Appendix 4E and 2023 Annual Report

Touch Ventures Limited

(ASX:TVL)

Touch Ventures Limited

Appendix 4E

Preliminary final report for the year ended 31 December 2023

1. Company information

Name of entity:	Touch Ventures Limited
ABN:	96 612 559 958
Reporting period:	For the year ended 31 December 2023
Previous period:	For the year ended 31 December 2022

2. Results for announcement to the market

	31 December 2023 $000	31 December 2022 $000	Up / Down	Movement %
Gain/(loss) on financial assets	(8,449)	(66,457)	Up	87%
Profit/(loss) before tax	(15,423)	(65,165)	Up	76%
Net profit/(loss) for the year	(15,423)	(65,165)	Up	76%

Dividends

The Company does not propose to pay a dividend and no other dividend distribution plans are in operation.

3. Net tangible assets

	31 December 2023	31 December 2022
Net tangible asset backing per share	$0.15	$0.18

4. Control gained or lost over entities

None

5. Details of associates and joint venture entities

The Company does not have any investments in associates and joint ventures.

6. Basis of preparation

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

7. Other information required by Listing Rule 4.3A

Other information requiring disclosure to comply with Listing Rule 4.3A is contained in the 2023 Annual Report which accompanies this Appendix 4E.

8. Attachments

The Annual Report of Touch Ventures Limited for the year ended 31 December 2023 is attached.

Contents

Chairman’s Letter

14 February 2024

Dear shareholders,

Touch Ventures Limited (referred to hereafter as **Touch Ventures** or the **Company**) is an investment company listed on the Australian Securities Exchange (ASX). Touch Ventures started its journey in collaboration with Afterpay Limited (now owned by Block, Inc) and, having updated our strategy during 2023, is working on diversifying its portfolio by investing $3-10 million in high growth technology enabled businesses across a range of sectors.

The market environment in 2023 echoed some of the challenges of 2022 with elevated interest rates and inflation remaining high. However, the second half of 2023 saw these conditions ease with inflation beginning to slow and interest rates generally being held globally. During the year we have continued to prioritise our management activity toward curating our existing investments over seeking new investments. It was a difficult year for many of our portfolio companies as they remain under pressure to perform in this environment.

In 2023, we successfully exited our investment in Basiq, with an IRR of 19.7%[1] and a holding period of just over two years. Unfortunately, we had to make many difficult decisions over the course of this year, the most substantial of which was to cease funding our first investment, PlanPay (previously Play Travel). The management team has since acquired the assets of PlanPay through a new entity in which Touch Ventures indirectly holds a 14.7% interest. We hope the business will be successful and generate a return in the future. Notwithstanding the profit on the sale of Basiq, our markdown on PlanPay has resulted in a net loss of $15.4 million for this financial year.

Over the course of the year, we have seen the valuation gap between founder expectations and investor expectations starting to narrow. We made one new investment into Ordermentum in October 2023 where we invested $3 million alongside Microequities Asset Management, Aditum Asset Management and Perennial Private Ventures Fund. We are seeing more opportunities at attractive valuations with healthy growth rates and businesses pushing to get to profitability and we are well placed to invest in these companies as economic conditions improve.

Hugh Robertson, a long serving Director who was instrumental in setting up the business and listing the Company, resigned in April 2023. We thank Hugh for his service as a Non-Executive Director. In January 2024, Gannet Capital acquired 17.8% of the shares in the Company from Block, Inc, and we welcomed their representative Glenn Poswell to the Board.

We thank our shareholders for their continued support this year and look forward to an exciting and improved 2024.

Yours faithfully

Michael Jefferies
Chair, Touch Ventures Limited

1. Includes sales proceeds held in escrow.

Report from the CEO

FY23: Key Statistics

- Net Tangible Asset (NTA) / NTA per share:	$108.9 million / $0.15
- Market cap / Share price at 31 December 2023	$49.3 million / $0.07
- Premium / (Discount) to NTA	(54.7%)
- Profit / (loss) for the year:	($15.4 million)
- Cash[2]:	$58.2 million
- Capital deployed (FY23):	4 investments ($7.0 million)
o Core strategy:	1 new, 1 follow-on, 1 loan ($6.5 million)
o Early-stage strategy:	1 follow-on ($0.5 million)
- Full time employees:	4 employees

Dear shareholders,

FY23: Year in Review

Macro environment

After experiencing a valuation bubble in both the private and public sectors in 2021, the market underwent a substantial correction in 2022 driven by rising interest rates, cost-of-living pressures, and tightening monetary policies. Although 2023 continued in a similar vein, we saw some relief in the latter half of the year as inflation started to ease and central banks held interest rates steady albeit at elevated levels.

Reflecting this improved market sentiment, cashflow positive listed technology companies performed better, mostly led by big tech. Public company valuations have continued to remain below post-COVID highs. For instance, Annual Recurring Revenue (**ARR**) valuations have reduced from a median ARR of ~18.8x post COVID (June 2020 – November 2021) to a median ARR of ~6.8x (May 2022 – December 2023)[3], a reduction of ~64%.

Private market valuations are less observable and lag public market valuations, and we are seeing market sentiment suggesting lower valuations are more normal. There were fewer private company raises completed in during 2023 compared to 2022 in Australia with only 413 transactions and $3.5 billion raised in 2023[4] (vs. 712 transactions and $7.4 billion raised in 2022).

The shift in private company valuations signals a transition into a new market cycle. The focus on growth at all costs has diminished and underperforming, high cash burn companies are no longer attractive (except in select industries like Generative AI). The focus has shifted to growth at reasonable costs with a view to generate profitability and ultimately return capital to investors. Capital management continues to remain important for private companies as they balance a lower growth environment with higher input costs and getting to profitability.

This environment is starting to drive investment into companies at more attractive valuations, laying the foundation for improved returns in the future. Touch Ventures is well positioned with a strong cash balance to take advantage of this environment and make profitable investments with a view to exit in the medium term.

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2. As at 31 December 2023. Cash includes $55.3 million of Term Deposits with maturity dates no longer than 12 months.
3. Meritech Capital: CIQ as of 15-Dec-2023, available at https://www.meritechcapital.com/blog/meritech-software-pulse, accessed 16 January 2023
4. Cut Through Ventures: https://www.cutthrough.com/insights. As at 31 December 2023

FY23 Results

In 2023, we successfully exited our first investment with the sale of our investment in Basiq as part of a company sale to Cuscal Limited. We received $14.1 million of cash proceeds from the sale with a further amount of $0.8 million held in escrow and expected to be released over the next 15 months. Including the escrowed amount, the sale represents a 50% return on invested capital of $9.95 million and an IRR of 19.7%.

We faced a challenging decision regarding our investment in PlanPay. Over the past 18 months, we supported PlanPay and its CEO as they rebuilt its enterprise travel product. Despite these efforts, PlanPay struggled to meet its revenue expectations and customer targets. As a result, Touch Ventures decided not to provide additional funding to PlanPay in September 2023 and has written down its investment in PlanPay to nil. Having considered all options, the Board of PlanPay agreed to sell the assets of PlanPay to its management team, resulting in Touch Ventures indirectly holding a 14.7% interest in the acquiring entity. We wish the management team well as they continue to develop the PlanPay product and hopefully deliver a return to investors in time to come.

In November 2023, Till Payments agreed to a binding sale of the business to Nuvei (TSE:NVEI) for US$30.0 million. We did not receive any proceeds from the sale and as a result we have fully impaired our investment. We also took a net revaluation uplift in Sendle of $0.6 million following their capital raise in October 2023.

We continued to be disciplined as we assessed new opportunities in this environment and as we look to build our new vintage under our updated investment strategy. We made one new investment in 2023 into Ordermentum as part of a $16 million fund raising. Ordermentum provides a platform for suppliers of produce, beverages and other hospitality products to trade with hospitality venues through a single platform. The round was supported by other investors such as Perennial Private Ventures Fund, Microequities Asset Management and Aditum Ventures. In conjunction with the capital raise, Ordermentum acquired wholesale food marketplace Foodbomb to further consolidate Australia's ordering and payments sector.

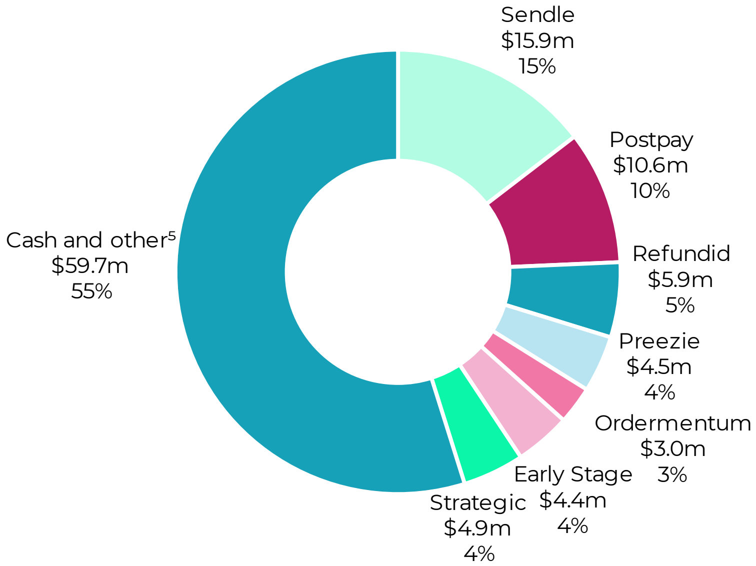
Ordermentum has established itself as the market leader within the hospitality industry with a strong presence in the coffee, beverages and bakery verticals. The acquisition of Foodbomb will enable Ordermentum to expand into the poultry, meat, fruit and vegetable verticals. Ordermentum has shown strong unit economics and performed well during difficult market cycles, including COVID-19. We were particularly impressed with the performance culture at Ordermentum and the team. CEO and founder, Adam Theobald has deep relationships and expertise within the food supplier and venue space having previously founded Beat The Q (now Hey You).

We have reported a net loss after tax of $15.4 million for FY23, an improvement on the prior year loss of $65.2 million. This result was driven predominantly by the impairment of our investments in PlanPay and Till Payments netted off by profits from our sale of our interest in Basiq.

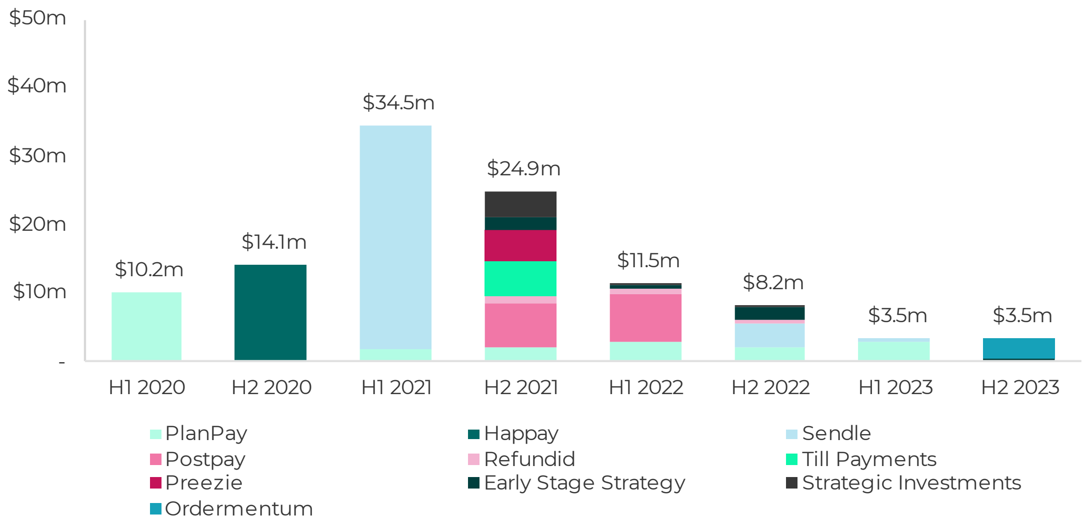
We have further reduced operating expenses in the business to respond to the changing environment. We finished the year with Net Assets of $108.9 million (or 15 cents per share), which includes $58.2 million of cash and term deposits (or 8 cents per share). Cash and term deposits represent 53% of Net Assets at year-end and has increased by $4.5 million in 2023 (FY22 cash of $53.7 million).

Portfolio

The chart below provides a breakdown of the portfolio as at 31 December 2023.



We slowed down the deployment of capital in 2023 as market conditions continued to change. In 2023, we deployed $4 million into equity investments, including $3 million as a new investment into Ordermentum and $1 million of capital to support our existing portfolio companies – Wrapd ($0.5 million) and Sendle ($0.5 million). In January 2023, we advanced $3 million to PlanPay to satisfy the debt commitment made in October 2022.



We are focused on utilising our available cash to develop a new vintage of portfolio companies with Ordermentum being our first investment. In line with our updated investment strategy, we look to establish a group of companies each with minimum revenue exceeding $5 million+. This threshold ensures a certain level of maturity and market traction before we invest. Our target investment size for new investments is between $3 million and $10 million with a wide sector focus that includes retail innovation, e-commerce enablement, finance/fintech, consumer, B2B software and data.

5. Cash and other includes cash and term deposits of $58.2 million and other working capital items of $1.5 million.

We have worked closely with our portfolio to ensure they are well capitalised and, where possible, improve profitability. We will continue to support our portfolio to achieve the next level of growth and where possible seek a liquidity event. Our portfolio company founders have remained resilient and continued to grow top-line revenue across the board. Sendle, Refundid and Preezie have expanded their footprint in North America and we are excited to see them grow internationally. We want to thank the founders of our portfolio companies for their continued dedication to their businesses in a challenging operating environment.

Please refer to the Portfolio Review section for more details on each portfolio company.

Looking forward

We expect that growth companies are adjusting to the new market environment as the “new normal” and those who undertook bridge rounds, have delayed raising capital and/or been focused on adjusting their businesses for the new environment will start looking to raise in 2024. Investors will also put increasing pressure on companies to create liquidly for shareholders (e.g. via secondary sales, exits and/or listings as the IPO market will likely open up late 2024 or 2025).

We expect private company valuations, especially growth companies, to remain under pressure and the lack of liquidity to persist. Loss making late-stage technology companies will need to show a clear path to profitability if they are to successfully close a new funding round (except in certain segments like generative AI).

We expect to see deal flow increase over the next 12 months and that this environment will bring more attractive investment terms to investors. We believe that this new vintage of investments will generate strong returns for Touch Ventures.

We continue to work with our existing portfolio to enhance their growth prospects and also look for opportunities to create liquidity.

We are well positioned and are actively looking to invest the majority of our capital into new opportunities to expand and diversify our core portfolio under our expanded mandate. We will remain disciplined in our investment approach and are optimistic about the opportunities ahead of us in 2024.

