets. Under the AASB 9 simplified approach, the company determines the allowance for credit losses for receivables from contracts with customers and contract assets on the basis of the lifetime expected credit losses of the financial asset. Lifetime expected credit losses represent the expected credit losses that are expected to result from default events over the expected life of the financial asset.

For all other financial assets subject to impairment testing, when there has been a significant increase in credit risk since the initial recognition of the financial asset, the allowance for credit losses is recognised on the basis of the lifetime expected credit losses. When there has not been an increase in credit risk since initial recognition, the allowance for credit losses is recognised on the basis of 12-month expected credit losses. '12-month expected credit losses' is the portion of lifetime expected credit losses that represent the expected credit losses that result from default events on a financial instrument that are possible within the 12 months after the reporting date.

The company considers a range of information when assessing whether the credit risk has increased significantly since initial recognition. This includes such factors as the identification of significant changes in external market indicators of credit risk, significant adverse changes in the financial performance or financial position of the counterparty, significant changes in the value of collateral, and past due information.

The company assumes that the credit risk on a financial asset has not increased significantly since initial recognition when the financial asset is determined to have a low credit risk at the reporting date. The company considers a financial asset to have a low credit risk when the counter party has an external 'investment grade'' credit rating (if available) of BBB or higher, or otherwise is assessed by the company to have a strong financial position and no history of past due amounts from previous transactions with the company.

The measurement of expected credit losses reflects the company's 'expected rate of loss', which is a product of the probability of default and the loss given default, and its 'exposure at default', which is typically the carrying amount of the relevant asset. Expected credit losses are measured as the difference between all contractual cash flows due and all contractual cash flows expected based on the company's exposure at default, discounted at the financial asset's original effective interest rate.

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(h) Financial instruments (Continued)

Impairment of financial assets (Continued)

Financial assets are regarded as 'credit-impaired' when one or more events have occurred that have a detrimental impact on the estimated future cash flows of the financial asset. Indicators that a financial asset is 'credit-impaired' include observable data about the following:

(a) significant financial difficulty of the issuer or the borrower;

(b) breach of contract;

(c) the lender, for economic or contractual reasons relating to the borrower's financial difficulty, has granted concessions to the borrower that the lender would not otherwise consider; or

(d) it is becoming probable that the borrower will enter bankruptcy or other financial reorganisation.

The gross carrying amount of a financial asset is written off (i.e., reduced directly) when the counterparty is in severe financial difficulty and the company has no realistic expectation of recovery of the financial asset. Financial assets written off remain subject to enforcement action by the company. Recoveries, if any, are recognised in profit or loss.

(i) Provisions

Provisions are recognised when the company has a legal or constructive obligation, as a result of past events, for which it is probable that an outflow of economic benefits will result and that outflow can be reliably measured.

The amount recognised as a provision is the best estimate of the expenditure required to settle the present obligation at the end of the reporting period.

(j) Employee benefits

(i) Short-term employee benefit obligations

Liabilities arising in respect of wages and salaries, annual leave and other employee benefits (other than termination benefits) expected to be settled wholly before twelve months after the end of the reporting period are measured at the (undiscounted) amounts based on remuneration rates which are expected to be paid when the liability is settled. The expected cost of short-term employee benefits in the form of compensated absences such as annual leave is recognised in the provision for employee benefits. All other short-term employee benefit obligations are presented as payables in the statement of financial position.

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(j) Employee benefits (Continued)

(ii) Long-term employee benefit obligations

The provision for other long-term employee benefits, including obligations for long service leave and annual leave, which are not expected to be settled wholly before twelve months after the end of the reporting period, are measured at the present value of the estimated future cash outflow to be made in respect of the services provided by employees up to the reporting date. Expected future payments incorporate anticipated future wage and salary levels, durations of service and employee turnover, and are discounted at rates determined by reference to market yields at the end of the reporting period on high quality corporate bonds that have terms approximating to the terms of the related obligation. Any remeasurements for changes in assumptions of obligations for other long- term employee benefits are recognised in profit or loss in the periods in which the change occurs.

Other long-term employee benefit obligations are presented as current liabilities in the statement of financial position if the company does not have an unconditional right to defer settlement for at least twelve months after the reporting date, regardless of when the actual settlement is expected to occur. All other long-term employee benefit obligations are presented as non-current liabilities in the statement of financial position.

(iii) Retirement benefit obligations

Defined contribution superannuation plan

The company makes superannuation contributions (10% of the employee's average ordinary salary until 30 June 2022) to the employee's defined contribution superannuation plan of choice in respect of employee services rendered during the year. These superannuation contributions are recognised as an expense in the same period when the related employee services are received. The company's obligation with respect to employee's defined contributions entitlements is limited to its obligation for any unpaid superannuation guarantee contributions at the end of the reporting period. All obligations for unpaid superannuation guarantee contributions are measured at the (undiscounted) amounts expected to be paid when the obligation is settled and are presented as current liabilities in the statement of financial position.

(iv) Share-based payments

Equity-settled and cash-settled share-based compensation benefits are provided to employees. Equity-settled transactions are awards of shares, or options over shares, that are provided to employees in exchange for the rendering of services. Cash-settled transactions are awards of cash for the exchange of services, where the amount of cash is determined by reference to the share price.

