

# Annual Report FY2021

ABN 67 644 430 839



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**hipages Group** creates **effortless solutions** that **help tradies streamline** and **grow their business** and **delight their customers.**

The **company's vision** is to **become the most trusted partner** in the **trade industry.**



# Purpose and values

**hipages Group is inspired and driven by its purpose of transforming the trade industry, building better lives for everyone.**

**This purpose guides the company's decision making and provides clarity for its team members and customers. hipages Group develops innovative technology innovatively to deliver simplicity and trust to the on-demand trade economy.**



## Service

**We enjoy exceeding expectations**



## Innovation

**We constantly challenge the way things are done**



## Being genuine

**We are real people who breathe life into the brand**

**As the company drives towards its purpose, team members are motivated to live by its values.**

Underpinned by the hipages Group's DNA to 'Make it happen', the company's values are used to assess value-alignment in the recruitment process, guide decision making, assess individual and team performance, and be the cornerstone of its reward and recognition programs.



## Value

**We don't hold back in adding value**



## Collaboration

**We bounce ideas around and respect each other**

# People & Culture highlights

The inclusive, diverse, collaborative 'one team' culture, together with ensuring hipages Group has an empowered team of the best and brightest, is the secret behind the company's business success and high team engagement levels.

**Named #2**

Best Employer  
in Australia

Best Place to Work 2021  
under 200 employees

**ZERO** same role pay gap

**24%** increased investment  
in career development over past 2 years

**23%**

of **new hires** are  
referred by **existing**  
**employees**

**88%**

overall employee  
engagement **+5% YOY**

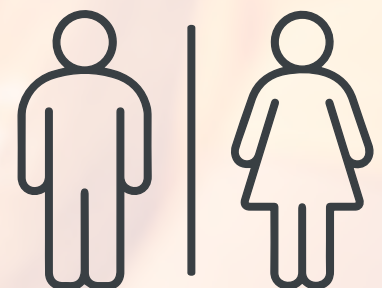


**221**

team members  
**+13% YOY**

**55:45**

**gender diversity**  
**across company**



**84%**



**of employees say** their direct manager is a 'great leader'

**100  
hours+**

of **1:1 coaching** by dedicated internal Senior Talent Development Manager to **support accelerated career development.**

**Senior Leadership Team**

has gender parity

**92%**

leaders attendance rate at leadership programs, showing commitment to excellence.

**66+  
eNPS**

(employee Net Promoter Score)

**+26 points YOY**

**93%**

team members say hipages Group is a great place to work.

**+3% YOY**

**100% Team Participation**

in Development via face-to-face learning, on-the-job training and online resources (LinkedIn Learning and Go1)



“hipages Group has **developed**  
**a unique and entrepreneurial culture**  
united **around our vision.**”





# Letter from the Chair

Dear fellow shareholder,

On behalf of the hipages Group Board of Directors, I am pleased to present the Company's Annual Report for FY21, hipages Group's first year as a public company.

The past year has been a successful one for hipages Group, despite the challenging macroeconomic and operational conditions Covid-19 has presented for individuals and trade businesses across Australia. I am proud of hipages Group's strong performance throughout the year, and even more so of the team's commitment to supporting its customers – tradies and consumers – through such a challenging time.

The pandemic has created some trends of its own and accelerated others, including many which hipages Group was well placed to leverage. The current demand for tradies in Australia is unprecedented due to a range of factors and evolving ways Australians live and work. As we are spending more time at home and the value of properties has risen to record levels, discretionary consumer spending on the home has strongly increased in the past twelve months.

We have also seen an acceleration in the rate of adoption of digital technology, with a rapid migration to online channels for both tradies and homeowners. While home improvement is traditionally rooted in the physical world, jobs that would usually be advertised on traditional media and negotiated in person or over the phone are now being captured online. This trend towards higher digital adoption has been a major validation of hipages Group's model.