Yours sincerely,

Hein Vogel
CEO, Touch Ventures Limited

Portfolio Review

Touch Ventures' Portfolio (as at 31 December 2023)

Company	Initial Investment	Business Description	Shareholding[6]	Investment Amount	FY23 Fair Value	FY22 Fair Value
sendle	June 2021	Sendle is an Australian & U.S. based virtual parcel courier platform targeting SMB eCommerce merchants.	11.7%	US$27.8m / $36.5m	US$10.9m / $15.9m	US$10.2m / $15.0m
PlanPay	February 2020	Planpay is a budgeting and payments tool which empowers customers to achieve more by breaking down large purchases into small, easily payable chunks and eliminates the burden of budgeting.	**Equity:** 73.7%[7]	$17.2m	nil	$12.0m
			Loan: N/A	$5.1m	nil	$2.1m
postpay	July 2021	Postpay is a UAE based BNPL business offering 'Pay in 3' instalment plans to online shoppers with no upfront interest or fees.	13.3%	US$10.0m / $13.6m	US$7.2m / $10.6m	US$7.2m / $10.7m
BASIQ	January 2021	Basiq operates a financial data platform which allows financial institutions and fintechs to access, enrich and analyse their customers' financial data.	Exited	Exited	Exited	$10.1m
Till.	November 2021	Till Payments is an omni-channel, end-to-end Australian non-bank payments provider.	0.8%	$5.0m	nil	$1.2m
preezie	November 2021	Preezie is an Australian eCommerce technology company which provides an online guided selling customer engagement platform.	17.6%	$4.5m	$4.5m	$4.5m
Ordermentum	October 2023	Ordermentum is an ordering and payments platform for the wholesale food and beverage industry.	4.0%	$3.0m	$3.0m	n/a
refundid	September 2021	Refundid is an instant returns platform for shoppers providing refunds to consumers before their items are returned to the merchants.	12.3%	$2.4m	$5.9m	$5.9m
Early-Stage Portfolio[8]	Various	Early-stage investments limited to 5% of the Touch Ventures portfolio.	Various	$19.1m	$4.4m	$4.0m
Strategic Investments	Various	Investments that strengthen Touch Ventures, local and global network.	Various	$4.1m	$4.9m	$5.1m
Total Portfolio Value				**$110.5m**	**$49.2m**	**$70.7m**
Cash and other[9]					$59.7m	$53.8m
Total Net Asset Value[10]					**$108.9m**	**$124.5m**

6. Only includes share securities issued. Excludes any ESOP (allocated or unallocated), convertible notes or options / warrants.
7. Represents interest in PlanPay Pty Ltd. On a look through basis, the Company has a 14.7% interest in the entity that acquired the PlanPay assets
8. Includes the investment in Happay, previously a core investment.
9. Cash and other includes cash, term deposits and other working capital items.
10. Totals may not reconcile due to rounding.

Overview of Portfolio Assets

Core Portfolio

Sendle

Valuation (31 December 2023)	US$10.9 million / $15.9 million
Total investment	US$27.8 million / $36.5 million
Basis for valuation	Price of recent investments
Securities held	Series C Preferred Shares
Shareholding	11.7%

Company overview

Sendle positions itself as a 100% carbon neutral digital parcel courier platform business that targets the eCommerce small and medium business (**SMB**) merchant market segment in Australia, United States and Canada. Sendle is seeking to disrupt traditional courier options with superior shipping rates and customer experience.

Sendle was launched in 2015 in Sydney by its co-founder and chief executive officer, James Chin Moody and co-founder Sean Geoghegan.

Business update

During the year, Sendle has continued to build its US partnerships with courier networks and aggregators, showing positive momentum with year-on-year growth and margin improvement. In particular, during November 2023 Sendle's US parcel volumes and gross revenues have grown by over 100% compared to the prior year. Sendle has also implemented cost reduction initiatives during the year to extend its cash runway and further reduce its cash burn. However, cash burn remains high and the company is actively working on extending its cash runway and / or pursuing exit options.

Since its inception, Sendle's 100% carbon neutral parcels have travelled over 50 billion kms.

In October 2023, Sendle and Easyship announced that their partnership, which began in Australia, has been expanded to give small and medium-sized businesses (**SMBs**) in the U.S. and Canada easy access to Sendle's parcel delivery service. The partnership enables businesses in the U.S. and Canada that use Easyship's free eCommerce shipping software with an affordable, 100% carbon-neutral door-to-door delivery service.

To assist SMBs in an inflationary environment, Sendle continues to offer competitive shipping rates and reliable 100% carbon-neutral delivery networks. In September 2023, Sendle launched *Peak Relief* in response to Canada Post's price increases. Sendle's *Peak Relief* slashed domestic and cross-border shipment rates for every single package in Canada. Sendle is one of the most affordable options available in Canada for shipping to the U.S.

In addition to its pricing announcements, Sendle announced Three-Day Guaranteed shipping in July 2023. Sendle Three-Day Guaranteed enables customers to deliver their packages in three business days or less anywhere in the U.S.

In 2023 Sendle raised over US$17 million of capital (including from a Series C extension round), supported by existing investors including Touch Ventures (invested US$0.4 million (A$0.5 million)). As part of the Series C extension equity round, Touch Ventures' existing convertible note investments were converted into Series C Preferred Shares. In 2023, Touch Ventures recognised a net fair value gain of $0.6 million (US$0.4 million) on its investment in Sendle (including accrued interest) reflecting the most recent fund raising round.

Postpay

Valuation (31 December 2023)	US$7.2 million / $10.6 million
Total investment	US$10.0 million / $13.6 million
Basis for valuation	Revenue and earnings multiples
Securities held	Pre-Series A Preferred Shares and Convertible Notes
Shareholding	13.3%

Company overview

Postpay is a BNPL technology company which offers interest-free Pay Later and Pay Now payment services for eCommerce sales, operating in the United Arab Emirates (UAE) and Kingdom of Saudi Arabia (KSA). Postpay's main Pay Later product consists of a pay-in-3 model whereby customers pay in 3 instalments after purchasing their products. The company was founded in 2019 and is based in the UAE. Postpay is led by its co-founder Tariq Sheikh, who has over 12 years' experience in management consulting and international business across EMEA.

Business update

Postpay has continued to grow its merchant base in the Middle East region to over 1,600. Overall, Postpay has seen GMW grow in 2023 (weathering macro-economic challenges through the year) and exceeding initial expectations across both its Pay Now and Pay Later transactions. Importantly, Postpay has seen this growth whilst improving its transaction margins.

In August 2023, Postpay was named one of the Top MENA Startups of 2023, selected by the WIRED Middle East editorial team.

In June 2023, Postpay announced a new partnership with the International Schools Partnership (**ISP**). The partnership will help parents pay tuition fees in instalments. Under the partnership with ISP, Postpay will pay the total invoice amount to the school and families will repay the amount to PostPay in easy, interest-free instalments. Across the ISP community in the UAE, parents can now benefit from flexible and convenient payment plans to suit their budgets, enabling them to pay tuition fees in instalments throughout the academic year.

The company is looking to expand its services and is launching new products in collaboration with established banking and non-bank lender strategic partners from the Middle East region. The company expects the product to be launched in early 2024, which could provide additional revenue streams and new market opportunities at improved unit economics.

Preezie

Valuation (31 December 2023)	$4.5 million
Total investment	$4.5 million
Basis for valuation	Revenue and earnings multiples
Securities held	Series A Preference Shares
Shareholding	17.6%

Company overview

Preezie is an Australian eCommerce technology company that provides a guided selling customer engagement platform and a cross-promotion retailer network. Preezie enables retail merchants to significantly enhance sales conversion and customer experience by helping customers discover products and offering personalised product recommendations.

Preezie was founded in 2016 by co-founders Michael Tutek, Quoc Nguyen and Luke Milkovic.

Business update

Preezie continued growing its customer base in 2023 and currently working with leading merchants such as Dell, Canon, Lorna Jane, Adore Beauty, 2XU, Target, Kmart, Adidas, Puma, Everlast, Spalding, Lego, Purple, Guitar Center, Tontine, Baby Bunting, Snooze and more. As a result, Preezie has grown its topline by over 40% YoY and over 170% since our initial investment whilst maintaining strong operating cost discipline whilst delivering its growth.

The company is building out its team in the United States (US) with co-founder Quoc Nguyen relocating to the US. Preezie has been focused on acquiring new US merchants, which now contributes ~20% of overall revenues.

Preezie has continued to grow its Nextbuy cross-promotion network solution (allows brands to cross promote other brands on their checkout pages), which now has over 100 merchants on its network and has become a meaningful new revenue stream for the business. Preezie has expanded the Nextbuy team and will look to capitalise on the product's popularity with merchants. Overall, over the past year Preezie has helped its merchants in generating over $150 million in sales.

Ordermentum

Valuation (31 December 2023)	$3.0 million
Total investment	$3.0 million
Basis for valuation	Price of recent investments
Securities held	Preference Shares
Shareholding	4.0%

Company overview

Founded in 2014 by Adam Theobald and Andrew Low, Ordermentum provides a platform for suppliers of produce, beverages and other hospitality products to trade with hospitality venues through a single platform. The platform is used by many of Australia's hospitality venues to place well over $1bn in orders each year from food and beverage suppliers.

Ordermentum's platform enables venues (direct-to-consumer hospitality shops) and suppliers to trade better and smarter, with a clear value proposition. Ordermentum also offers a unique marketplace experience for venues to easily discover new suppliers in different product categories.

Historically, ordering was a manual process done via text, phone calls, emails etc., making it difficult for venues and suppliers to track orders. Ordermentum's platform digitises the order experience between venues and suppliers and automates the ordering process through a single source, enabling venues to order faster – anytime, anywhere.

Through the platform venues can experience all their supplier ordering, payments and other interactions to be in place. Suppliers have the benefit of an improved customer experience which has shown to improve ordering volume (up to 40% over 2 years) and settlement terms (venues settle invoices 5 times faster). For suppliers, the platform acts as a digital sales rep savings them time and money.

Business update

In October 2023, Ordermentum completed a $16.0 million capital raise backed by Touch Ventures, Microequities Asset Management, Aditum Asset Management and Perennial Private Ventures Fund.

In conjunction with the capital raise, Ordermentum agreed to acquire food wholesaling business Foodbomb, adding additional food suppliers to Ordermentum's existing supplier base. Foodbomb's marketplace will allow Ordermentum to grow its presence in the meat, seafood, fruit and vegetables categories.

Ordermentum is now being used by over 40,000 of Australia's hospitality venues and has processed more than $4 billion in orders from Australian food and beverage suppliers since it was founded.

In December, Ordermentum introduced Ordermentum Rewards, a program focused on giving back to its venues. Venues can earn Ordermentum Rewards Points by connecting and ordering with suppliers and taking other actions in the platform. Ordermentum has partnered with Qantas Business Rewards, giving venues the option to convert its Ordermentum Rewards Points to Qantas Points.

Ordermentum has increased calendar year 2023 revenue by approximately 50% year-on-year and has strong forward prospects with over 50 suppliers currently onboarding who will join the over 850 suppliers on the network.

Refundid

Valuation (31 December 2023)	$5.9 million
Total investment	$2.4 million
Basis for valuation	Price of recent investments
Securities held	Seed Preference Shares
Shareholding	12.3%

Company overview

Refundid is an instant returns platform for shoppers providing a full refund to consumers before their items are returned to the merchants. Refundid's merchant proposition is to maximise customer retention and increase gross sales. Refundid generates revenue by charging merchants a percentage fee per transaction.

Refundid was launched in 2021 in Sydney by its co-founders Brad Karney, Judd Katz, Ilan Kessler and Joel Aaron.

Business update

Refundid continued its strong monthly Gross Transaction Value (GTV) and revenue growth, driven by product enhancements, and the addition of new retailers in Australia and the United States. In 2023, Refundid has more than tripled its GTV and revenues compared to the prior year.

Early in 2023, Refundid announced an integration with ReturnGO. The integration enables ReturnGO partners to offer their customers the option of receiving an instant refund with Refundid.

Co-founder Brad Karney relocated to the US in 2023 to launch Refundid in the United States.

The company has partnered with over 200 retailers across Australia and the United States.

The company continues its expansion of the platform and product offerings in the Australian and US markets.

Early-stage investments

The Company may allocate up to approximately 5% in aggregate of its overall portfolio for investments in early-stage companies. Under this strategy, the Company has invested $5.0 million ($4.5 million in FY22) with a current valuation of $4.4 million. The total amount deployed into assets in this strategy is $19.1 million after accounting for the re-categorisation of Happay as an early-stage investment.

Company (head office location)	Description
Breef (USA)	Breef is a global marketplace for brands to discover, contract with and pay digital marketing agencies.
Happay (China)	Happay provides BNPL services at the point of sale and other technology solutions to retailers (particularly retailers located in shopping malls) in mainland China.
Credshare (Australia)	Credshare is a secure credentials sharing platform which allows organisations to manage compliance documents and individuals to store their documents in a single space.
Wrapd (previously Her Black Book) (Australia)	Wrapd is a retail deal coupon and cash back platform which specialises in women and men's fashion, beauty & lifestyle brands.
The List (UAE)	The List is a social commerce platform for luxury fashion connecting professional sellers and consumers to entertain, engage and transact.

Strategic investments

The Company may invest in opportunities that strengthen its local and global network and provide greater visibility to early-stage opportunities. To date the Company has invested $4.1 million ($4.1 million in FY22) into strategic investments with a current valuation of $4.9 million.

Company (head office location)	Description
Sugar Capital (USA)	Sugar Capital is a venture capital firm based in San Francisco, USA. Sugar Capital primarily invests in seed-stage companies with a focus on e-commerce and consumer businesses.
Skalata Ventures (Australia)	Skalata Ventures is a seed investment program based in Melbourne, Australia. Skalata invests in and supports early-stage companies through its seed investment program.

Directors' Report

The Directors of the Company submit their report for the year ended 31 December 2023 and the auditor's report thereon.