The cost of equity-settled transactions are measured at fair value on grant date. Fair value is independently determined using either the Binomial or Black-Scholes option pricing model that takes into account the exercise price, the term of the option, the impact of dilution, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option, together with non-vesting conditions that do not determine whether the entity receives the services that entitle the employees to receive payment. No account is taken of any other vesting conditions.

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(j) Employee benefits (Continued)

(iv) Share-based payments (Continued)

The cost of equity-settled transactions are recognised as an expense with a corresponding increase in equity over the vesting period. The cumulative charge to profit or loss is calculated based on the grant date fair value of the award, the best estimate of the number of awards that are likely to vest and the expired portion of the vesting period. The amount recognised in profit or loss for the period is the cumulative amount calculated at each reporting date less amounts already recognised in previous periods.

The cost of cash-settled transactions is initially, and at each reporting date until vested, determined by applying the Black-Scholes or the binomial option pricing model, taking into consideration the terms and conditions on which the award was granted. The cumulative charge to profit or loss until settlement of the liability is calculated as follows:

- during the vesting period, the liability at each reporting date is the fair value of the award at that date multiplied by the expired portion of the vesting period.
- from the end of the vesting period until settlement of the award, the liability is the full fair value of the liability at the reporting date.

All changes in the liability are recognised in profit or loss. The ultimate cost of cash-settled transactions is the cash paid to settle the liability. Market conditions are taken into consideration in determining fair value. Therefore any awards subject to market conditions are considered to vest irrespective of whether or not that market condition has been met, provided all other conditions are satisfied.

If equity-settled awards are modified, as a minimum an expense is recognised as if the modification has not been made. An additional expense is recognised, over the remaining vesting period, for any modification that increases the total fair value of the share-based compensation benefit as at the date of modification.

If the non-vesting condition is within the control of the entity or employee, the failure to satisfy the condition is treated as a cancellation. If the condition is not within the control of the entity or employee and is not satisfied during the vesting period, any remaining expense for the award is recognised over the remaining vesting period, unless the award is forfeited. If equity settled awards are cancelled, it is treated as if it has vested on the date of cancellation, and any remaining expense is recognised immediately. If a new replacement award is substituted for the cancelled award, the cancelled and new award is treated as if they were a modification.

(k) Borrowing

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

(l) Earnings per share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to the owners of Registry Direct Limited, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the financial year.

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(m) Earnings per share (continued)

(ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

(n) Dividends

Dividends are recognised when declared during the financial year and no longer at the discretion of the company.

(o) Goods and services tax (GST)

Revenues, expenses and purchased assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Tax Office. In these circumstances the GST is recognised as part of the cost of acquisition of the asset or as part of an item of the expense. Receivables and payables in the statement of financial position are shown inclusive of GST.

Cash flows are presented in the statement of cash flows on a gross basis, except for the GST component of investing and financing activities, which are disclosed as operating cash flows.

(p) Comparatives

Where necessary, comparative information has been reclassified and repositioned for consistency with current year disclosures.

(q) Issued Capital

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

(r) Current and non-current classification

Assets and liabilities are presented in the statement of financial position based on current and non-current classification.

An asset is classified as current when: it is either expected to be realised or intended to be sold or consumed in the entity's normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within 12 months after the reporting period; or the asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period. All other assets are classified as non-current.

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(r) Current and non-current classification (continued)

A liability is classified as current when: it is either expected to be settled in the entity's normal operating cycle; it is held primarily for the purpose of trading; it is due to be settled within 12 months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities are classified as non-current.

Deferred tax assets and liabilities are always classified as non-current.

(s) Trade and other payables

These amounts represent liabilities for goods and services provided to the company prior to the end of the financial year and which are unpaid. Due to their short-term nature they are measured at amortised cost and are not discounted. The amounts are unsecured and are usually paid within 45 days of recognition.

NOTE 2: SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS

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

Estimation of useful lives of assets
The company determines the estimated useful lives and related depreciation and amortisation charges for its property, plant and equipment and finite life intangible assets. The useful lives could change significantly as a result of technical innovations or some other event. The depreciation and amortisation charge will increase where the useful lives are less than previously estimated lives, or technically obsolete or non-strategic assets that have been abandoned or sold will be written off or written down.

Employee benefits provision
The liability for employee benefits expected to be settled more than 12 months from the reporting date are recognised and measured at the present value of the estimated future cash flows to be made in respect of all employees at the reporting date. In determining the present value of the liability, estimates of attrition rates and pay increases through promotion and inflation have been taken into account.

Capitalisation of software development costs
All directly attributable costs, including the base cost of software, consulting services and internal labour costs are capitalised. Capitalised labour costs are determined based on the wages and salaries attributed to those employees directly engaged in the development of software. Other labour costs are allocated based on direct development labour cost as a percentage of total salary and wages.