**Our strategy is simple. We will continue to invest in our core technology to improve the experience of tradies and consumers, while growing the substantial network of customers we have already created.**

Additionally, in FY21, hipages Group successfully accelerated the transition of its tradie product offering from the legacy transactional model to a subscription-only service, a process that will be complete by the end of FY22. This transition is important as it creates an opportunity for hipages Group to provide more value-added products and services to its tradie base, while increasing the average revenue per tradie. Further, the team managed costs well during the year and delivered increased operating margins while cementing hipages Group's market leadership position.

March this year marked my first anniversary as hipages Group's Chair. It has been highly satisfying to watch the business grow in size and capability and see the management team develop and execute a winning strategy. hipages Group has a clear vision for the future of home improvement and trade services, carried by a real purpose which the Board of Directors and myself are proud to be a part of.

This will include developing our platform so that tradies get the most value, allowing them to focus on what they do best: their craft. Further, we will continue to invest towards growing our brand to ensure hipages Group remains Australia's largest online tradie marketplace and Software-as-a-Service (SaaS) provider connecting tradies with residential and commercial consumers across the country. All this while continuing to identify adjacencies to further transform the trade industry.

hipages Group has developed a unique and entrepreneurial culture united around our vision to be the most trusted partner in the trade industry. The Company has a commitment to diversity and inclusion and, as a result, has managed to attract some of the industry's most talented people, supporting its ongoing success.

On behalf of the Board, I would like to thank Roby and the hipages Group team for their unwavering commitment and success in FY21.

Yours sincerely,



**Chris Knoblanche AM**  
Non-Executive Chair



“The **opportunity** in the **on-demand tradie economy** is huge and with hipages Group being the **clear leader** in the **marketplace** category, we can see the **benefits** emerging in our key **financial** and **marketplace** metrics.”



# Letter from CEO

Dear fellow shareholder,

FY21 has been a momentous year for hipages Group, having commenced a listing process in August last year and successfully listed on the ASX on 12th November 2020.

We then made a bold decision to take hipages Group onto the next phase of its growth journey as a public company amid a difficult macroeconomic environment. Such is our belief in the strength of our business. The fact that we were able to upgrade our Prospectus forecasts for Revenue and EBITDA, and subsequently achieve that upgraded guidance, justifies our conviction.

Creating a large and functional network of tradies across all of Australia is no easy task, while generating the flywheel effect of a successful marketplace is even harder. It takes time, persistence and resilience to achieve success and we are very pleased to have demonstrated this vision clearly in FY21.

The opportunity in the on-demand tradie economy is huge and with hipages Group the clear leader in the marketplace category, we can see the benefits emerging in our key financial and marketplace metrics.

**In FY21 hipages Group delivered record revenue of \$55.8 million and Pro Forma EBITDA of \$11.7 million.**

This strong result is due to the meaningful changes we have made in the business and careful execution of our strategy. Specifically, we are moving away from transactional products and transitioning to a subscription-only model, while retaining a careful focus on cost management. Today, 90% of our tradie customers are on a subscription package and this transition will be complete by the end of FY22.

During the year, we grew our number of subscription tradies by 12% to over 31,000, solidifying our position as Australia's largest online tradie marketplace. Due to our strong investment in our brand, we saw our consumer and tradie brand awareness increase respectively to over 55% and 49% of our target audiences. We also received over 1.53 million job requests through our online platform and mobile app, demonstrating how powerful the marketplace is at scale.

Like any two-sided marketplace, hipages nurtures two different types of customer. We support both consumers and tradies who use our platform by effortlessly removing pain points across hundreds of varied trade categories and services across Australia.

For hipages Group, ensuring the success of Australian tradies is paramount. This showcases the value of our core platform, with tradies staying as customers for longer, and also providing opportunity for us to offer them new ancillary products and services, ultimately opening new revenue streams.

To this end, we launched our field service software, branded Tradiecore, in June this year. Tradiecore is a Software-as-a-Service (SaaS) product that helps tradies optimise their business, simultaneously enhancing the experience for their clients. The mobile-first SaaS product will provide key functionalities spanning from quoting and invoicing through to scheduling, while also providing tradies with critical business insights which will enable them to operate more efficiently and at higher capacity. We will commence commercialisation in FY22.