Directors

The following persons were Directors of the Company during the whole of the year and up to the date of this report, unless otherwise stated:

Name, role and independence status	Experience, special responsibilities and other directorships
Michael Jefferies (Chairman and Independent Non-executive Director)	Michael has 30+ years of public company experience including that he was previously the Chairman of Touchcorp Limited and a non-executive director of Afterpay Limited. Michael has extensive experience in finance and investment including more than 20 years as an executive of Guinness Peat Group plc, an international investment group that listed on the major stock exchanges in London, Australia and New Zealand. Michael is a Chartered Accountant and Fellow of the Australian Institute of Company Directors, has a Bachelor of Commerce degree.
Jim Davis (Independent Non-executive Director)	Jim is the founder and portfolio manager of Woodson Capital Management, a global fund manager with a focus on the consumer and technology sectors. Woodson Capital's flagship long/short fund (one of the Woodson Funds) launched in January 2010 with a seed investment from Tiger Management where Jim previously served as an Analyst. The Woodson Capital Entities act as investment manager and general partner to the Woodson Funds, a substantial Shareholder of the Company. Jim graduated from Davidson College and received a Masters of Science in Accounting and an MBA in Finance from Wake Forest University. Jim currently serves as a Trustee for two private philanthropic foundations: Tiger Foundation, based in New York City, and the Margaret C. Woodson Foundation in North Carolina.
Sophie Karzis (Independent Non-executive Director)	Sophie is a corporate and commercial lawyer who is experienced in the areas of equity capital markets, mergers and acquisitions, and corporate governance for ASX-listed entities. Sophie acts as non-executive director and company secretary and general counsel for a number of ASX-listed and unlisted entities. Sophie is member of the Law Institute of Victoria and the Governance Institute of Australia, has a Bachelor of Jurisprudence and a Bachelor of Laws degree, and is based in Melbourne.
John McBain AO (Independent Non-executive Director)	John is the former Head of Reproductive Services at Melbourne's Royal Women's Hospital. He is also a former President of the Fertility Society of Australia, and was a founder of Melbourne IVF, now Virtus Health, and served as Chairman of Melbourne IVF and subsequently as a director of Virtus Health prior to its listing on the ASX. John is a member of The Royal College of Obstetricians and Gynaecologists and a fellow of the Royal Australian and New Zealand College of Obstetricians and Gynaecologists, has a MB ChB.
Hugh Robertson – resigned on 17 April 2023 (Non-Independent Non-executive Director)	Hugh has over 30 years' experience in financial services as an investor, advisor and company director across a broad range of businesses. Hugh's deep experience and knowledge in capital markets with a particular concentration on small cap industrials is highly valued.

Name, role and independence status	Experience, special responsibilities and other directorships
	Hugh is a stockbroker and investment adviser working with a variety of firms including Bell Potter, Investor First and Wilson HTM.
Glenn Poswell – appointed 22 January 2024 (Independent Non-executive Director)	Glenn is the founder of Gannet Capital, a boutique investment company focused on investments that provide compelling risk reward opportunities for investors. Glenn is a co-founder of Victor Smorgon Partners, Centennial Asset Management and is a member of the U.S. based Marcy Venture Partners Advisory Committee. Previously, Glenn was a Founder and the Chief Executive Officer of Ellerston Capital Limited, and prior - Deutsche Bank's Asia Pacific Head of the Absolute Return Strategies Group.

Company Secretary

Alyn Tai

Alyn is a practising lawyer who specialises in the areas of corporate and commercial law, and the provision of company secretarial and legal counsel services to ASX-listed entities. She holds a Bachelor of Laws from the University of Exeter and was called to the Bar of England and Wales before being admitted to the Supreme Court of Victoria as an Australian lawyer.

Meetings of directors

The following table sets out the number of Directors' meetings (including meetings of committees of Directors) held during the financial year and the number of meetings attended by each director (while they were a director or committee member). During the financial year, 9 Board meetings, 2 Nomination and Remuneration Committee meetings, and 3 Audit and Risk Committee meetings were held.

	Board		Remuneration and Nomination Committee[11]		Audit & Risk Committee[12]	
	No. of meetings attended	No. of meetings held while a Director	No. of meetings attended	No. of meetings held while a Director	No. of meetings attended	No. of meetings held while a Director
Michael Jefferies	9	9	2	2	3	3
Jim Davis	9	9	2	2	1	3
Sophie Karzis	8	9	2	2	3	3
John McBain AO	9	9	2	2	3	3
Hugh Robertson[13]	1	1	1	1	-	1
Glenn Poswell[14]	-	-	-	-	-	-

11. As at the date of this report, the current members of the Remuneration and Nomination Committee are Sophie Karzis (Chair) and Jim Davis. John McBain AO and Michael Jefferies, whilst not members of the Remuneration and Nomination Committee, attended all Remuneration and Nomination Committee meetings by invitation from the Committee.
12. As at the date of this report, the current members of the Audit and Risk Committee are Michael Jefferies (Chair), Sophie Karzis and John McBain AO. Hugh Robertson and Jim Davis, whilst not members of the Audit and Risk Committee, attended one Audit and Risk Committee meeting by invitation from the Committee.
13. Hugh Robertson resigned as a Director of the Touch Ventures on 17 April 2023.
14. As Glenn Poswell was appointed subsequent to the end of the current financial year on 22 January 2024, he did not attend any meetings during the year.

Directorships of other listed companies

Directorships of other listed companies held by the Company's Directors in the 3 years immediately before the end of the financial year are as follows:

Director	Company	Period of directorship
Michael Jefferies	Ozgrowth Limited (ASX: OZG)	31 October 2007 – 21 April 2022
Jim Davis	None	N/A
John McBain AO	Rhinomed Limited (ASX: RNO, OTCQB: RHNMF)	Since 14 May 2021
Sophie Karzis	RAS Technology Holdings Limited (ASX: RAS)	Since 18 June 2021
	PRT Company Limited (ASX: PRT)	Since 31 March 2022
	Playside Studios Limited (ASX: PLY)	Since 21 December 2023
Glenn Poswell	None	N/A

Remuneration of key management personnel

Information about the remuneration of key management personnel is set out in the Remuneration Report section of this Directors' Report. The term 'key management personnel' refers to those persons having authority and responsibility for planning, directing and controlling the activities of the Company directly or indirectly.

Share options granted to Directors and senior management

During the financial year, there were no new options granted to Directors or senior management as part of remuneration.

The table below summarises the outstanding options and their expiry dates as of 31 December 2023:

Expiry date	Exercise price	Number of shares
31 December 2024	$0.08	2,500,000
31 December 2024	$0.20	2,500,000
17 September 2025	$0.40	6,250,000
4 November 2025	$0.20	2,000,000
4 November 2025	$0.40	500,000
26 April 2026	$0.40	3,250,000
Total		**17,000,000**

All options are options over ordinary shares of the Company.

All unvested options expire on the earlier of their expiry date or termination of an employee's employment. All vested but unexercised options expire on the earlier of their expiry date or within a certain time after the termination of an employee's employment (usually 6 months). Further details about share-based payments to directors and key management personnel are included in the Remuneration Report.

These options do not entitle the holder to participate in any share issue of the Company or any other body corporate.

No other options were issued since the end of the financial year and no options were exercised during or since the end of the financial year.

Principal activities and state of affairs

The Company is an Australian investment holding company with flexibility as to how it deploys its capital in seeking to achieve its investment objectives.

The Company intends to build a portfolio of investments of high growth, scalable companies. In particular, it believes there are compelling investment opportunities within the retail innovation, e-commerce enablement, finance/fintech, consumer, B2B software and data segments.

The Company is looking to expand its portfolio through acquisitions of securities in new portfolio companies. The Company's key objective is to create long-term shareholder value from the capital appreciation of its portfolio. From time to time, the Company may make strategic investments that provide it with the ability to extend the Company's connectivity and increase deal flow.

There has been no significant change in the state of affairs of the Company during the financial year.

Operating and financial review

Summary of business model and investment objectives

The Company's current objective is to build a core portfolio of investments in growth-stage companies with a view to growing the value of these investments over a three to five-year period.

The Company's investment objectives are to:

- deliver long-term absolute returns to shareholders primarily from the capital appreciation of its portfolio;
- provide shareholders with portfolio exposure to growth-stage companies with a view of growing the value of these investments over a 3 – 5 year period;
- provide potential additional opportunities for returns to shareholders through investments in early-stage companies (up to 5% in aggregate total of its overall portfolio); and
- provide shareholders with the ability to invest in a structure that is more readily accessible and potentially liquid than may be typical for an unlisted investment holding company.

In addition to the core investment objectives, the Company also focuses on the quality of the team and culture, the shareholding interest of the management / founders, stickiness of the company's revenue and the marginal cost to scale the business.

As an investment holding company, the Company does not seek to generate revenues from operating a business. Its key expenses are related to remunerating its management and investment team and professional fees related to acquiring portfolio companies and administration of the Company.

The Company will remain flexible as to the timing and form of exit to provide it with the opportunity to realise the strongest returns having regard to the circumstances of the investment. Exits may, for example, involve sale of investments to other private investors or as part of or following initial public offerings, potentially in one or more tranches.

Review of activities and events during the year ended 31 December 2023

Investments

In January 2023, the Company funded the remaining $3.0 million loan to PlanPay which fully satisfied the $5.1 million loan commitment made to PlanPay in October 2022.

During the year, the Company participated in two follow-on investments in Sendle and Wrapd investing a total of $1.0 million alongside existing investors. In October 2023, the Company completed one new investment of $3.0 million in Ordermentum.

Realisations

In March 2023, the Company agreed to sell its investment in Basiq as part of a broader transaction with Cuscal Limited. The Company received $14.1 million of cash proceeds from the sale. The Company is also entitled to a further $0.8 million as part of the final cash consideration[15], which remains subject to escrow arrangements for a period of up to two years and will be released subject to any claims made by the buyer against the sellers of Basiq. As a result of the sale, the Company recognised a fair value gain of $4.5 million[16].

Including the escrowed amount, the sale represents a 50% return on invested capital of $9.95 million and an IRR of 19.7%.

Valuations

The following investments were revalued in line with the Company's valuation policy:

PlanPay

In September 2023, the Company revalued its investment in PlanPay to nil, resulting in the recognition of a fair value loss of $12.0 million for the year.

Till Payments

In November 2023, Till Payments agreed to a binding sale of the business to Nuvei (TSE:NVEI) for US$30.0 million. Touch Ventures did not receive any proceeds from the sale and recognised a fair value loss of $1.2 million (including accrued interest) in the current financial year.

Sendle

As part of the Series C extension equity round in October 2023, Touch Ventures' existing convertible note investments were converted into Series C Preferred Shares. As a result of the Series C extension round, the Company revalued its existing equity investment and convertible note investment and recognised a net fair value gain of $0.6 million, including accrued interest earned on the convertible note.

ESM and strategic investments

During the year, the Company recognised a total fair value loss of $0.3 million (excluding foreign exchange impacts) in relation to the companies within the ESM and Strategic Investments.

Loan Provisioning

In accordance with AASB 9 *Financial Instruments*, the Company recognised an impairment provision against the loan receivable plus accrued interest of $5.5 million owing from PlanPay.

15. The total amount held in escrow that the Company is contractually entitled to from the sale of Basiq is $0.8 million. 'Amount held in escrow from sale of financial asset' of $0.4 million have been accounted for within the Annual Financial Statements which reflects management's best estimate of the fair value of the amount that will be received in respect of this additional consideration entitlement.
16. The fair value gain recognised in profit or loss includes a realised fair value gain of $4.1 million and an unrealised fair value gain of $0.4 million in relation to the escrow.

Financial results and financial position

The net loss after tax of the Company for the year ended 31 December 2023 was $15.4 million (31 December 2022: $65.2 million). The net loss includes the non-cash impact of fair value adjustments of ($8.4) million, impairment provision of $5.5 million and an unrealised foreign exchange loss of $0.3 million on investments in financial assets as at the reporting date.

At 31 December 2023, the Company reported net assets of $108.9 million (31 December 2022: $124.5 million). The Gross Portfolio Value as at 31 December 2023 was $49.2 million, a decrease of $21.5 million from the 31 December 2022 value of $70.7 million. The Company has no debt and has total cash (including term deposits) at 31 December 2023 of $58.2 million (31 December 2022: $53.7 million).

The performance of the Company, measured as the change in the Net Tangible Assets (NTA) per share between 1 January and 31 December was as follows:

	2023	**2022**
NTA per share	$0.15	$0.18

For the year ended 31 December 2023, the Company's NTA was $0.15, representing a $0.03 decrease from 31 December 2022. The NTA movement is attributable to the net loss for the year.

The performance of the Company is dependent primarily on the performance of our portfolio companies. For an overview of the individual investee companies refer to the Overview of Portfolio Assets section of this report.

Matters subsequent to the end of the financial year

On 22 January 2024, the Company was advised that its substantial shareholder Touchcorp Limited (a subsidiary of Block Inc.) had sold a 19.99% interest in the Company. The majority of these shares were acquired by Gannet Capital, an entity associated with Mr Glenn Poswell, which now holds a 17.8% interest in TVL.

On 22 January 2024, the Company appointed Mr Glenn Poswell as a non-executive Director of the Company's Board.

The Directors are not aware of any other matter or circumstance which has arisen since 31 December 2022 that has significantly affected or may significantly affect the operations of the consolidated entity in subsequent financial years, the results of those operations, or the state of affairs of the consolidated entity in future financial years.

Future developments and expected results

The Company has cash available and will continue to invest it in line with its stated investment objectives. The future performance of the Company is dependent primarily on the performance of our portfolio companies.

In accordance with section 299(3) of the *Corporations Act 2001*, the Directors have excluded from this report any further information on the likely developments in the operations of the Company and the expected results of those operations in future financial years as the Directors have reasonable grounds to believe that such information would be likely to result in unreasonable prejudice to the Company.

Environmental regulations

The operations of the Company are not subject to any significant environmental regulations under either Commonwealth, State or Territory laws.

Dividends

No dividends were paid or declared by the Company during the year ended 31 December 2023 (year ended 31 December 2022: nil).

Indemnification of Directors and officers

The Company paid a premium in respect of a contract insuring the Directors of the Company, the company secretary, and all executive officers of the Company and of any related body corporate against a liability incurred as such a Director, secretary or executive officer to the extent permitted by the *Corporations Act 2001*. The details of the nature of the liability and the amount of the premium are confidential between the insurer and the Company and have therefore not been disclosed.

During or since the end of the financial year, the Company has not indemnified or made a relevant agreement to indemnify an auditor of the Company or of any related body corporate against a liability incurred as such an auditor. In addition, the Company has not paid, or agreed to pay, a premium in respect of a contract insuring against a liability incurred by an auditor.

Proceedings on behalf of the company

No person has applied to the Court under section 237 of the *Corporations Act 2001* for leave to bring proceedings on behalf of the company, or to intervene in any proceedings to which the company is a party for the purpose of taking responsibility on behalf of the company for all or part of those proceedings.

Auditor

KPMG continues in office in accordance with section 327 of the *Corporations Act 2001*.

Non-audit services

Details of the amounts paid or payable to the auditor for non-audit services provided during the financial year by the auditor, if any, are outlined in Note 15 to the financial statements.

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 on page 36.