NOTE 2: SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS (CONTINUED)

Impairment of non-financial assets other than goodwill and other indefinite life intangible assets
The entity assesses impairment of non-financial assets other than goodwill and other indefinite life intangible assets at each reporting date by evaluating conditions specific to the consolidated entity and to the particular asset that may lead to impairment. If an impairment trigger exists, the recoverable amount of the asset is determined. This involves fair value less costs of disposal or value-in-use calculations, which incorporate a number of key estimates and assumptions.

NOTE 3: ACCOUNTING STANDARDS ISSUED BUT NOT YET EFFECTIVE

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the Company for the annual reporting period ended 30 June 2022.

	2022 $	2021 $
NOTE 4: REVENUE FROM CONTRACTS WITH CUSTOMERS		
Revenue from contracts with customers		
Rendering of services - share registry services	1,067,503	807,812
Disaggregation of revenue		
The disaggregation of revenue from contracts with customers is as follows:		
Major service types		
- Unlisted Platform Fees	639,384	361,273
- Listed Platform Fees	120,258	130,379
- Service Fees	160,915	161,411
- Other Fees	146,946	154,749
	1,067,503	807,812
Geographical locations		
Australia	1,067,503	807,812
Timing of revenue recognition		
Services transferred over time	1,067,503	807,812

NOTE 5: OTHER REVENUE

	2022 $	2021 $
Interest	-	525
ATO Cashflow Boost	-	50,000
JobKeeper Subsidy	-	148,500
Government Grant	-	25,000
R&D tax incentive	23,016	73,600
	23,016	297,625

NOTE 6: EXPENSES

Loss before income tax from continuing operations includes the following specific expenses:

	2022 $	2021 $
Depreciation		
- office furniture and equipment	765	1,518
- computer equipment	2,953	2,962
	3,718	4,480
Amortisation		
- software development	361,273	417,556
	361,273	417,556

	2022 $	2021 $
NOTE 6: EXPENSES (CONTINUED)		
Employee benefits:		
- Defined contribution superannuation expense	119,348	107,180
Other expenses		
- Subscriptions and memberships	147,176	126,854
- Consultant fees	187,557	995
- Telephone & Internet	6,838	6,452
- Insurance	36,565	39,613
- Marketing expenses	-	4,370
- Travelling and conveyance	5,065	359
- Other	46,365	17,445
- Bad and doubtful debts	8,074	330
	437,640	196,419
Remuneration of auditors for:		
RSM Australia Partners		
Audit and assurance services		
- Audit or review of the financial report	35,000	29,000
	35,000	29,000

NOTE 7: CASH AND CASH EQUIVALENTS

	2022 $	2021 $
Cash at bank	2,173,489	1,318,219

NOTE 8: TRADE AND OTHER RECEIVABLES

	2022 $	2021 $
CURRENT		
Receivables from contracts with customers	90,876	70,440
Other receivables	-	26,242
	90,876	96,682

Receivables from contracts with customers

A receivable from a contract with a customer represents the company's unconditional right to consideration arising from the transfer of goods or services to the customer (i.e., only the passage of time is required before payment of the consideration is due). Invoicing of customers generally occurs on a monthly basis. Outstanding invoices are due for payment within 30 days of the invoice date.

NOTE 8: RECEIVABLES (CONTINUED)

Impairment of receivables from contracts with customers and other receivables

The company applies the simplified approach under AASB 9 to measuring the allowance for credit losses for both receivables from contracts with customers and contract assets. Under the AASB 9 simplified approach, the company determines the allowance for credit losses for receivables from contracts with customers and contract assets on the basis of the lifetime expected credit losses of the instrument. Lifetime expected credit losses represent the expected credit losses that are expected to result from default events over the expected life of the financial asset.

The company determines expected credit losses using a provision matrix based on the company's historical credit loss experience, adjusted for factors that are specific to the financial asset as well as current and future expected economic conditions relevant to the financial asset. When material, the time value of money is incorporated into the measurement of expected credit losses. There has been no change in the estimation techniques or significant assumptions made during the reporting period.

The company did not consider a credit risk on the aggregate balances after reviewing the credit terms of customers based on recent collection practices. The ageing of the past due but not impaired receivables are as follows:

		Days past due				
	Not past due	**< 30**	**30 - 90**	**90 - 180**	**> 180**	**Total**
	$	**$**	**$**	**$**	**$**	**$**
2022	84,215	2,990	3,351	NIL	320	90,876
2021	65,224	2,393	1,371	NIL	1,452	70,440

Receivables written off during the year

The gross carrying amount of a receivable balance is written off (i.e., reduced directly) when the counterparty is in severe financial difficulty and the company has no realistic expectation of recovery of the outstanding balance. The receivable written off remains subject to enforcement action by the company.

The contractual amount outstanding on receivables that were written off during the year and are still subject to enforcement action by the company, is $791 (2021: $330).