The launch of Tradiecore is important for hipages Group for several reasons. Firstly, we expect this product will materially enhance the stickiness to our platform as tradies recognise the power of its value-added features and insights. Secondly, the efficiencies provided by the technology will create additional capacity for tradies, which in turn means more supply to match the huge demand for home improvement and home services that we expect to continue to capture on the hipages platform, fuelled by a robust Australian economy.

The move to a subscription model and the launch of Tradiecore are important steps in hipages Group's evolution to a full-service SaaS model and solution for tradies, supporting our vision to be the most trusted partner in the trade industry.

In FY21 we also made significant investments in our people, including improved learning and development opportunities. Further, we made key operational changes to help our team members work effectively in an ever-changing working environment, by transitioning from a traditional office-based way of working to a hybrid flexible working model. Not only has this made our business more adaptable and resilient, it also positions hipages Group as an employer of choice for talent within a highly competitive technology industry.

We are proud to have been recognised as one of Australia's best places to work, which is a great achievement, as our team members are critical to everything we do. I would like to thank and acknowledge the amazingly talented and passionate team at hipages Group, without whom we would not have been able to achieve such a strong result in FY21.

I am so proud of the business we have shaped and the results we have achieved this year. There are still many more opportunities ahead of us, which we are strongly positioned to capture. We will continue to invest towards improving our capabilities, growing our brand and pushing relentlessly to further hipages Group's market leader position and drive long-term sustainable growth. Ultimately, we will keep transforming the trade industry, building better lives for everyone.

Thank you for your continued support.

Yours sincerely,



**Robert Sharon-Zipser**  
CEO & Director

# FY21 in review

“I am **so proud of the business** we have shaped and the **results we achieved** this year.”

Robert Sharon-Zipser, *CEO & Director*

**\$11.7 million**  
Pro Forma  
EBITDA



**\$5.2m**  
Monthly recurring  
revenue  
**+27%**

Financial performance  
(Includes GST)

**\$55.8m**

Total revenue  
**+19%**



**\$1.2 million**

Pro Forma Net profit after tax  
**up from (\$4.2m)**

# 93% team members

say hipages Group is a great place to work **+3% YOY**

## 1 in 4

new hires join hipages Group via internal referral



## Rank #2

in Best Places to Work Award

under 200 employees



### Consumers

Increase in relation to FY20

## 1.53m

Jobs posted

**+12%**

**BRAND awareness**

**49%**

Tradie

**55%**

Consumer

## 64% Jobs

From repeat consumers

## 31.2k

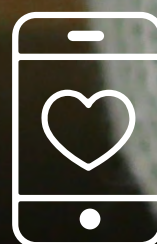
Subscription tradies

**+12%**



## One job posted

every 20 seconds on average



**Tradiecore launch to support tradies**

## Operational highlights



### Subscription model

*The transition to a subscription model continues to drive strong growth in recurring revenue, now accounting for 94% of total revenue, as more subscription tradies join the platform at higher price points and existing tradies ascend.*

#### Successful transition to subscription

Over the past year, the company has continued to pivot the hipages business model from a transactional pay-per-lead model to a pure-play subscription-based service. Moving to a subscription model has given hipages Group a greater opportunity to grow and diversify its offering. It has enabled the company to unlock more value for its subscribers and ultimately transition to a Software-as-a-Service platform, which enables the Group to constantly add new services and features that serve the needs of tradies and homeowners. Monthly Recurring Revenue increased by 27% in FY21 to reach \$5.2m at June 2021, as subscription tradies increased by 12% to 31.2k and the Total Tradie ARPU increased by 29% to \$1,536 in FY21

#### Flexibility and Loyalty

In the hipages subscription offering, customers are given flexibility in their subscription package as well as the ability to pause their subscription. Through the subscription model, whilst the company gains stability through recurring revenue, hipages Group has had the opportunity to build loyalty and expand its services to also better serve its customer needs. The robust data insights also allow the company to constantly improve the subscriber experience.