Rounding off of amounts

The Company is of the kind referred to in *ASIC Corporations (Rounding in Financials/Directors' Reports) Instrument 2016/191*, and in accordance with that Corporations Instrument, amounts in the Directors' Report and the financial statements are rounded off to the nearest thousand dollars, unless otherwise indicated.

Corporate Governance Statement

The Corporate Governance Statement for the year ended 31 December 2023 can be accessed in the Corporate Governance section of the Company's website at https://investors.touchventures.com.

Relevant governance charters, policies and codes are also available in this section of the website.

Remuneration Report - Audited

This Remuneration Report, which forms part of the Directors' Report, sets out information about the remuneration of the Company's Director's and key management personnel for the financial year ended 31 December 2023. The term 'key management personnel' refers to those persons having authority and responsibility for planning, directing and controlling the activities of the consolidated entity, directly or indirectly. The prescribed details for each person covered by this report are detailed below under the following headings:

- Directors and key management personnel
- Remuneration governance
- Executive remuneration policy and framework
- Non-executive Director remuneration policy
- Remuneration of key management personnel

A. Directors and key management personnel (KMP) - Audited

The Directors and KMP of the Company during or since the end of the financial year were, unless otherwise noted:

Non-executive directors	**Position**
Michael Jefferies	Non-executive Director and Chairman
Jim Davis	Non-executive Director
Sophie Karzis	Non-executive Director
John McBain AO	Non-executive Director
Hugh Robertson	Non-executive Director – resigned 17 April 2023
Glenn Poswell	Non-executive Director – appointed 22 January 2024
Executive officers	**Position**
Hein Vogel	Chief Executive Officer
Gerard Pais	Chief Financial Officer

B. Remuneration governance - Audited

The key purpose of the Remuneration and Nomination Committee is to ensure the Board is structured so as to be effective and add value, that formal and transparent renewal processes are in place and that Directors and management are being remunerated fairly and responsibly.

The Remuneration and Nomination Committee assists the Board by reviewing and making recommendations to the Board in relation to a number of matters, which most notably includes:

- the Company's remuneration policy
- remuneration packages of senior executives and non-executive Directors
- the review and evaluation of the performance of the Board and senior executives
- the size and composition of the Board

The Remuneration and Nomination Committee may seek external advice to determine the appropriate level and structure of the remuneration packages.

Securities Trading Policy

The trading of shares issued to eligible employees under any of Company's employee equity plans is subject to, and conditional upon, compliance with Company's Securities Trading Policy. KMP must not use the Company's securities in connection with a margin loan or similar financing arrangement, nor are they permitted to engage in hedging activities, deal in derivatives or enter into other arrangements that limit the economic risk associated with the Company's securities.

C. Executive remuneration policy and framework - Audited

The Company is committed to attracting and retaining the best people to work in the organisation, including directors and senior management. A key element in achieving that objective is to ensure that the Company is able to appropriately remunerate its key people.

The Company's philosophy on executive remuneration is that it should be aligned with shareholder interests by providing levels of fixed remuneration and 'at risk' pay sufficient to attract and retain individuals with the skills and experience required to build on and execute the Company's business strategy. It aims to achieve this by ensuring 'at risk' remuneration is contingent on outcomes that grow and/or protect shareholder value and by aligning the interests of executives and shareholders by ensuring a suitable proportion of their remuneration is received in the form of equity-based remuneration.

The Remuneration and Nomination Committee recommends to the Board the remuneration packages of the executives. Market-based remuneration benchmarks are reviewed periodically. The Remuneration and Nomination Committee sought external advice during the financial year to determine the appropriate level and structure of the remuneration packages for the current financial year.

For the executives, remuneration packages consist of:

- fixed base salary, including superannuation;
- short-term incentives (STI); and
- long-term incentives (LTI) through participation in the Long-Term Incentive Plan (LTIP).

The Remuneration and Nomination Committee reviews the remuneration packages for executive KMP annually by reference to performance against individual objectives and the Company's results. The performance review of the Chief Executive Officer is undertaken by the Remuneration and Nomination Committee.

The combination of these components comprises the total remuneration package of executive KMP.

Fixed base pay

Executive KMP are offered a fixed base pay that comprises of a cash salary and superannuation. Base pay for executive KMP is reviewed annually by the Remuneration Committee, which takes into account capability, experience, value to the organisation and performance of the individual.

Retirement benefits for KMP

There are no retirement benefits made available to KMP, other than as required by law.

Short-term incentive (STI)

To ensure that remuneration for executive KMP is aligned to the Company's performance, a significant component of each executive KMP's remuneration package is performance based and therefore "at risk". The STI is performance-linked remuneration awarded annually to executives and is determined by reference to both the Company's financial performance and an executive's individual performance.

The annual target STI amount is between 25% and 35% of fixed base salary. Performance conditions in relation to each year's STI are determined by the Board annually and are payable in cash.

Given that STIs are delivered in cash rather than equity, and that the performance conditions are linked to KPIs which do not comprise at-risk elements beyond the relevant performance period, a phased approach to vesting is not applied to the STIs.

For 2023, executives were entitled to receive a cash STI in addition to the fixed base salary up to the amount of 35% of the fixed base salary. The key performance measures for the 2023 STI were linked to initiatives originated by executives resulting in a material uplift of the Company's share price, realising a return of the Company's investments and measures initiated by the executives that resulted in a material growth of the Company's asset values.

In addition to the above an additional discretionary cash STI pool of $500,000 was available to the employees for strategic initiatives that create value and result in one or more of the objectives outlined above in the executive's performance measures.

Underlying this STI was Board-level encouragement and incentivisation to the executive team to find ways to realise near-term value and to address the substantial dislocation between the Company's share price and underlying net asset value.

In light of the results for the current financial year, which the Board recognises were disappointing, no part of this additional discretionary bonus was paid out.

Long-term Incentive Plan (LTIP)

The objective of the LTI scheme is to deliver long-term shareholder value by incentivising executive KMP to achieve sustained financial performance. The Company grants directors and key employees' options or performance rights under its LTIP. Any grant that vests over a performance period will be subject to the terms of the LTIP applicable at the time. Performance conditions in relation to each year's LTI grant will be determined before it is issued.

A service condition applies to the LTI options and performance rights, which means vesting is subject to the individual executives remaining in service.

The Board and management did not have a shared understanding with respect to an LTI award for the current financial year and as a result, no LTI award was issued to any team member for the current financial year. The Board is in the process of formulating a view on the LTI award for the 2024 financial year. No LTI has been issued to any team member as yet in relation to the 2024 financial year.

Key terms of the CEO and CFO's employment

Hein Vogel has been engaged by the Company on a full-time basis as Chief Executive Officer and Chief Investment Officer under an employment contract dated 23 August 2021. The key terms of his employment are as follows:

Term	Description
Base salary	The CEO is entitled to receive a base salary of including statutory superannuation for a total employment cost of $500,000.
Short term incentives (STI)	The CEO is eligible to participate annually in the Company's short term incentive plan. Performance conditions in relation to each year's STI will be determined annually by the Board and will be payable in cash.
Long term incentives (LTI)	Subject to any relevant performance or other conditions, restrictions or requirements, the CEO is entitled to participate in the Company's LTIP.
Termination	The CEO's employment may be terminated by the Company or the CEO at any time on the giving of 6 months' notice in writing, or immediately by the Company for serious misconduct.

Term	Description
Restraints	When the CEO's employment ends, he is prohibited from accepting offers from or approaching clients for up to 6 months throughout Australia, except with the prior written consent of the Company.

Gerard Pais has been appointed as Touch Ventures' Chief Financial Officer (CFO) and investment director. He is employed full time under an employment contract dated 16 July 2021. The key terms of his employment are as follows:

Term	Description
Base salary	The CFO is entitled to receive a base salary of including statutory superannuation for a total employment cost of $385,000.
Short term incentives (STI)	The CFO is eligible to participate annually in the Company's short term incentive plan. Performance conditions in relation to each year's STI will be determined annually by the Board and will be payable in cash.
Long term incentives (LTI)	Subject to any relevant performance or other conditions, restrictions or requirements, the CFO is entitled to participate in the Company's LTIP.
Termination	The CFO's employment may be terminated by the Company or the CEO at any time on the giving of 3 months' notice in writing, or immediately by the Company for serious misconduct.
Restraints	When the CFO's employment ends, he is prohibited from accepting offers from or approaching clients for up to 3 months throughout Australia, except with the prior written consent of the Company.

Consequences of performance on shareholder wealth

In considering the Company's performance and benefits for shareholder wealth, the Remuneration and Nomination Committee have regard to the following indices in respect of the current financial year and the previous two financial years.

	2023	**2022**	**2021**
NTA per share	**$0.15**	$0.18	$0.27
Net profit/(loss) ('000)	**(15,423)**	(65,165)	13,888
Dividends paid	**-**	-	-
Share price	**$0.07**	$0.09	$0.28
Movement in share price	**($0.02)**	($0.19)	$0.08

D. Non-executive Director remuneration policy - Audited

During the year, each Director received fees for serving on the Board and its Committees and subsidiary boards as set out below. Remuneration is reviewed annually. There were no increases to Directors' fees in the current financial year. Total remuneration paid during the year was $325,000 which is within the aggregate annual limit per the Company's Constitution of $800,000. Excluding Superannuation, there are no retirement allowances paid to Non-executive Directors. Directors do not receive performance-related remuneration (including options or performance rights). Directors receive reimbursement for costs directly related to the Company's business.

Annual fees (inclusive of superannuation where required)

Chair	$90,000
Other Non-executive Directors	$60,000
Committee chair (per committee)	$10,000
Committee member (per committee)	$Nil

E. Remuneration of key management personnel - Audited

Table A: Directors' and executive KMP's remuneration

		Short-term employee benefits		Other long-term benefits	Post-Employment benefits	Share-based payments(c)	
		Salary and fees	STI(b)	Annual leave	Superannuation (a)	LTI(d)	Total
		$	$	$	$	$	$
Non-executive Directors							
Michael Jefferies	**2023**	**90,294**	**-**	**-**	**9,706**	**-**	**100,000**
	2022	90,703	-	-	9,297	-	100,000
Jim Davis	**2023**	**60,000**	**-**	**-**	**-**	**-**	**60,000**
	2022	60,000	-	-	-	-	60,000
Sophie Karzis	**2023**	**76,750**	**-**	**-**	**8,250**	**-**	**85,000**
	2022	66,886	-	-	6,864	-	73,750
John McBain AO	**2023**	**54,176**	**-**	**-**	**5,824**	**-**	**60,000**
	2022	54,422	-	-	5,578	-	60,000
Hugh Robertson	**2023**	**18,100**	**-**	**-**	**1,900**	**-**	**20,000**
(resigned 17 April 2023)	2022	54,422	-	-	5,578	-	60,000
Executive Officers							
Hein Vogel	**2023**	**422,428**	**105,000**	**51,227**	**26,345**	**218,644**	**823,644**
	2022	399,086	92,500	27,346	24,430	140,676	684,038
Gerard Pais	**2023**	**334,922**	**67,375**	**23,733**	**26,345**	**9,258**	**461,633**
	2022	305,268	65,000	21,164	24,430	43,695	459,557

(a) Superannuation contributions made on behalf of Non-executive Directors to satisfy the Company's obligations under the Superannuation Guarantee Charge legislation.

(b) STI cash payments are paid in December each year.

(c) The Accounting Standards require that the expense relating to the share-based incentive instruments be reflected over the performance period, regardless of whether the executive ever receives any actual value from them. If the share-based incentive instruments lapse, the expense is reversed and the amount previously recognised for individual executives is also reversed.

(d) The values of the LTI share options and performance rights are calculated at the date of grant using the Black Scholes option-pricing model and allocated evenly to each reporting period from the commencement of the performance period to the vesting date. The value disclosed is the portion of the fair value of the options recognised as an expense in each reporting period.

Table B: Executive performance percentages

		Performance based remuneration as proportion of total remuneration	Total performance related remuneration
Hein Vogel	**2023**	**39%**	**$323,644**
	2022	34%	$233,176
Gerard Pais	**2023**	**17%**	**$76,633**
	2022	24%	$108,695

F. Share-based compensation - Audited

Options and performance rights

The Company operates an LTIP which provides the framework under which future individual grants of equity incentives (awards) may be made to executives and employees of the Company. The LTIP has been designed to attract and retain executives and employees, and to provide additional incentive to executives and employees of the Company. Executives and employees are eligible under the plan and grants will be determined by the Board from time to time. The conditions, exercise price or purchase price will be determined by the Board.

Further information on options and performance rights are set out in Note 11 of the financial statements.

The assessed fair value at the grant date of options awarded to individuals is allocated over the period from grant date to expiry date, and the amount for the current period is included in the remuneration table in this report. Fair values are determined using a Black-Scholes 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.

No rights or options over ordinary shares in the Company were granted as compensation to key management personnel during the financial year.

G. Equity instruments held by Key Management Personnel (Shares) – Audited

Table D: Key Management Personnel equity holdings

The number of ordinary shares, options and performance rights in the Company held or controlled by key management personnel or their related parties during the financial year were as follows:

Shareholdings

	Balance at 31 Dec 2022	Received on exercise of options	Number of shares acquired	Number of shares disposed	Balance at 31 Dec 2023
Michael Jefferies	14,709,396	-	-	-	14,709,396
Jim Davis[17]	-	-	-	-	-
Sophie Karzis	969,932	-	-	-	969,932
John McBain AO	14,014,914	-	-	-	14,014,914
Hugh Robertson	14,925,342	-	-	-	14,925,342[18]
Hein Vogel	1,250,000	-	-	-	1,250,000
Gerard Pais	409,091	-	-	-	409,091

17. Jim Davis is the owner of the Woodson Capital Entities and (directly and indirectly through one of those entities) has an interest in the Woodson Funds. As of 31 December 2023, the Woodson Funds hold an 10.1% interest (71,203,069 shares) in the Company.
18. The balance disclosed at 31 December 2023 reflects the shareholding held by Hugh Robertson on 17 April 2023 when he ceased being a KMP.

Share option holdings

	Balance at 31 Dec 2022	Granted as compensation	Cancelled	Exercised	Balance at 31 Dec 2023	Vested during the year	Vested and exercisable to date	Unvested at 31 Dec 2023
	No	No	No	No	No	No	No	No
Michael Jefferies	1,250,000	-	-	-	1,250,000	-	1,250,000	-
Jim Davis	1,250,000	-	-	-	1,250,000	-	1,250,000	-
Sophie Karzis	1,250,000	-	-	-	1,250,000	-	1,250,000	-
John McBain AO	1,250,000	-	-	-	1,250,000	-	1,250,000	-
Hugh Robertson	1,250,000	-	-	-	1,250,000	-	1,250,000	-
Hein Vogel	10,000,000	-	5,000,000	-	5,000,000	2,500,000	5,000,000	-
Gerard Pais	2,500,000	-	-	-	2,500,000	833,334	2,500,000	-

As permitted under the Company's LTIP, 5,000,000 options were forfeited by Hein Vogel during the financial year with strike prices ranging from $0.60 to $0.80.