	2022 $	2021 $

NOTE 9: OTHER ASSETS

	2022 $	2021 $
CURRENT		
Prepayments	34,829	29,184
	34,829	29,184

NOTE 10: PLANT AND EQUIPMENT

Plant and equipment

	2022 $	2021 $
Office equipment - At cost	-	7,591
Less accumulated depreciation	-	(6,118)
	-	1,473
Computer Equipment - At cost	36,119	31,657
Less accumulated depreciation	(31,540)	(28,587)
	4,579	3,070
Total plant and equipment	4,579	4,543

(a) Reconciliations

Reconciliation of the carrying amounts of plant and equipment at the beginning and end of the current financial year

	2022 $	2021 $
Office equipment		
Opening carrying amount	1,473	2,991
Depreciation expense	(765)	(1,518)
Disposals	(708)	-
Closing carrying amount	-	1,473
Computer equipment		
Opening carrying amount	3,070	3,318
Additions	4,462	2,714
Depreciation expense	(2,953)	(2,962)
Closing carrying amount	4,579	3,070

	2022	2021
	$	$

NOTE 11: INTANGIBLE ASSETS

	2022 $	2021 $
Software development - At cost	2,699,541	2,391,873
Less accumulated amortisation	(2,035,842)	(1,674,569)
	663,699	717,304

(a) Reconciliations

Reconciliation of the carrying amounts of software development at the beginning and end of the current financial year

	2022 $	2021 $
Software development		
Opening balance	717,304	863,955
Additions	541,381	511,475
R&D tax incentive	(233,713)	(240,570)
Amortisation	(361,273)	(417,556)
Closing balance	663,699	717,304

NOTE 12: INCOME TAX

(a) Components of tax expense

	2022 $	2021 $
Current tax	-	-
Deferred tax - origination and reversal of temporary differences	-	-
Adjustment for prior periods	-	-
	-	-

(b) Income tax reconciliation

	2022 $	2021 $
The prima facie tax payable on profit / (loss) before income tax is reconciled to the income tax expense as follows:		
Profit / (loss) before tax	(1,049,929)	(642,552)
Prima facie income tax payable on profit / (loss) before income tax at 25% (2021: 26%)	(262,482)	(167,063)
Add tax effect of:		
- Deferred tax assets no longer recognised	-	-
- share based payments	18,312	-
- accounting amortization and impairment	90,318	108,565
- other non-allowable items	6,670	2,757
- under provision for income tax in prior year	-	-

	2022 $	2021 $
NOTE 12: INCOME TAX (CONTINUED)		
- expenses incurred on R&D activities	34,736	17,839
- tax losses not recognised	118,201	73,938
	268,237	203,099
Less tax effect of:		
- other non-assessable items	5,754	36,036
Income tax expense attributable to profit / (loss)	-	-

(c) Deferred tax

Deferred tax asset comprises temporary differences attributable to:

	2022 $	2021 $
Amounts recognised in profit or loss:		
Transaction costs on share issue	-	-
Accruals and leave provisions	-	-
	-	-
Amounts recognised in equity:		
Transaction costs on share issue	-	-
Deferred tax assets	-	-
Movement:		
Opening balance	-	-
Adjustment for prior periods	-	-
(Charged) / credited to profit and loss	-	-
(Charged) / credited to equity	-	-
Closing balance	-	-

(d) Deferred income tax (revenue)/expense included in income tax expense comprises

	2022 $	2021 $
Decrease / (increase) in deferred tax assets	-	-
(Decrease) / increase in deferred tax liabilities	-	-
	-	-

Deferred tax assets on tax losses not brought into account at reporting date are $653,769 (2021: $613,060).

	2022 $	2021 $
NOTE 13: TRADE AND OTHER PAYABLES		
CURRENT		
Unsecured liabilities		
Trade payables	29,922	234,269
Accrued expenses and other payables	95,908	124,123
	125,830	358,392

NOTE 14: BORROWINGS

	2022 $	2021 $
CURRENT		
Insurance premium funding	-	22,721
	-	22,721

NOTE 15: EMPLOYEE PROVISIONS

	2022 $	2021 $
CURRENT		
Employee benefits	172,436	124,611
NON CURRENT		
Employee benefits	52,273	23,568
Aggregate employee benefits liability	224,709	148,179

(a) The current provision for employee benefits includes all unconditional entitlements where employees have completed the required period of service and also those where employees are entitled to pro-rata payments in certain circumstances. The entire amount is presented as current, since the company does not have an unconditional right to defer settlement.

However, based on past experience, the consolidated entity does not expect all employees to take the full amount of accrued leave or require payment within the next 12 months.

The following amounts reflect leave that is expected to be taken within the next 12 months:

	2022 $	2021 $
Employee benefits obligation expected to be settled within 12 months	54,231	50,549

		2022 $	2021 $
NOTE 16: SHARE CAPITAL			
Issued and paid-up capital			
Ordinary Shares - fully paid	(a)	9,588,920	7,631,944

	2022		2021	
	Number	$	Number	$
(a) Ordinary Shares				
Opening balance	319,039,982	7,631,944	172,373,323	5,903,783
Shares issued:				
29 June 2021			146,666,659	2,200,000
25 August 2021	33,333,334	500,000	-	-
3 November 2021	13,333,332	200,000		
21 December 2021	52,337,757	1,413,119		
Transaction costs relating to shares issued, net of tax	-	(156,143)	-	(414,689)
	99,004,423	1,956,976	146,666,659	1,785,311
Reallocation of expired options included in opening balance				(57,150)
	-	-	-	-
At reporting date	418,044,405	9,588,920	319,039,982	7,631,944

The 33,333,334 shares issued on 25 August 2021 were issued at $0.015 per share.
The 13,333,332 shares issued on 3 November 2021 were issued at $0.015 per share.
The 52,337,757 shares issued on 21 December 2021 were issued at $0.027 per share.