The migration of the remaining transactional tradie base to the subscription product is performing ahead of expectations and is expected to be complete by the end of FY22.

## Customer growth and brand

*The trade industry is a significant part of the Australian economy, with over 257,000 trade businesses, employing more than 1.1m people.\**

The total spend with tradies equates to more than \$110b per annum across residential and commercial categories. The hipages marketplace is very well placed to capture interest from new and existing customers - tradies and consumers.

In FY21, hipages Group has benefited from two key aspects for customer growth, brand awareness and the flywheel effect.

### Brand Awareness

Firstly, the company's ongoing commitment to building brand awareness:

- For consumers, brand awareness sits at 55%, which is up from 45% YOY, following another successful sponsorship of The Block in 2020 and further investment in H2.
- For the tradie audience, the company has seen strong growth in brand awareness to 49%, up from 35% YOY by successfully testing new media channels to reach tradies

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# 14pt

Increase in tradie brand awareness

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### Flywheel Effect

Secondly, hipages Group benefits from the flywheel effect driven by strong growth on both sides of the marketplace:

- In FY21 there were over 1.5m jobs posted on the hipages marketplace, with the top five categories being handyman, plumbing, electrical, fencing and painting.
- With over 3.5 million Australians having posted a job on hipages, the company saw repeat customers making up 64% of all jobs in FY21, up from 59% in FY20.
- During FY21 the company also saw 547,000 jobs from new consumers to the platform - another benefit of ongoing investment in brand and effective conversion activity in digital channels.

By the end of FY21, hipages Group has more than 31,200 subscription tradies on the hipages platform, representing 90% of the total tradie member base. Tradie customers are provided with seven-day-a-week customer service, with customers on a \$199 subscription and above also receiving the benefit of a dedicated Account Manager. At the end of FY21, more than 10,000 tradies were account managed.

By the end of FY22, the tradie member base will be 100% subscription, delivering revenue certainty for hipages Group and better value for tradies. Similarly, with more than ten million homes in Australia, plus significant opportunities in the commercial sector, there remain substantial growth opportunities into FY22 and beyond.





## Tradiecore

*In FY21, hipages Group developed Tradiecore, a SaaS platform that enables tradies to optimise their business.*

A stand-alone product, Tradiecore is destined to be available to all tradies in Australia, to manage all their jobs and customers in one place, enabling them to concentrate on their trade and win more work.

[www.tradiecore.com.au](http://www.tradiecore.com.au)

### Helping tradies optimise their business

One in four tradies claim to have been forced to give up jobs due to the burden of admin, equating to around \$120k p.a. of lost work per tradie. Tradies also spend an average of 14 hours per week dealing with their admin - time they are not spending on the tools to grow their business, or with their families.\* Tradiecore is aiming at helping tradies to become more business savvy for them to optimise their business operations. After extensive customer research, our approach to building this new product is truly customer-centric and designed to answer tradies' needs. Indeed, Tradiecore is built on simple, easy-to-use features along with automation of customer service touchpoints.

### Business benefits of Tradiecore

Tradiecore will create a stickier tradie base as the product will be addressing pain points for their businesses, which are broader than new customer acquisition but span to quoting, invoicing, scheduling and getting tailored business insights.

Tradiecore is also the first step towards unlocking the wider on-demand tradie economy ecosystem, and can then be leveraged to offer ancillary services such as financial services, insurance products, procurement or education products. hipages Group has a long-term plan in mind, building on our strong experience, developing effortless technology solutions on its trade businesses.

Tradie members of hipages are currently being offered Tradiecore on a free trial as a value add to their hipages membership, allowing them to optimise their business even further. In FY22, the company will start commercialisation of the product. Tradiecore will also be available to all tradies, as the company pursues its vision of having more tradies across Australia use Tradiecore everyday to manage and optimise their business.