There have been no movements to Director shareholdings or share option holdings since 31 December 2023. No options have been exercised during or after the financial year.

Performance rights holdings

	Balance at 31 Dec 2022	Granted as compensation	Exercised	Lapsed	Balance at 31 Dec 2023	Vested during the year	Vested and exercisable to date	Unvested at 31 Dec 2023
	No	No	No	No	No	No	No	No
Hein Vogel	14,500,000	-	-	3,500,000	11,000,000	3,500,000	3,500,000	7,500,000
Gerard Pais	2,625,000	-	-	-	2,625,000	-	-	2,625,000

Performance rights - milestones

Award recipient	Performance milestone	Status	Number
Hein Vogel	Deployment of 70% of the cash balance of $50m (as at September 2020) into Board approved investments by 30 June 2021. 90% of the $50m must have been deployed in Board approved investments by 31 December 2021.	Satisfied	1,400,000
Hein Vogel	Achievement of an ASX listing (or similar liquidity transaction including that 100% of the Company's shares are acquired by another party, a merger, or other event that allows shareholders to receive cash or the securities of another company listed on a recognised stock exchange as full or partial consideration for some or all of their shares) by 31 December 2021.	Satisfied	2,100,000
Hein Vogel	The Performance Rights will vest by 1 October 2025 subject to achieving Compound Annual Growth Rate in the Company's Net Asset Value (NAV CAGR) from the base NAV of $160.0m as at 30 September 2022. Vesting will be based on the following criteria: (a) Threshold – 8% NAV CAGR (25% vest) (b) Budget – 10% NAV CAGR (50% vest) (c) Target – 18% NAV CAGR (100% vest)	Not yet satisfied	1,875,000
Hein Vogel	The Performance Rights will vest by 1 October 2026 subject to achieving NAV CAGR from the base NAV of $160.0m as at 30 September 2022. Vesting will be based on the following criteria: (a) Threshold – 8% NAV CAGR (25% vest) (b) Budget – 10% NAV CAGR (50% vest) (c) Target – 18% NAV CAGR (100% vest)	Not yet satisfied	1,875,000
Hein Vogel	The Performance Rights will vest by 1 October 2027 subject to achieving NAV CAGR from the base NAV of $160.0m as at 30 September 2022. Vesting will be based on the following criteria: (a) Threshold – 8% NAV CAGR (25% vest) (b) Budget – 10% NAV CAGR (50% vest) (c) Target – 18% NAV CAGR (100% vest)	Not yet satisfied	3,750,000

Gerard Pais	The Performance Rights will vest by 1 October 2025 subject to achieving NAV CAGR from the base NAV of $160.0m as at 30 September 2022. Vesting will be based on the following criteria: (a) Threshold – 8% NAV CAGR (25% vest) (b) Budget – 10% NAV CAGR (50% vest) (c) Target – 18% NAV CAGR (100% vest)	Not yet satisfied	656,250
Gerard Pais	The Performance Rights will vest by 1 October 2026 subject to achieving NAV CAGR from the base NAV of $160.0m as at 30 September 2022. Vesting will be based on the following criteria: (a) Threshold – 8% NAV CAGR (25% vest) (b) Budget – 10% NAV CAGR (50% vest) (c) Target – 18% NAV CAGR (100% vest)	Not yet satisfied	656,250
Gerard Pais	The Performance Rights will vest by 1 October 2027 subject to achieving NAV CAGR from the base NAV of $160.0m as at 30 September 2022. Vesting will be based on the following criteria: (a) Threshold – 8% NAV CAGR (25% vest) (b) Budget – 10% NAV CAGR (50% vest) (c) Target – 18% NAV CAGR (100% vest)	Not yet satisfied	1,312,500

Vesting is subject to the individual executives remaining in service at the vesting date.

All share options issued to key management personnel were made in accordance with the provisions of the Company's LTIP.

H. Additional information - Audited

Loans to KMP and their related parties

There were no loans to any KMP and their related parties during the year.

Other transactions with KMP

There were no other transactions conducted between the Company and KMP and their related parties during the year.

This Directors' Report is signed in accordance with a resolution of Directors made pursuant to s.298(2) of the *Corporations Act 2001*.

Michael Jefferies
Non-Executive Director and Chairman
Sydney
14 February 2024

Lead Auditor's Independence Declaration under Section 307C of the Corporations Act 2001

To the Directors of Touch Ventures Limited

I declare that, to the best of my knowledge and belief, in relation to the audit of Touch Ventures Limited for the financial year ended 31 December 2023 there have been:

i. no contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the audit; and

ii. no contraventions of any applicable code of professional conduct in relation to the audit.

KPMG

Kristen Peterson

Partner

Sydney

14 February 2024

Statement of Profit or Loss and Other Comprehensive Income

For the year ended **31 December 2023**

	Notes	2023 $000	2022 $000
Net loss on financial assets at fair value through profit or loss	8	(8,449)	(66,457)
Total loss		**(8,449)**	**(66,457)**
Impairment provision of loan receivable	9	(5,489)	-
Share-based payment expense	11b	(303)	(347)
Due diligence and acquisition costs		(116)	(141)
Directors fees		(299)	(326)
Employee benefits expense	3a	(1,726)	(2,182)
Professional fees	3b	(660)	(530)
Insurance expense		(420)	(514)
Legal and regulatory expense		(63)	(36)
Other expenses	3c	(282)	(471)
Operating loss		**(17,807)**	**(71,004)**
Interest expense		(9)	-
Interest income		2,731	450
Unrealised foreign exchange (loss)/gain on financial assets at fair value through profit or loss		(338)	5,389
Loss before tax		**(15,423)**	**(65,165)**
Income tax expense	4	-	-
Loss for the year		**(15,423)**	**(65,165)**
Total comprehensive loss for the year, net of tax		**(15,423)**	**(65,165)**
	Notes	**Cents**	**Cents**
Basic earnings/(loss) per share	5	(2.18)	(9.15)
Diluted earnings/(loss) per share	5	(2.18)	(9.15)

The above Statement of Profit or Loss and Other Comprehensive income should be read in conjunction with the accompanying notes.

Statement of Financial Position

As at **31 December 2023**

	Notes	2023 $000	2022 $000
ASSETS			
Current assets			
Cash and cash equivalents	6	5,374	38,721
Prepayments		264	453
Other current assets	7	54,146	15,077
Total current assets		**59,784**	**54,251**
Non-current assets			
Intangible assets		43	35
Property, plant and equipment		58	-
Right-of-use asset		82	-
Financial assets at fair value through profit or loss	8	49,203	68,506
Loan to portfolio company	9	-	2,146
Amount held in escrow from sale of financial asset	17	406	-
Total non-current assets		**49,792**	**70,687**
TOTAL ASSETS		**109,576**	**124,938**
LIABILITIES			
Current liabilities			
Trade and other payables	12	472	342
Lease liability		78	-
Employee benefit liabilities		81	78
Total current liabilities		**631**	**420**
Non-current liabilities			
Lease liability		7	-
Total non-current liabilities		**7**	**-**
TOTAL LIABILITIES		**638**	**420**
NET ASSETS		**108,938**	**124,518**
EQUITY			
Issued capital	13a, 13b	196,525	196,985
Accumulated losses		(89,844)	(74,421)
Reserves	13c	2,257	1,954
TOTAL EQUITY		**108,938**	**124,518**

The above Statement of Financial Position should be read in conjunction with the accompanying notes.

Statement of Changes in Equity

For the year ended **31 December 2023**

	Issued capital (Note 13b)	*Accumulated losses*	*Employee equity benefits reserve (Note 13c)*	*Total*
	$000	$000	$000	$000
Balance at 1 January 2023	**196,985**	**(74,421)**	**1,954**	**124,518**
Loss for the year	-	(15,423)	-	(15,423)
Other comprehensive income	-	-	-	-
Total comprehensive loss for the year	**-**	**(15,423)**	**-**	**(15,423)**
Transactions with owners in their capacity as owners				
Share buyback	(460)	-	-	(460)
Share-based payments[19]	-	-	303	303
Balance at 31 December 2023	**196,525**	**(89,844)**	**2,257**	**108,938**
Balance at 1 January 2022	**197,346**	**(9,256)**	**1,607**	**189,697**
Loss for the year	-	(65,165)	-	(65,165)
Other comprehensive income	-	-	-	-
Total comprehensive loss for the year	-	(65,165)	-	(65,165)
Transactions with owners in their capacity as owners				
Share buyback	(361)	-	-	(361)
Share-based payments[19]	-	-	347	347
Balance at 31 December 2022	**196,985**	**(74,421)**	**1,954**	**124,518**

The above Statement of Changes in Equity should be read in conjunction with the accompanying notes

19. This amount comprises share options and performance rights expensed during the year.

Statement of Cash Flows

For the year ended **31 December 2023**

	Notes	**2023** $000	2022 $000
Cash flows from operating activities			
Payments to suppliers and employees (gross of GST)		(3,151)	(5,228)
Interest paid		(9)	-
Interest received		1.237	382
Net cash flows used in operating activities	6	**(1,923)**	**(4,846)**
Cash flows from investing activities			
Net sale/(net purchase) of financial assets at fair value through profit or loss		10,109	(17,594)
Loan to portfolio company		(3,150)	(2,100)
Investment in of term deposit		(37,770)	(15,000)
Payment of security deposit		(16)	(1)
Purchase of patents and trademarks		(8)	(15)
Purchase of property, plant and equipment		(63)	-
Payment for leasehold improvements		-	(20)
Net cash flows used in investing activities		**(30,898)**	**(34,730)**
Cash flows from financing activities			
Lease payments		(66)	-
Payment for share buy-back		(460)	(361)
Net cash flows used in financing activities		**(526)**	**(361)**
Net decrease in cash and cash equivalents		(33,347)	(39,937)
Cash and cash equivalents at beginning of the financial year		38,721	78,658
Cash and cash equivalents at the end of the financial year	6	**5,374**	**38,721**

The above Statement of Cash Flows should be read in conjunction with the accompanying notes.

Notes to the Financial Statements

Note 1: Corporate Information

The Financial Statements ('Financial Statements') of the Company for the year ended 31 December 2023 were authorised for issue in accordance with a resolution of the Directors on 14 February 2024.

The Financial Statements reflect the activities for the year ended 31 December 2023.

Note 2: Summary of material accounting policies

(a) Basis of preparation

The Annual Financial Report is a general purpose financial report, which has been prepared in accordance with the requirements of the *Corporations Act 2001*, and Australian Accounting Standards and other authoritative pronouncements of the Australian Accounting Standards Board. The financial report also complies with International Financial Reporting Standards (IFRS), as issued by the International Accounting Standards Board.

The financial statements have been prepared on a historical cost basis, except for the revaluation of certain investments that are measured at revalued amounts or fair values at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

All amounts are presented in Australian dollars, unless otherwise noted. The Company is of the kind referred to in *ASIC Corporations (Rounding in Financials/Directors' Reports) Instrument 2016/191*, and in accordance with that instrument, amounts in the financial statements are rounded off to the nearest thousand dollars, unless otherwise indicated.

(b) Going concern

The Directors have, at the time of approving the financial statements, a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the financial statements.

(c) New accounting standards and interpretations

Management considered all new accounting standards, interpretations and amendments.

The Company has not early adopted any standards, interpretations or amendments that have been issued but are not yet effective.

Accounting Standards and Interpretations issued but not yet effective

Australian Accounting Standards and Interpretations that are issued, but are not yet effective, up to the date of issuance of the Company's financial statements are not expected to have a significant impact on the preparation of the Company's financial statements. The Company intends to adopt these standards, as applicable, when they become effective.

New, revised or amended Accounting Standards and Interpretations

A number of new standards are effective from 1 January 2023. These standards do not have a material impact to the Company's financial statements.

In particular, the Company adopted Disclosure of Accounting Policies (Amendments to AASB 101 and IFRS Practice Statement 2) from January 2023. The amendments did not result in any changes to the accounting policies and accounting policy information disclosed in the financial statements.

(d) Significant accounting judgements, estimates and assumptions

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Share-based payments

Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which depends on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option or appreciation right, volatility and dividend yield and making assumptions about them. For the measurement of the fair value of equity-settled transactions with employees at the grant date, the Company uses an appropriate valuation model to determine the fair value. The model and assumptions used to estimate the fair value for share-based payment transactions are disclosed in Note 11.

Taxes

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. Differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to the tax effect accounting determinations made to date.

Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the Statement of Financial Position cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the discounted cash flow (DCF) model and multiples of earnings. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions relating to these factors could materially affect the reported fair value of financial instruments.

Judgements

In the process of applying the Company's accounting policies, management has made the following judgements which have the most significant effect on the amounts recognised in the financial statements:

Status as an investment entity

The Company is an investment entity under AASB 10 *Consolidated Financial Statements*, which means that it measures its investments on a fair value basis through profit or loss, in accordance with AASB 9 *Financial Instruments*. In determining whether the Company meets the definition of an investment entity, management has taken into consideration the typical characteristics set forth by this accounting standard as well as other essential elements, including the Company’s purpose, commitments to its investors, and how it measures and evaluates the performance of its investments. Refer to Note 8 for further discussion.

(e) Revenue recognition

Revenue is measured based on the consideration specified in a contract with a customer. The Company recognises revenue when it transfers control over a good or service to a customer. The following specific recognition criteria must also be met before revenue is recognised:

Interest income

Interest income is recognised as the interest accrues using the effective interest method. This is a method of calculating the amortised cost of a financial asset and allocating the interest income over the relevant period using the effective interest rate, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

(f) Leases

The Company assesses whether a contract is or contains a lease, at inception of the contract. The Company recognises a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets (such as tablets and personal computers, small items of office furniture and telephones).

The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Subsequently, the lease liability is measured at amortised cost using the effective interest method.

(g) Cash and cash equivalents

Cash and cash equivalents in the Statement of Financial Position comprise cash at bank and in hand and short-term deposits with an original maturity of three months or less, that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

For the purposes of the Statement of Cash Flows, cash and cash equivalents consist of cash and cash equivalents as defined above.

(h) Prepayments

Prepayments are advance payments for goods and services (e.g., business insurance and subscriptions) which the Company will receive in the future. The Company recognises prepayments as current assets within the Statement of Financial Position.

Prepayments are expensed over the period of time the goods and services are received by the Company in profit or loss in line with the benefit that is derived from the related asset.