Rights of each type of share

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

Capital management

When managing capital, management's objective is to ensure the company continues as a going concern as well as to maintain optimal returns to shareholders and benefits for other stakeholders. This is achieved through the monitoring of historical and forecast performance and cash flows.

Reallocation of expired options

Options previously incorrectly allocated to issued capital now transferred to retained earnings as the options have expired.

NOTE 17: RETAINED EARNINGS / (ACCUMULATED LOSSES)	2022 $	2021 $
Retained earnings / (accumulated losses) at beginning of year	(6,222,804)	(5,820,201)
Reallocation of expired options	-	239,949
Net profit / (loss) after income tax for the year	(1,049,929)	(642,552)
	(7,272,733)	(6,222,804)

NOTE 18: CASH FLOW INFORMATION

(a) Reconciliation of cash and cash equivalents

Cash and cash equivalents at the end of the financial year as shown in the statement of cash flows is reconciled to the related items in the statement of financial position is as follows:

Cash at bank	2,173,489	1,318,219
	2,173,489	1,318,219

(b) Reconciliation of cash flow from operations with loss after income tax

Loss from continuing operations after income tax for the year	(1,049,929)	(642,552)
Adjustments and non-cash items		
Depreciation and amortisation expense	364,991	422,037
Share based payment expense	73,246	-
Financing activities in trade and other payables	215,610	-
Loss on disposal of assets	707	-
Changes in operating assets and liabilities		
(Increase) / decrease in trade and other receivables	5,806	(53,834)
(Increase) / decrease in other assets	(5,645)	7,953
Increase / (decrease) in trade and other payables	(232,562)	281,618
(Increase) / decrease in deferred tax assets	-	-
Increase / (decrease) in employee benefits	76,530	57,302
Cash flows from operating activities	(551,246)	72,525

NOTE 19: CAPITAL AND LEASING COMMITMENTS

(a) Operating lease commitments

Non-cancellable operating leases contracted for but not capitalised in the financial statements:

Payable		
- not later than one year	-	-
	-	-

NOTE 20: CONTINGENT LIABILITIES AND ASSETS

The company has no contingent liabilities or assets as at 30 June 2022. As at 30 June 2021 the Company had no contingent liabilities or assets.

NOTE 21: FINANCIAL RISK MANAGEMENT

The Directors' overall risk management strategy seeks to assist the Company in meeting its financial targets, while minimising potential adverse effects on financial performance. The Company does not have any derivative instruments at 30 June 2022 and 30 June 2021. Risk management policies are approved and reviewed by the Board on a regular basis. These include the credit risk policies and future cash flow requirements.

The company is exposed to the following financial risks in respect to the financial instruments that it held at the end of the reporting period:

(a) Market risk
(b) Interest rate risk
(c) Foreign currency risk
(d) Credit risk
(e) Liquidity risk
(f) Fair values compared with carrying amounts

There have been no substantive changes in the types of risks the company is exposed to, how these risks arise, or the Board's objectives, policies and processes for managing or measuring the risks from the previous period.

The Company's financial instruments consist mainly of bank balances, other financial assets, accounts receivable and payables.

The board of directors have overall responsibility for identifying and managing operational and financial risks.

The company holds the following financial instruments:

	2022 $	2021 $
Financial assets		
Amortised cost		
- Cash and cash equivalents (note 7)	2,173,489	1,318,219
- Trade and other receivables (note 8)	90,876	96,682
	2,264,365	**1,414,901**
Financial liabilities		
Amortised cost		
- Trade and other payables (note 13)	125,830	358,392
- Borrowings (note 14)	-	22,721
	125,830	**381,113**

The Company had net holding gain on financial assets during the year of $0 (2021: $525).

NOTE 21: FINANCIAL RISK MANAGEMENT (CONTINUED)

(a) 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 (other than those arising from interest rate risk or currency risk).

The company does not have a material exposure to market price risk.

(b) Interest rate risk

The company is exposed to interest rate risk in relation to its borrowings. Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate as a result of changes in market interest rates.

The Company's exposure to interest rate risk is insignificant and a sensitivity analysis is accordingly not provided. Minimisation of risk is achieved by mainly undertaking fixed rate or non-interest bearing financial instruments and making payments within pre-agreed terms.

The following table outlines that company's exposure to interest rate risk in relation to future cash flows and the effective weighted average interest rates on classes of financial assets and financial liabilities:

2022

Financial instruments	**Interest bearing**	**Non-interest bearing**	**Total carrying amount**	**Weighted average effective interest rate**
	$	**$**	**$**	
Financial assets				
Cash	-	2,173,489	2,173,489	0.0 %
Trade and other receivables	-	90,876	90,876	0.0 %
	-	2,264,365	2,264,365	
Financial liabilities				
Trade and other payables	-	125,830	125,830	0.0 %
Borrowings	-	-	-	0.0 %
	-	125,830	125,830	

NOTE 21: FINANCIAL RISK MANAGEMENT (CONTINUED)

(b) Interest rate risk (Continued)

2021

Financial instruments	**Interest bearing**	**Non-interest bearing**	**Total carrying amount**	**Weighted average effective interest rate**
	$	**$**	**$**	
Financial assets				
Cash	-	1,318,219	1,318,219	0.0 %
Trade and other receivables	-	96,682	96,682	0.0 %
	-	1,414,901	1,414,901	
Financial liabilities				
Trade and other payables	-	358,392	358,392	0.0 %
Borrowings	22,721	-	22,721	7.52%
	22,721	358,392	381,113	

No other financial assets or financial liabilities are expected to be exposed to interest rate risk.

(c) Foreign currency risk

The company undertakes transactions denominated in foreign currencies. Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

The company does not have a material exposure to currency risk.

(d) Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation.

The maximum exposure to credit risk, excluding the value of any collateral or other security, at balance date of recognised financial assets is the carrying amount of those assets, net of any provisions for impairment of those assets, as disclosed in statement of financial position and notes to financial statements.

The company does not have any material credit risk exposure to any single counterparty or group of counterparties under financial instruments entered into by the company.

NOTE 21: FINANCIAL RISK MANAGEMENT (CONTINUED)

(i) Cash deposits

Credit risk for cash deposits is managed by holding all cash deposits with major Australian banks.

(ii) Receivables from contracts with customers

Credit risk for receivables from contracts with customers is managed by transacting with a large number of customers, undertaking credit checks for all new customers and setting credit limits for all customers commensurate with their assessed credit risk. Outstanding receivables are regularly monitored for payment in accordance with credit terms.

(e) Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities as and when they fall due.

The Company manages liquidity risk by maintaining adequate cash reserves by continuously monitoring actual and forecast cash flows and matching the maturity profiles of financial assets and liabilities.

The following table outlines the company's remaining contractual maturities for non-derivative financial instruments. The amounts presented in the table are the undiscounted contractual cash flows of the financial liabilities, allocated to time bands based on the earliest date on which the company can be required to pay.

Year ended 30 June 2022	< 6 months	6-12 months	1-5 years	Total contractual cash flows	Carrying amount
	$	$	$	$	$
Payables	29,922	-	-	29,922	29,922
Borrowings	-	-	-	-	-
Net maturities	29,922	-	-	29,922	29,922

Year ended 30 June 2021	< 6 months	6-12 months	1-5 years	Total contractual cash flows	Carrying amount
	$	$	$	$	$
Payables	358,392	-	-	358,392	358,392
Borrowings	16,812	5,909	-	22,721	22,721
Net maturities	375,204	5,909	-	381,113	381,113

The cash flows in the maturity analysis above are not expected to occur significantly earlier than contractually disclosed above.

(f) Fair values compared with carrying amounts

The fair value of financial assets and financial liabilities approximates their carrying amounts as disclosed in statement of financial position and notes to financial statements.

NOTE 22: KEY MANAGEMENT PERSONNEL COMPENSATION

	2022 $	2021 $
Compensation received by key management personnel of the company		
- short-term employee benefits	317,046	339,182
- post-employment benefits	20,622	30,733
- other long-term benefits	-	-
- Share-based payment	58,597	18,750
	396,265	388,665

NOTE 23: RELATED PARTY TRANSACTIONS

(a) Transactions with key management personnel of the entity or its parent and their personally related entities

Disclosures relating to key management personnel are set out in note 22 and the remuneration report included in the directors' report.

(b) Transactions with other related parties

The following transactions occurred with related parties:
Jeni Lulevska - Spouse of Managing Director
April Roe - Daughter to Managing Director

	2022 $	2021 $
Salaries and other benefits paid to close family members of KMP	98,785	102,708

All transactions were made on normal commercial terms and conditions and at market rates.
There are no payable or receivable balances with related parties as at 30 June 2022.

NOTE 24: LOSS PER SHARE

	2022 $	2021 $
Loss after income tax attributable to the owners	$ (1,049,929)	$ (642,552)
Weighted average number of ordinary shares used in calculating basic earnings per share	383,648,701	173,176,976
Basic loss per share	$ (0.00)	$ (0.00)
Diluted loss per share	$ (0.00)	$ (0.00)

Note: The effects of potential ordinary shares (share options) are ignored in calculating diluted EPS as they are anti-dilutive in nature.

NOTE 25: SHARE BASED PAYMENTS

(a) Equity-settled share-based payments

(i) Employee option plan

An employee incentive plan has been established by the Company whereby the Company may, at the discretion of the Board, grant shares, performance rights or options over ordinary shares in the company to eligible employees of the Company. The options are issued for an exercise price as determined by the Board in its discretion when granting the options.

In the 2022 financial year, the Company granted 6,250,000 options to one employee and one key management personnel. Each option is convertible into one share in the Company with an exercise price of $0.015 each. 100% of options will vest on 31 May 2023. Options granted during the financial year have used the below valuation inputs to calculate the fair value.