(i) Financial assets

Recognition and initial measurement

The Company initially recognises its investments in unlisted private equities as financial assets at fair value through profit or loss ("FVTPL") on the trade date, which is the date the Company becomes a party to the contractual provisions of the instrument. Other financial assets are recognised on the date on which they originated.

A financial asset is measured initially at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue.

On initial recognition, the Company classifies financial assets as measured at amortised cost or FVTPL.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual rate, including variable-rate features;
- prepayments and extension features; and
- terms that limit the Company's claim to cash flows from specified assets (e.g. non-recourse features).

All other financial assets of the Company are measured at FVTPL.

Classification and subsequent measurement

i. Financial assets at FVTPL

Financial assets at FVTPL are subsequently measured at fair value. Net gains and losses, including any interest or dividend income and expense are recognised in profit or loss in 'Net gain/(loss) on financial assets at fair value through profit or loss' in the Statement of Profit or Loss and Other Comprehensive Income. Investments in unlisted private equities are included in this category.

ii. Financial assets at amortised cost

Financial assets at amortised cost are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Derecognition

The Company derecognises a financial asset when:

- the contractual rights to the cash flows from the financial asset expire; or
- it transfers the rights to receive the contractual cash flows in a transaction in which either:
  - substantially all of the risks and rewards of ownership of the financial asset are transferred; or
  - the Company neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset

Write off

The gross carrying amount of a financial asset is written off when the Company has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof.

(j) Financial liabilities

Recognition and initial measurement

Financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

A financial liability is initially measured at fair value plus or minus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue.

Classification and subsequent measurement

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition.

Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

Derecognition

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Company also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

(k) Foreign currency translation

In preparing the financial statements of the Company, transactions in currencies other than the Company's functional currency (foreign currencies) are recognised at the rates of exchange prevailing on the dates of the transactions. At each reporting date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Foreign currency differences arising on translation of the Company's financial assets at FVTPL are recognised in profit or loss as either unrealised or realised foreign exchange gain/(loss) on financial assets at fair value through profit or loss. If incurred in the future, foreign currency differences arising on translation of other classes of assets or liabilities will be recognised in profit or loss as 'Other net foreign exchange gain/(loss)'.

Both the functional and presentation currency of the Company is in Australian dollars (A$).

(l) Income tax

The income tax expense represents the sum of the tax currently payable and deferred tax.

Current income tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in profit or loss because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

A provision is recognised for those matters for which the tax determination is uncertain but it is considered probable that there will be a future outflow of funds to a tax authority. The provisions are measured at the best estimate of the amount expected to become payable. The assessment is based on the judgement of tax professionals within the Company supported by previous experience in respect of such activities and in certain cases based on specialist independent tax advice.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint arrangements, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint arrangements, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised

The Company offsets deferred tax assets and deferred tax liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

(m) Other taxes

Revenues, expenses and assets are recognised net of the amount of GST except:

- When the GST incurred on a purchase of goods and services is not recoverable from the taxation authority, in which case the GST is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable.
- Receivables and payables are stated with the amount of GST included.

Cash flows are included in the Statement of Cash Flow on a gross basis and the GST component of cash flows arising from investing and financing activities, which is recoverable from, or payable to, the taxation authority, is classified as operating cash flows.

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

(n) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The fair value of financial assets and financial liabilities that are traded in active markets are based on quoted market prices. For all other financial instruments, the Company determines fair value using other valuation techniques.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy, as explained above. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

Fair-value related disclosures for financial instruments and non-financial assets that are measured at fair value or where fair values are disclosed, are summarised in Note 8.

(o) Impairment of assets

At each reporting date, the Company assesses whether there is any indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required the Company makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of its fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely dependent of those from other assets or groups of assets and the asset's value in use cannot be estimated to be close to fair value. In such cases the asset is tested for impairment as part of the cash-generating unit to which it belongs. When the carrying amount of an asset or cash-generating unit exceeds its recoverable amount, the asset or cash-generating unit is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Impairment losses relating to continuing operations are recognised in those expense categories consistent with the function of the impaired asset unless the asset is carried at revalued amount (in which case the impairment loss is treated as a revaluation decrease).

An assessment is also made at each reporting date as to whether there is any indication that previously recognised losses may no longer exist or may have decreased. If such indication exits, the recoverable amount is estimated. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment was recognised. If that is the case the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of comprehensive income unless the asset is carried at revalued amount, in which case the reversal is treated as a revaluation increase.

After such a reversal the depreciation charge is adjusted in future periods to allocate the asset's revised carrying amount, less any residual value, on a systematic basis over its remaining useful life.

(p) Trade and other payables

Trade payables and other payables are carried at amortised cost. Due to their short term nature, they are not discounted. They represent liabilities for goods and services provided to the Company prior to the end of the financial year that are unpaid and arise when the Company becomes obliged to make future payments in respect of the purchase of these goods and services. The amounts are unsecured and are usually paid within 30 days of recognition.

(q) Provisions

General

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle that obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Employee leave benefits

Liabilities for wages and salaries, including non-monetary benefits and annual leave expected to be settled within 12 months of the reporting date, are recognised in respect of employees' services up to the reporting date. They are measured at the amounts expected to be paid when the liabilities are settled. Expenses for non-accumulating sick leave are recognised when the leave is taken and are measured at the rates paid or payable.

(r) Short-term and other long-term employee benefits

Short-term employee benefits

Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Company has present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Equity-settled transactions

The Company provides benefits to employees (including key management personnel) and Directors of the Company, in the form of share-based payments, whereby employees and Directors render services in exchange for shares or rights over shares (equity-settled transactions).

The Long-Term Incentive Plan (LTIP) provides benefits to Directors, senior executives and other staff as agreed by the Board of Directors.

The cost of these equity-settled transactions with employees and Directors is measured by reference to the fair value of the equity instrument at the date at which they are granted. The fair value is determined using a Black Scholes model.

The cost of equity-settled transactions is recognised, together with a corresponding increase in equity, over the period in which the performance conditions are fulfilled (vesting period), ending on the date on which the relevant employees become fully entitled to the award (the vesting date).

The cumulative expense recognised in the statement of comprehensive income for equity-settled transactions at each reporting date until vesting date reflects (i) the extent to which the vesting period has expired and (ii) the Company's best estimate of the number of equity instruments that will ultimately vest. The statement of comprehensive income charge or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period.

Until an award has vested, any amounts recorded are contingent and will be adjusted if more or fewer awards vest than were originally anticipated to do so.

If an equity-settled award is cancelled, it is treated as if it had vested on the date of the cancellation, and any expense not recognised for the award is recognised immediately. However, if a new award is substituted for the cancelled award and designated as a replacement award on the date that it is granted, the cancelled and new award are treated as if they were a modification of the original award.

(s) Contributed equity

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.

(t) Segment information

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Chief Operating Decision Maker, who is responsible for allocating resources and assessing performance of the operating segments, is the Chief Executive Officer.

There is only one reportable segment based on the internal reports that are reviewed by the Chief Executive Officer, being Australia as this is where it operates and manages investing in high growth companies.

The assets, revenues and results of this segment are those of the Company as a whole and are set out in these Annual Financial Statements.

Note 3: Expenses

(a) Employee benefits expense

	2023 $000	**2022** $000
Salaries and wages	1,460	1,960
Superannuation	122	114
Annual leave expenses	16	13
Payroll tax and on-costs	128	95
Total	**1,726**	**2,182**

(b) Professional fees

	2023 $000	2022 $000
Accounting fees	96	76
Audit fees and related expenses	197	211
Company secretarial and registry fees	155	156
Consulting fees	158	24
Tax fees	54	63
Total	**660**	**530**

(c) Other expenses

	2023 $000	2022 $000
Expenses relating to short-term leases	14	166
Depreciation expense	94	-
Other expenses	174	305
Total	**282**	**471**

Note 4: Income tax expense

	2023 $000	2022 $000
(a) Income tax expense		
The major components of income tax expense are:		
Current income tax charge		
Current income tax charge	757	(26,631)
Deferred income tax		
Non recognition of deferred tax asset in relation to tax losses and temporary differences	(757)	26,631
Income tax expense/(benefit) as reported in the Statement of Profit or Loss and Other Comprehensive Income	**-**	-

(b) Numerical reconciliation between aggregate tax benefit recognised in the Statement of Profit or Loss and Other Comprehensive Income and Tax expense calculated per the statutory income tax rate

A reconciliation between tax expense and the product of accounting profit/(loss) before income tax multiplied by the Company's applicable income tax rate is as follows:

	2023 $000	**2022** $000
Accounting loss before tax	(15,423)	(65,165)
At the Company's statutory rate of 30%	(4,627)	(19,550)
Expenditure not allowed for income tax purposes	1,737	125
Changes in estimates related to prior years	-	(7,206)
Tax loss and temporary differences not previously brought to account	2,889	26,631
Income tax expense/(benefit)	**-**	-

At 31 December 2023, there were unrecognised net deferred tax assets of $20,638,000 (2022: $26,631,000). The Company has not recognised a deferred tax asset for previously incurred losses of $7,300,000 as at 31 December 2023 as they are not deemed recoverable based on current expectations of future taxable income. These tax losses do not expire under current tax rules.

Note 5: Earnings per share

Basic earnings/(loss) per share

	2023	**2022**
	number ‘000	**number ‘000**
Weighted average number of ordinary shares on issue used in the calculation of basic earnings/(loss) per share	706,356	712,356
Effect of dilutive potential ordinary shares:		
Effect of share options	-	-
Effect of performance rights	-	-
Weighted average number of ordinary shares on issue used in the calculation of diluted earnings/(loss) per share	706,356	712,356
	$000	**$000**
Profit/(loss) for the year	(15,423)	(65,165)
	cents	cents
Basic earnings/(loss) per share	**(2.18)**	(9.15)
Diluted earnings/(loss) per share	**(2.18)**	(9.15)

Note 6: Cash and cash equivalents

	2023 $000	2022 $000
Cash at bank	2,874	33,721
Short term deposit	2,500	5,000
	5,374	38,721

Short term deposits earn interest at floating rates based on bank deposit rates.

Reconciliation from the net profit/(loss) after tax to the net cash flows from operations

	2023 $000	2022 $000
Net profit/(loss)	(15,423)	(65,165)
Adjustments for:		
Depreciation expense	94	-
Share-based payments expense	303	347
Net loss on financial assets at fair value through profit or loss	8,449	66,457
Impairment provision of loan receivable	5,489	-
Unrealised net foreign exchange loss/(gain)	338	(5,389)
Interest receivable	(2,397)	(68)
Changes in assets and liabilities:		
Decrease in trade and other receivables	-	161
Decrease/(increase) in prepayments	189	(94)
Decrease in other current assets	902	140
Increase/(decrease) in trade and other payables	130	(1,269)
Increase in employee benefit liabilities	3	34
Net cash used in operating activities	**(1,923)**	(4,846)

Note 7: Other current assets

	2023 $000	2022 $000
Term deposits	52,795	15,025
Security deposits	28	31
Interest receivable	1,173	21
Amounts owed by related parties (note 14(b))	150	-
	54,146	**15,077**

Due to the short-term nature of these assets, their carrying value is assumed to approximate their fair value.

Note 8: Financial assets at fair value through profit or loss (FVTPL)

(a) Financial assets

	2023 $000	2023 % ownership interest[20]	2022 $000	2022 % ownership interest[20]
Investments in financial assets at fair value through profit or loss				
Core Investments				
Investment in Sendle, PBC	15,877	11.7	14,983	12.1
Investment in Planpay Pty Ltd	-	73.7	12,047	88.9
Investment in Postpay Technology Limited	10,599	13.3	10,701	13.3
Investment in Braavos Corporation (Basiq) P/L	-	-	10,059	-
Investment in Ordermentum Pty Ltd	3,000	4.0	-	-
Investment in Refundid Pty Ltd	5,946	12.3	5,946	11.4
Investment in Preezie Pty Ltd	4,500	17.6	4,500	17.6
Investment in Till Payments Global Pty Ltd	-	-	1,154	-
Early-Stage Investments[21]	4,417	various	4,029	various
Strategic Investments	4,864	various	5,087	various
Total financial assets at fair value through profit or loss	**49,203**	**-**	68,506	-

(b) Fair Values

Valuation Techniques

In the absence of an active market for an identical asset or liability, the Company selects and uses one or more valuation techniques to measure the fair value of the asset or liability. The Company selects a valuation technique that is appropriate in the circumstances and for which sufficient data is available to measure fair value. Given the strategy of the Company to invest in privately held assets, the assets held by the Company are of such a nature where there is generally an absence of an active market in the asset and the valuation of these assets can be volatile owing to their high-risk nature, lack of profitability and level of negative cash flow. The Company selects several other valuation techniques which requires the Company to make certain assumptions and judgements in assessing the fair value of these assets.

The availability of sufficient and relevant data primarily depends on the specific characteristics of the asset or liability being measured. The valuation techniques selected by the Company are consistent with one or more of the following valuation approaches:

- Market approach: valuation techniques that use prices and other relevant information generated by market transactions for identical or similar assets or liabilities including ongoing discussions with potential purchasers.

20. The ownership interest represents the Company's equity interests in the investee and does not take into consideration any shareholding based on the conversion of any convertible notes or SAFE.
21. Includes the investment in Happay, previously a core investment.

- Income approach: valuation techniques that convert estimated future cash flows or income and expenses into a single discounted present value.
- Cost approach: valuation techniques that reflect the current replacement cost of an asset at its current service capacity.

Each valuation technique requires inputs that reflect the assumptions that buyers and sellers would use when pricing the asset or liability, including assumptions about risks. When selecting a valuation technique, the Company gives priority to those techniques that maximise the use of observable inputs and minimise the use of unobservable inputs. Inputs that are developed using market data (such as publicly available information on actual transactions) and reflect the assumptions that buyers and sellers would generally use when pricing the asset or liability are considered observable, whereas inputs for which market data is not available and therefore are developed using the best information available about such assumptions are considered unobservable.

The Australian Private Equity and Venture Capital Association (AVCAL) has prepared the International Private Equity and Venture Capital Guidelines (Valuation Guidelines). The Valuation Guidelines set out recommendations on the valuation of private equity investments which are intended to represent current best practice. The Company has referred to the Valuation Guidelines in order to determine the “fair value” of the Company’s financial assets measured at FVTPL.

In referring to the Valuation Guidelines and guidance issued by the IPEV, consideration is given to ensure that the determination of fair value remains consistent in all material respects with Australian Accounting Standards and International Financial Reporting Standards.

The “fair value” of financial assets is assumed to be the price that would be received for the financial asset in an orderly transaction between knowledgeable and willing but not anxious market participants acting at arm’s length given current market conditions at the relevant measurement date. Fair value for unquoted or illiquid investments is often estimated with reference to the potential realisation price for the investment or underlying business if it were to be realised or sold in an orderly transaction at the measurement date, regardless of whether an exit in the near future is anticipated and without reference to amounts received or paid in a distressed sale.

AVCAL suggests that one or more techniques should be adopted to calculate a private equity investment based on the valuer’s opinion of which method or methods are considered most appropriate given the nature, facts and circumstances of the particular investment. In considering the appropriateness of each technique, AVCAL suggests the economic substance of the investment should take priority over the strict legal form.

AVCAL provides guidance on a range of valuation methodologies that are commonly used to determine the value of private equity investments in the absence of an active market, including:

- price of recent investments;
- earnings multiples;
- revenue multiples;
- net asset values (NAV);
- discounted cash flows of the underlying assets;
- discounted cash flows of the investment; and
- industry valuation benchmarks.

An assessment will be made at each measurement date as to the most appropriate valuation methodology, including that for investee companies owned by third party funds that the Company invests in and which are valued on a look-through basis. Each portfolio company will be subject to individual assessment. Management is responsible for ensuring that each investment is valued in accordance with the Company’s policy. As of 31 December 2023:

- Financial instruments measured using the most recent round price valuation methodology were $26.7 million (2022: $25.0 million);
- Financial instruments measured using revenue and earnings valuation methodology were $18.6 million (2022: $25.7 million);

- Financial instruments measured using the discounted cash flows of the underlying assets were nil (2022: $12.0 million); and
- Financial instruments measured at the NAV of the underlying fund were $3.9 million (2022: $5.8 million).

Financial instruments, measured at fair value, categorised as Level 3 within the fair value hierarchy can be split into two main valuation techniques. Valuation techniques can be categorised as based on last round price and at NAV of the underlying fund (adjusted where relevant). Each portfolio company will be subject to individual assessment. Management is responsible for ensuring that each investment is valued in accordance with the Company's policy.

The below table summarises the valuation techniques applied for each investment at 31 December 2023:

	2023 Valuation Technique
Investments in financial assets at fair value through profit or loss	
Investment in Sendle, PBC	Price of recent investments
Investment in Planpay Pty Ltd	NAV
Investment in Postpay Technology Limited	Revenue and earnings multiples
Investment in Refundid Pty Ltd	Price of recent investments
Investment in Preezie Pty Ltd	Revenue and earnings multiples
Investment in Till Payments Global Pty Ltd	Price of recent investments
Investment in Ordermentum Pty Ltd	Price of recent investments
Investment in GotSkill Platforms Limited	NAV
Investment in Happay (Cayman) Ltd	Revenue and earnings multiples
Investment in THEHOLD Inc	NAV
Investment in Her Black Book Pty Ltd	Price of recent investments
Investment in Breef Inc.	Revenue and earnings multiples
Investment in Sugar Capital Fund I, L.P.	NAV
Investment in Skalata Ventures Pty Ltd	Price of recent investments
Investment in SF-II ESVC LP	NAV

Sendle

In 2023 Sendle raised over US$17 million of capital (including from a Series C extension round), supported by existing investors. The Company participated in the capital raise and invested US$0.4 million.

As part of the Series C extension equity round, the Company's existing convertible note investments were converted into Series C Preferred Shares. As a result of the Series C extension round, the Company revalued its existing equity investment and convertible note investment and recognised a net fair value gain of $0.6 million, including accrued interest earned on the convertible note.

Postpay

Inputs used in the fair value measurement as at the end of the reporting period are as follows:

Company	Valuation Technique	Significant unobservable inputs	Sensitivity of the input to the fair value calculation
Postpay	Revenue multiple	4.4.x – 4.7x	An increase in the unobservable inputs used would result in an increase in fair value, and vice versa.
	Gross Merchandise Value (GMV)	0.35x – 0.37x	An increase in the unobservable inputs used would result in an increase in fair value, and vice versa.

Preezie

Inputs used in the fair value measurement as at the end of the reporting period are as follows:

Valuation Technique	Significant unobservable inputs	Sensitivity of the input to the fair value calculation
ARR multiple	6.3x – 10.6x	An increase in the unobservable inputs used would result in an increase in fair value, and vice versa.
Revenue multiple	5.9x – 6.5x	An increase in the unobservable inputs used would result in an increase in fair value, and vice versa.
Growth-adjusted revenue multiple	5.9x – 6.5x	An increase in the unobservable inputs used would result in an increase in fair value, and vice versa.

Early-stage and strategic investments

During the financial year, the Company recognised a fair value loss in respect of its early-stage and strategic portfolio companies of $0.3 million.

Happay

Inputs used in the fair value measurement as at the end of the reporting period are as follows:

Company	Valuation Technique	Significant unobservable inputs	Sensitivity of the input to the fair value calculation
Happay	Revenue multiple	4.4.x – 4.7x	An increase in the unobservable inputs used would result in an increase in fair value, and vice versa.

Breef

Inputs used in the fair value measurement as at the end of the reporting period are as follows:

Valuation Technique	Significant unobservable inputs	Sensitivity of the input to the fair value calculation
Revenue multiple	2.3x – 3.1x	An increase in the unobservable inputs used would result in an increase in fair value, and vice versa.
Growth-adjusted revenue multiple	13.4x – 19.1x	An increase in the unobservable inputs used would result in an increase in fair value, and vice versa.

Reconciliation of Level 3 recurring fair values

	Financial assets at FVTPL $000
Balance at 1 January 2023	**68,506**
Purchases	4,021
Disposals	(14,537)
Net loss recognised in profit or loss[22]	(8,787)
Balance at 31 December 2023	**49,203**

	Financial assets at FVTPL $000
Balance at 1 January 2022	111,980
Purchases	17,594
Net loss recognised in profit or loss[23]	(61,068)
Balance at 31 December 2022	68,506

Level 3 financial assets consist of equity securities in unlisted entities.

Note 9: Loan to portfolio company

	2023 $000	**2022** $000
Gross loan receivable	5,489	2,146
Less: Impairment provision	(5,489)	-
	-	2,146

In accordance with AASB 9 Financial Instruments, the Company has recognised an impairment provision as at 31 December 2023 against the gross loan receivable plus accrued interest of $5.5 million owing from PlanPay.

22. The net loss for the current year recognised in profit or loss includes an unrealised loss of $338,000 due to movements in foreign exchange rates.
23. The net loss for the prior year recognised in profit or loss includes an unrealised gain of $5,389,000 due to movements in foreign exchange rates.

Note 10: Financial instruments – fair values and risk management

The Company's principal financial instruments comprise of cash and cash equivalents, financial assets designated at fair value through profit or loss, and payables.

The Company manages its exposure to key financial risks, including interest rate, credit, liquidity and currency risk in accordance with the Company's financial risk management policy. The objective of which is to support the delivery of the Company's financial targets, whilst protecting future financial security.

The main risks arising from the Company's financial instruments are interest rate risk, foreign currency risk, liquidity risk and credit risk. The Company uses different methods to measure and manage different types of risks to which it is exposed.

(a) Measurement Basis

The total for each category of financial instrument, measured in accordance with AASB *9 Financial Instruments* on a recurring basis as detailed in the accounting policies to these financial statements including their fair value hierarchies are as follows:

	Notes	Measurement Basis	Carrying amount 2023 $000	Carrying amount 2022 $000	Level	Fair value[24] 2023 $000	Fair value[24] 2022 $000
Financial assets							
Cash and cash equivalents	6	Amortised cost	5,374	38,721		5,374	38,721
Security deposits		Amortised cost	28	31		28	31
Term deposit		Amortised cost	52,795	15,025		52,795	15,025
Financial assets at fair value through profit or loss (FVTPL)	8	Fair value	49,203	68,506	3	49,203	68,506
Loan	9	Amortised cost	-	2,146		-	2,146
Financial liabilities							
Trade and other payables	12	Amortised cost	472	342		472	342

There were no transfers of financial instruments between the fair value hierarchies in either the current or the previous reporting period.

24. The carrying value closely approximates the fair value taking into account currency and interest rate risk.

(b) Risk Exposures and Responses

Price risk

The Company is exposed to equity securities price risk. This arises from investments held by the Company and classified in the statement of Financial Position as financial assets at fair value through profit or loss.

The Company seeks to manage and constrain market risk by diversification of its investment portfolio. Refer to Note 8(b) for disclosures relating to unobservable input sensitivities in respect of the Company's equity securities.

Credit risk

Credit risk arises from the financial assets of the Company. The Company's exposure to credit risk arises from potential default of the counter party, with a maximum exposure equal to the carrying amount of these instruments.

To minimise the credit risk exposure the Company attempts to trade with recognised, creditworthy parties. Receivable balances are monitored on an ongoing basis with the result that the exposure to future expected credit losses is not significant. Ageing analysis and monitoring of specific credit allowances are also undertaken to manage credit risk. Cash and cash equivalents are held with a credit worthy reputable bank counterparties based in Australia.

Interest rate risk

The Company's exposure to market interest rates relates primarily to the Company's cash and cash equivalents and term deposits. At balance date, the Company had the following financial assets exposed to Australian variable interest rate risk that are not designated in cash flow hedges:

	2023 $000	**2022** $000
Financial Assets		
Cash at bank and on hand	5,374	38,721
Term deposit	52,795	15,025
Net exposure	**58,169**	**53,746**

The Company's policy to manage its interest rate exposure by placing funds into at-call or term deposits. The Company also monitors levels of exposure to interest rate risk and market forecasts for interest rates. The following sensitivity analysis is based on the interest rate risk exposures in existence at the balance sheet date. At balance date, if interest rates had moved, as illustrated in the table below, with all other variables held constant, post tax profit/(loss) and equity would have been affected as follows:

	Profit/(loss) Higher/(lower)		**Equity Higher/(lower)**	
	2023 $000	**2022** $000	**2023** $000	**2022** $000
-0.25% (25 basis points)	(145)	(121)	(145)	(121)
+0.25% (25 basis points)	145	121	145	121

Significant assumptions used in the interest rate sensitivity analysis include:

- Management believes that interest rates will likely be similar or higher during the 12-month period subsequent to balance date.
- The net exposure at balance date is representative of what the Company was and is expecting to be exposed to in the next twelve months from balance date.

Foreign currency risk

The Company's Statement of Financial Position can be affected by movements in the United States (US) dollar as a result of its investments. The Company has transactional currency exposures arising from expenses in with international vendors. The Company monitors levels of exposure to foreign exchange risk.

A 5% weakening of the US dollar against the Australian dollar would result in a decrease in net assets of $1.6 million arising from the Company's US dollar denominated investments (assuming all other variables remain constant). A strengthening of the US dollar against the Australian dollar would result in an increase in net assets of $1.7 million.

Liquidity risk

Liquidity risk arises from the financial liabilities of the Company and the Company's subsequent ability to meet their obligations to repay their financial liabilities as and when they fall due. Liquidity risk is monitored through cash flow forecasts.

The table below reflects all contractually fixed payoffs, repayments and interest resulting from recognised financial liabilities. The remaining contractual maturities of the Company's financial liabilities are:

	Note	Carrying amount	Total contractual cash flows	1 year or less
		$000	$000	$000
31 December 2023				
Trade and other payables	12	472	472	472
31 December 2022				
Trade and other payables	12	342	342	342

Note 11: Share-based payments

(a) Share-based payment plans

The Company has a Long-Term Incentive Plan (LTIP) that include options and performance rights, with a view to aligning the interests of employees with the objectives of the Company and to provide incentives to Directors, senior executives and staff. The Company's LTIP applies to both past and present employees and Directors and is subject to vesting conditions for option holders other than where disclosed otherwise in Note 11(c) and Note 11(d). The share-based payment plan is described further below.

(b) Share-based payment expenses

	2023	2022
	$000	$000
Expenses arising from equity-settled share-based payment transactions	**303**	347

(c) Summary of options under the LTIP

The following table illustrates the number (No.) and weighted average exercise prices (WAEP) of, and movements in, share options during the year:

	2023 No	2023 WAEP	2022 No	2022 WAEP
Outstanding at beginning of the year	22,000,000	$0.34	22,025,000	$0.34
Granted during the year	-	-	-	-
Exercised during the year	-	-	-	-
Forfeited during the year	(5,000,000)	$0.70	-	-
Expired during the year	-	-	(25,000)	$2.00
Outstanding at 31 December	**17,000,000**	**$0.30**	22,000,000	$0.34
Exercisable at the end of the year	**15,500,000**	**$0.29**	16,291,666	$0.33

The terms and conditions of the share options outstanding as of 31 December 2023 are as follows:

Grant date	Number of options	Exercise price	Vesting date	Expiry date
16 September 2020	5,000,000	$0.40	16 September 2020	17 September 2025
23 April 2021	1,250,000	$0.40	23 April 2021	17 September 2025
23 January 2020	2,500,000	$0.08	31 March 2020	31 December 2024
23 January 2020	2,500,000	$0.20	30 June 2021	31 December 2024
4 November 2020	666,666	$0.20	1 November 2021	4 November 2025
4 November 2020	666,667	$0.20	1 November 2022	4 November 2025
4 November 2020	666,667	$0.20	1 November 2023	4 November 2025
4 November 2020	166,666	$0.40	1 November 2021	4 November 2025
4 November 2020	166,667	$0.40	1 November 2022	4 November 2025
4 November 2020	166,667	$0.40	1 November 2023	4 November 2025
26 April 2021	250,000	$0.40	31 March 2022	26 April 2026
26 April 2021	250,000	$0.40	31 March 2023	26 April 2026
26 April 2021	250,000	$0.40	31 March 2024	26 April 2026
26 April 2021	625,000	$0.40	1 May 2022	26 April 2026
26 April 2021	625,000	$0.40	1 May 2023	26 April 2026
26 April 2021	625,000	$0.40	1 May 2024	26 April 2026
26 April 2021	625,000	$0.40	1 May 2025	26 April 2026

During the year, 5,000,000 options were forfeited. No other options were exercised, expired or cancelled during the year ended 31 December 2023. Each option award requires the recipient to be continually employed by the Company at the vesting date in order to be able to be exercised.

The fair value of the equity-settled share options granted under the LTIP is estimated as at the grant date using the Black Scholes model taking into account the terms and conditions upon which the options were granted.

The weighted average remaining contractual life for the share options outstanding as at 31 December 2023 was 1.6 years (2022: 2.5 years). The exercise price for options outstanding at the end of the year ranges from $0.08 to $0.40 per share (2022: $0.08 to $0.80 per share).

(d) Summary of performance rights under the LTIP

The LTIP provides for the grant by the Company at no cost to employees of the Company certain rights to acquire ordinary shares in the Company (Rights). Subject to satisfying certain performance and vesting criteria, these Rights provide participating employees with the ability to acquire a specified number of fully paid ordinary shares in the Company (Shares).