Share price at grant date ($)	Expected volatility (%)	Dividend yield	Risk free interest rate (%)	Fair value ($)
0.035	76.8	Nil	1.96	0.022

In the 2018 financial year, the Company granted 3,250,000 options to three employees. Each option is convertible into one non-voting share in the Company with an exercise price of $0.20 each. These options have expired on 1 August 2022.

NOTE 25: SHARE BASED PAYMENTS (CONTINUED)

(a) Equity-settled share-based payments (Continued)

(i) Employee option plan (Continued)

Details of the options granted are provided below:

2022

Grant date	Expiry Date	Exercise Price $	Balance at beginning of the year	Granted during the period	Expired during the period	Exercised during the period	Balance at the end of the year
7/08/2017	1/08/2022	0.20	1,000,000	-	-	-	1,000,000
10/08/2017	1/08/2022	0.20	1,000,000	-	-	-	1,000,000
14/08/2017	1/08/2022	0.20	1,250,000	-	-	-	1,250,000
1/11/2021	31/05/2023	0.015	-	6,250,000	-	-	6,250,000
			3,250,000	6,250,000	-	-	9,500,000

The weighted average share price for share options exercised during the period was $NIL.

The weighted average remaining contractual life for share options outstanding at the end of the period was 8 months (2021: 1 years 1 month).

2021

Grant date	Expiry Date	Exercise Price $	Balance at beginning of the year	Granted during the period	Expired during the period	Exercised during the period	Balance at the end of the year
7/08/2017	1/08/2022	0.20	1,000,000	-	-	-	1,000,000
10/08/2017	1/08/2022	0.20	1,000,000	-	-	-	1,000,000
14/08/2017	1/08/2022	0.20	1,250,000	-	-	-	1,250,000
			3,250,000	-	-	-	3,250,000

NOTE 26: EVENTS SUBSEQUENT TO REPORTING DATE

The company has registered their Research & Development activities with AusIndusty and it is expected that this will provide the company with a cash refund from the Australian Taxation Office (ATO) of approximately $386,513.

NOTE 26: EVENTS SUBSEQUENT TO REPORTING DATE (CONTINUED)

On the 6th of June 2022, Registry Direct Ltd announced the proposed acquisition of the company by Complii Fintech Solutions Ltd (Complii). On 22nd August 2022, Complii Fintech Solutions Ltd announced that Complii, and it's associated entities, had acquired 90.85% of the ordinary shares on issue. Complii noted in its announcement of 22nd August 2022 that whilst all of the acceptances at the close of the offer on 19th August 2022 had been received that Complii was waiting for confirmation from CHESS that certain of these acceptances had been processed by CHESS. An updated announcement from Complii on this matter is still pending as at the date of signing.

No other matter or circumstance has arisen since 30 June 2022 that has significantly affected, or may significantly affect the company's operations, or the company's state of affairs in future financial years.

NOTE 27: SEGMENT REPORTING

The company has one operating segment, being share registry services, and operates in one geographic sector being Australia.

NOTE 28: COMPANY DETAILS

The registered office of the company is:

Registry Direct Limited
10 Exon Street
Brighton VIC 3186

REGISTRY DIRECT LIMITED
ABN: 35 160 181 840

DIRECTORS' DECLARATION

The directors of the company declare that:

1. In the director's opinion, the financial statements and notes thereto, as set out on pages 13 - 45, are in accordance with the *Corporations Act 2001*, including:

   (a) complying with the Accounting Standards in Australia and the *Corporations Regulations 2001*; and

   (b) as stated in Note 1, the financial statements also comply with *International Financial Reporting Standards*; and

   (c) give a true and fair view of the financial position as at 30 June 2022 and performance for the year ended on that date of the company.

2. In the directors' opinion 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 directors have been given the declarations required by section 295A of the Corporations Act 2001.

This declaration is made in accordance with a resolution of the Board of Directors.

Director: ______________________________

Ian Steuart Roe

Dated this 29th day of August 2022

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INDEPENDENT AUDITOR'S REPORT
To the Members of Registry Direct Limited

Opinion

We have audited the financial report of Registry Direct Limited (the Company), which comprises the statement of financial position as at 30 June 2022, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

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

i. giving a true and fair view of the Company's financial position as at 30 June 2022 and of its financial performance for the year then ended; and
ii. complying with Australian Accounting Standards and the 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 Company in accordance with the auditor independence requirements of the Corporations Act 2001 and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants* (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 Company, 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.

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 this matter
Capitalisation of Software Development Costs Refer to Note 11 in the financial statements	
At 30 June 2022, the Company's statement of financial position includes capitalised software development costs with a written down value of $663,699. The calculation of the software development costs involves significant judgement in respect of factors such as the probability of future economic benefits, and accuracy of inputs such as project related wages and salaries. We identified this as a key audit matter due to the judgement involved in capitalising software development costs, in particular with regards to project related wages and salaries.	Our audit procedures in relation to capitalised software development costs included: • Assessing the appropriateness of the Company policy for capitalisation of software development costs and ensuring the policy is in accordance with Australian accounting standards; • In respect of costs capitalised during the year: – challenging management on the basis for capitalisation and expected future benefits; and – substantiating capitalised wages and salaries to payroll records for a sample of employees in the development team; • Considering and assessing the project for any indicators of impairment; • Testing the mathematical accuracy of the amortisation of capitalised amounts.

Other Information

The directors are responsible for the other information. The other information comprises the information included in the Company's annual report for the year ended 30 June 2022, but does not include the financial report and the 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 the 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 financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

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

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

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/admin/file/content102/c3/ar2_2020.pdf.This description forms part of our auditor's report.

Report on the Remuneration Report

Opinion on the Remuneration Report
We have audited the Remuneration Report included in the directors report for the year ended 30 June 2022.

In our opinion, the Remuneration Report of Registry Direct Limited for the year ended 30 June 2022, complies with section 300A of the Corporations Act 2001.

Responsibilities
The directors of the Company 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.

RSM

RSM AUSTRALIA PARTNERS

M PARAMESWARAN
Partner

Dated 29 August 2022
Melbourne, Victoria

REGISTRY DIRECT LIMITED
ABN: 35 160 181 840

SHAREHOLDER INFORMATION

The shareholder information set out below was applicable as at 30 June 2022.

Equity security holders

Twenty largest quoted equity security holders

The names of the twenty largest security holders of quoted equity securities are listed below:

	Ordinary shares	
	Number held	**% of total shares issued**
Mr IAN STEUART ROE	55,965,455	13.39%
TEXSON PTY LTD	26,601,442	6.36%
TRAFALGAR STREET NOMINEES <THE ROE SUPERANNUATION FUND>	22,393,694	5.36%
NAGARIT PTY LIMITED <THE NAGARIT TRUST>	18,619,414	4.45%
NAGARIT PTY LIMITED <NAGARIT SUPER FUND A/C>	17,831,934	4.27%
APPWAM PTY LTD	15,500,000	3.71%
MR PETER RUNGE + MRS NOELA RUNGE	13,333,334	3.19%
CATALYST 3 PTY LTD <MONTICONE FAMILY A/C>	13,333,333	3.19%
MHM Super Pty Ltd <Malchel Investments Superannuation Fund>	12,000,000	2.87%
MR DONALD EVAN MCLAY	10,281,343	2.46%
JENTLEVIEW PTY LTD <LAWRY SUPER FUND A/C>	10,000,000	2.39%
MS SHEELAGH HARE	10,000,000	2.39%
MR DARRYL THOMAS SMITH + MRS LYNETTE RUBY SMITH <D & L SMITH SF A/C>	8,352,190	2.00%
SAAYMAN INVESTMENTS PTY LTD	7,400,000	1.77%
DROPMILL PTY LTD <RUSSELL GLENN SUPER A/C>	7,000,000	1.67%
MS MARGARET JEAN DELBRIDGE + MR DAVID ELWOOD SHERAR	6,933,332	1.66%
NETWEALTH INVESTMENTS LIMITED <WRAP SERVICES A/C>	6,910,516	1.65%
MANLY LANE PTY LTD <SCOTT & SALLY BEETON SUPERANNUATION FUND>	6,666,666	1.59%
A E I AUSTRALIA PTY LTD <RG LADD SUPER FUND NO 2 A/C>	6,300,000	1.51%
MR RUPERT GEORGE LEWI	6,000,000	1.44%
	281,422,653	67.32%

SHAREHOLDER INFORMATION

Unquoted equity securities

	Number of Issues	Number of holders
Options over ordinary shares issues	9,500,000	4

Substantial holders

Substantial holders in the company are set out below:

	Number Held	Ordinary shares% of total shares issued
MR IAN STEUART ROE	78,359,149	18.74%
MR DONALD EVAN MCLAY	49,149,180	11.76%
TEXSON PTY LTD	26,601,442	6.36%

Voting rights
The voting rights attached to ordinary shares are set out below:

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

There are no other classes of equity securities.

REGISTRY DIRECT LIMITED
ABN: 35 160 181 840

COMPANY DIRECTORY

Directors:	Ian Steuart Roe Matthew Cain Scott Beeton
Company secretary:	Ian Steuart Roe
Registered office:	10 Exon Street Brighton VIC 3186 Phone: 1300 55 66 35
Principal place of business:	10 Exon Street Brighton VIC 3186 Phone: 1300 55 66 35
Share register:	Registry Direct Limited 10 Exon Street Brighton VIC 3186 Phone: 1300 55 66 35
Auditor:	RSM Australia Partners Level 21 55 Collins Street Melbourne VIC 3000
Solicitors:	Baker & McKenzie Tower One – International Towers Sydney Level 46, 100 Barangaroo Avenue Sydney VIC 3000 Hamilton Locke Level 42, Australia Square, 264 George Street Sydney NSW 2000

REGISTRY DIRECT LIMITED
ABN: 35 160 181 840

COMPANY DIRECTORY

Bankers:	Commonwealth Bank Level 4 Federation Square 65 Market Street Sydney NSW 2000
Stock exchange listing:	Registry Direct Limited shares are listed on the Australian Securities Exchange (ASX code: RD1)
Website:	www.registrydirect.com.au
Corporate Governance Statement:	https://registrydirect.investorportal.com.au/corporate-governance/