During the year, 3,500,000 LTIP performance rights lapsed and 3,500,000 performance rights vested. No other LTIP performance rights vested, were exercised, expired or cancelled during the year ended 31 December 2023. The following performance rights remain outstanding as of 31 December 2023:

Grant date	Number of performance rights	Total Fair value ($)	Expiry date
24 December 2020	3,500,000	700,000	31 December 2025
1 September 2022	1,875,000	-	1 October 2027
1 September 2022	1,875,000	-	1 October 2028
1 September 2022	3,750,000	-	1 October 2029
12 September 2022	1,290,625	-	1 October 2027
12 September 2022	1,290,625	-	1 October 2028
12 September 2022	2,581,250	-	1 October 2029
Total	**16,162,500**	**700,000**	

During the year, the Company revised its estimate of the satisfaction of non-market performance conditions for performance rights issued on 1 September 2022 and 12 September 2022. The number of performance rights that are expected to vest has been revised and the total share-based payments expense recognised in the current financial year has been reduced by $109,000 to reflect this change in estimate.

Each Right is entitled to acquire one Share, subject to adjustment in accordance with the rules of the Company’s LTIP. The exercise price of each Right is set at $nil and is subject to the vesting conditions.

The Rights will lapse if they have not vested or are not exercised before the applicable Expiry Date. The Rights may lapse before the applicable Expiry Date in the event that employment at the Company is ceased by the employee.

Note 12: Trade and other payables

	2023 $000	2022 $000
Accruals	**472**	342

Information regarding interest rate, foreign exchange and liquidity risk are set out in Note 10(b).

Note 13: Contributed equity and reserves

(a) Ordinary shares of no par value

	2023 $000	2022 $000
Issued and fully paid	**196,525**	196,985

(b) Movement in ordinary shares on issue

	Number	$000
At 1 January 2022	**713,369,868**	**197,346**
Share buyback	(3,251,413)	(361)
At 31 December 2022	**710,118,455**	**196,985**

	Number	$000
At 1 January 2023	**710,118,455**	**196,985**
Share buyback	(5,240,750)	(460)
At 31 December 2023	**704,877,705**	**196,525**

(c) Employee equity benefits reserve

	$000
At 1 January 2022	**1,607**
Share-based payment expense	347
At 31 December 2022	**1,954**

	$000
At 1 January 2023	**1,954**
Share-based payment expense	303
At 31 December 2023	**2,257**

The employee equity benefits reserve is used to record the fair value of equity options and performance rights granted to employees, senior executives and Directors as part of their remuneration.

(d) Capital management

When managing capital, management's objective is to ensure the Company continues as a going concern, as well as to provide optimal returns to shareholders and benefits for other stakeholders. The Company constantly reviews the capital structure and the level of return on assets.

Note 14: Related parties

(a) Directors and Key Management Personnel

Directors and Key Management Personnel compensation comprised the following:

	2023 $000	2022 $000
Short term employee benefits	1,229	1,188
Other long-term benefits	75	49
Post-employment benefits	78	76
Share-based payment transactions	228	184
Total compensation paid to directors and key management personnel	**1,610**	**1,497**

Share-based payment transactions disclosed in the table above are expenses recognised during the reporting period in relation to share options and performance rights granted to directors and key management personnel.

(b) Other related parties

The following table provides the total amount of transactions which have been entered into with related parties for the current and previous years.

Related party		***Reimbursement from related parties*** $	***Purchases from related parties*** $	***Amounts owed by related parties*** $	***Amounts owed to related parties*** $
Companies					
Postpay[25]	2023	-	-	-	-
	2022	41,849	-	-	-
PlanPay[26]	2023	-	-	5,638,521	-
	2022	-	-	2,100,000	-

25. In May 2022, the Company invested US$5 million in Postpay via a convertible note. Under the terms of the investment, Postpay agreed to reimburse the Company for legal and due diligence costs incurred on its behalf.
26. In October 2022 the Company committed to provide a $5.1 million loan to PlanPay. Under this arrangement it provided $2.1 million in October 2022 and $3.0 million in January 2023. In September 2023 the Company provided a $150,000 working capital advance to PlanPay which will be refunded to the Company during the 2024 financial year.

Note 15: Auditor's Remuneration

	2023 $	2022 $
Audit services:		
Auditors of the Company – KPMG		
• Audit or review of the financial statements of the Company	**173,000**	184,450

Note 16: Interests in unconsolidated subsidiaries

The following interest are held in unconsolidated subsidiaries by the Company:

Name	Principal place of business	Ownership interests
PlanPay Pty Ltd	Sydney, NSW Australia	73.7%

There are no significant restrictions on the ability of PlanPay to pay cash dividends to the Company or to repay loans or advances made by the Company. Any commitment or intention to provide financial or other support to PlanPay and the type and amount of financial or other support provided during the reporting period without a contractual obligation to do so, including the reasons for providing support, is disclosed in Note 17, if provided.

Note 17: Commitments and contingencies

'Amount held in escrow from sale of financial asset' relates to amounts held in escrow as a result of the sale of Basiq. The total amount held in escrow that the Company is contractually entitled to from the sale of Basiq is $0.8 million which remains subject to possible settlement claims. An amount of $0.4 million has been accounted for in respect to this entitlement, reflecting management's best estimate of the fair value. The Company has no other contingencies as at the end of the year (31 December 2022: nil).

The Company has no commitments as at the end of the year.

Note 18: Events after the reporting period

On 22 January 2024, the Company was advised that its substantial shareholder Touchcorp Limited (a subsidiary of Block Inc.) had sold a 19.99% interest in the Company. The majority of these shares were acquired by Gannet Capital, an entity associated with Mr Glenn Poswell, which now holds a 17.8% interest in TVL.

On 22 January 2024, the Company appointed Mr Glenn Poswell as a non-executive Director of the Company's Board.

The Directors are not aware of any other matter or circumstance which has arisen since 31 December 2023 that has significantly affected or may significantly affect the operations of the Company in subsequent financial years, the results of those operations, or the state of affairs of the Company in future financial years.

Independent Auditor's Report

To the shareholders of Touch Ventures Limited

Report on the audit of the Financial Report

Opinion

We have audited the ***Financial Report*** of Touch Ventures Limited (the Company).

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

- giving a true and fair view of the Company's financial position as at 31 December 2023 and of its financial performance for the year ended on that date; and
- complying with *Australian Accounting Standards and the Corporations Regulations 2001*.

The ***Financial Report*** comprises:

- Statement of Financial Position as at 31 December 2023
- Statement of Profit or Loss and Other Comprehensive Income, Statement of Changes in Equity, and Statement of Cash Flows for the year then ended
- Notes, including a summary of material accounting policies
- Directors' Declaration.

Basis for opinion

We conducted our audit in accordance with *Australian Auditing Standards*. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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 *Corporations Act 2001* and the ethical requirements of the *Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the Financial Report in Australia. We have fulfilled our other ethical responsibilities in accordance with these requirements.

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.

This matter was 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 this matter.

KPMG

Valuation of financial assets at fair value through profit or loss ($49,203,000)	
Refer to Note 8 to the Financial Report	
The key audit matter	**How the matter was addressed in our audit**
Financial assets at fair value through profit or loss comprise investments in equity securities and other financial instruments ("investments"). Valuation of investments is a key audit matter due to the: • Size of the Company's portfolio of investments. These investments represent 45% of the Company's total assets at year-end; • Importance of the performance of these investments in driving the Company's investment income and capital performance, as reported in the Financial Report; and • The investment classification as 'Level 3' in accordance with AASB 13 *Fair Value Measurement*. The measurements of Level 3 financial assets are based on unobservable inputs which requires a higher level of judgement. We have focused on this area due to the value and the inherent judgement involved in determining the fair value of investments. We involve our valuations specialists to supplement our senior audit team members in assessing this key audit matter.	Our procedures included: • We assessed the appropriateness of the accounting policies applied by the Company, including those relevant to the fair value hierarchy of investments against the requirements of the accounting standards. • For new investments made during the year, we compared the initial value, as recorded in the general ledger, to the underlying contractual arrangements. • For investments held at year end, we utilised our valuation specialists and challenged management's fair valuation assessment of each investment which were derived from various valuation techniques such as comparable trading multiples, price of recent investments, net asset values and industry valuation benchmarks and management's analysis of business performance of each investment. • We evaluated the Company's disclosures of investments, using our understanding obtained from our testing, against the requirements of the accounting standards.

Other Information

Other Information is financial and non-financial information in Touch Ventures Limited's annual report which is provided in addition to the Financial Report and the Auditor's Report. The Directors are responsible for the Other Information.

Our opinion on the Financial Report does not cover the Other Information and, accordingly, we do not express an audit opinion or any form of assurance conclusion thereon, with the exception of the Remuneration Report and our related assurance opinion.

In connection with our audit of the Financial Report, our responsibility is to read the Other Information. In doing so, we 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.

We are required to report if we conclude that there is a material misstatement of this Other Information and based on the work we have performed on the Other Information that we obtained prior to the date of this Auditor's Report we have nothing to report.

Responsibilities of the Directors for the Financial Report

The Directors are responsible for:

- preparing the Financial Report that gives a true and fair view in accordance with *Australian Accounting Standards* and the *Corporations Act 2001*
- implementing necessary internal control to enable the preparation of a Financial Report that gives a true and fair view and is free from material misstatement, whether due to fraud or error
- assessing the Company's ability to continue as a going concern and whether the use of the going concern basis of accounting is appropriate. This includes disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless they 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 objective is:

- to obtain reasonable assurance about whether the Financial Report as a whole is free from material misstatement, whether due to fraud or error; and
- to issue an Auditor's Report that includes our opinion.

Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with *Australian Auditing Standards* will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error. They 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 the 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

In our opinion, the Remuneration Report of Touch Ventures Limited for the year ended 31 December 2023, complies with *Section 300A* of the *Corporations Act 2001*.

Directors' 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 responsibilities

We have audited the Remuneration Report included in pages 22 to 35 of the Directors' Report for the year ended 31 December 2023.

Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with *Australian Auditing Standards*.

KPMG

Kristen Peterson

Partner

Sydney

14 February 2024

Directors' Declaration

1. In the opinion of the Directors of Touch Ventures Limited (the 'Company):
   a) The Financial Statements and notes that are set out on pages 37 to 65, and the Remuneration Report in pages 24 to 35 in the Directors' Report, are in accordance with the *Corporations Act 2001*, including:
      (i) giving a true and fair view of the Company's financial position as at 31 December 2023 and of its performance for the financial year ended on that date; and
      (ii) complying with Australian Accounting Standards and the *Corporations Regulations 2001; and*
   b) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.
2. The Directors have been given the declaration required by section 295A of the *Corporations Act 2001* from the Chief Executive Officer and Chief Financial Officer for the financial year ended 31 December 2023.
3. The Directors draw attention to Note 2(a) to the Financial Statements, which includes a statement of compliance with International Financial Reporting Standards.

Signed in accordance with a resolution of the Directors:

Michael Jefferies

Non-Executive Director and Chairman

Sydney

14 February 2024

Shareholder Information

as of **31 January 2024**

Number of holders of equity securities

Ordinary share capital

704,877,705 fully paid ordinary shares are held by 1,812 individual shareholders. All issued ordinary shares carry one vote per share.

Options and performance rights

17,000,000 options are held by 9 individual option holders and 16,162,500 performance rights are held by 5 individual performance rights holders. Options and performance rights do not carry a right to vote.

Distribution of shares

Holder name	Ordinary shareholders
Number of shareholders holding:	
1-1,000 shares	138
1,001 – 5,000	537
5,001 – 10,000	266
10,001 – 100,000	598
100,001 or more shares	273
Total number of shareholders (entitled to one vote per share)	1,812
Number of shareholders holding less than a marketable parcel	721

Substantial shareholders (as disclosed in the substantial holder notices)

Holder name	Ordinary shareholders
Gannet Capital Pty Ltd	125,520,438
Woodson Funds[27]	71,203,069
Thorney Technologies Limited[28]	60,892,493
ICM Limited[29]	50,566,796

27. Woodson Capital Master Fund LP, Woodson Capital Partners II and Woodson Capital Partners LP (together the Woodson Funds)
28. Thorney Technologies Ltd and Tiga Trading Pty Ltd (together the Thorney Technologies Limited)
29. Utilico Emerging Markets Trust Plc and Associates (together ICM Limited)

20 largest shareholders of ordinary shares

Holder name	No. of shares	% of total issued Shares
Gannet Capital Pty Ltd	125,520,438	17.81
UBS Nominees Pty Ltd	60,892,493	8.64
Woodson Capital Master Fund LP	43,798,750	6.21
J P Morgan Nominees Australia Pty Limited	36,575,064	5.19
Touchcorp Limited	32,490,378	4.61
HSBC Custody Nominees (Australia) Limited - A/C 2	24,953,069	3.54
Bodhi Investment Limited	18,629,395	2.64
Citicorp Nominees Pty Limited	17,862,360	2.53
Mr Peter Karl Christopher Huljich & Mr John Hamish Bonshaw Irving	14,893,279	2.11
Rubino Group Pty Ltd	13,393,623	1.90
Mr Christopher Peter Huljich & Mrs Constance Maria Huljich & Mr Peter Karl Huljich	13,386,590	1.90
Ingot Capital Investments Pty Ltd	11,233,481	1.59
Norfolk Enchants Pty Ltd	10,250,508	1.45
Mutual Trust Pty Ltd	9,668,182	1.37
HWM (NZ) Holdings Limited	9,433,409	1.34
Michael Jefferies & Julie Jefferies	9,159,654	1.30
HSBC Custody Nominees (Australia) Limited	8,438,827	1.20
Thirty-Fifth Celebration Pty Ltd	7,355,052	1.04
Crassula Ovata Pty Ltd	6,605,706	0.94
Bicheno Investments Pty Ltd	5,000,000	0.71
	479,540,258	**68.03**

Corporate Directory

Touch Ventures Limited

ACN 612 559 958

Company website

www.touchventures.com

Directors

Michael Jefferies, Non-Executive Director and Chairman

Jim Davis, Non-Executive Director

Sophie Karzis, Non-Executive Director

John McBain AO, Non-Executive Director

Glenn Poswell, Non-Executive Director

Company Secretary

Alyn Tai

Registered office

Gateway Tower

Level 36, 1 Macquarie Place

Sydney NSW 2000

Australia

Auditors

KPMG

Level 38, Tower Three

300 Barangaroo Avenue

Sydney NSW 2000

Australia

Share Registry

Link Market Services Limited

Level 12, 680 George Street

Sydney NSW 2000

Australia