# TRADIECORE

\*EY Sweeney Research, 2018



## Technology

*At the core of the hipages Group, technology plays a key role in creating effortless solutions that help tradies streamline and grow their business and delight their customers.*

hipages, the technology-enabled marketplace, uses a proprietary algorithm to match tradies with consumers in local areas. This unique algorithm has been built using millions of data points pertaining to jobs collected on the hipages platform and refined over time, with the aim of producing the most optimal matches between tradies and consumers. This algorithm is a competitive advantage for hipages Group, as it creates an optimal experience for tradies and consumers.

### Technology that serves our customers

Upon joining the platform, tradies establish an online profile, providing them with a new way to attract potential clients and showcase images of their work, feature unique qualities of their business and display their credentials, alongside recommendations and ratings. For consumers, hipages provides a way to connect with qualified tradies based on expertise, availability and location. Consumers receive up to three connections with tradies and can communicate with them, compare pricing quotes and rate their profiles, all through the platform.

In addition, hipages Group has a technology-led tradie onboarding process which verifies tradies for relevant licences and ABN registrations. The platform also supports other ancillary services, such as payments for completed work and instant messaging between consumers and tradies.

### Machine Learning Algorithm

A highlight of FY21 was the enhancement of the company's Machine Learning Algorithm to help customers identify the right trade category for their job, realising that while many homeowners knew the job they needed to get done, they didn't necessarily know the right type of tradie they needed. So rather than specifying the trade category a customer needed, the company shifted its thinking to a simple ask - 'describe the job you need to be done or the problem you have'.

Using millions of problems that its customers have described, alongside knowledge of how these problems have been solved, the hipages team created AI that matches the problem with the skills and specialisms required to solve it. This matching takes 1/250th of a second providing customers with a quick and simple way to find the best tradies for their job.

Additionally, hipages Group employs modern technology practices, leverages AWS (Amazon Web Services) best practices and promotes a 'DevOps' culture. To support the further expansion of its platform, hipages Group has a comprehensive product and development framework with cross-functional delivery teams.

# technology



## Covid response

*The Covid-19 pandemic had an impact across most categories in Australia and that was certainly the case for the trade industry.*

For homeowners, the pandemic sparked a universal drive towards contactless, e-commerce solutions, accelerating the broad adoption of digital tools, which hipages Group believes will be maintained into the future. This opens the door for more users to find new and innovative methods to solve home improvement problems, evidenced by the fact that more than 547,000 jobs were posted by new customers experiencing the hipages product for the first time in FY21.

Additionally, the result of spending more time at home seemingly exposed more homeowners to the lingering jobs that were necessary to keep their home safe, secure and comfortable. In Q1 and Q2 of FY21 there was a home improvement boom, which hipages was able to track by monitoring YOY job posting trends on the platform.

Further, the Federal Government construction stimulus package, known as the HomeBuilder Grant, encouraged homeowners to invest to build or improve their homes.

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**12%**  
increase in jobs  
vs FY20

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hipages Group supported the renovation boom by providing homeowners with relevant content, such as price guides, to assist them in the planning stage of the process. The company also educated them about safely engaging with a tradie in a Covid-safe manner, encouraging them to use tools such as the ability to attach photos of the job via the hipages app.

For tradies, their apprehension during Q4 of FY20 was replaced with high demand for their services in early FY21. Whilst it was critical to maintain Covid-safe practices, many trade categories were difficult to source, leading to further growth in jobs posted to the hipages platform. Of course, some markets were impacted by further restrictions, particularly Victoria, where tradies were apprehensive about the working conditions.

### **The response from hipages Group was to:**

- Provide timely updates as local restrictions changed
- Allow impacted tradies to pause their accounts
- Apply invoice credits for tradies in financial hardship
- Run a 50% lead price discount in Victoria during August 2020

Like consumers, tradies accelerated their digital adoption. In fact, 29% of tradies increased their use of digital platforms and were turning to technology to support their business, with health and safety at the forefront\*.



Underpinning the core strength of the hipages business subscription model and the resilience of the market, Victoria bounced back quickly from both the initial national lockdown and the state-specific restrictions across both sides of the marketplace. The chart on the right shows the bounceback for both jobs and tradie registrations leads in Victoria for FY20 and FY21.

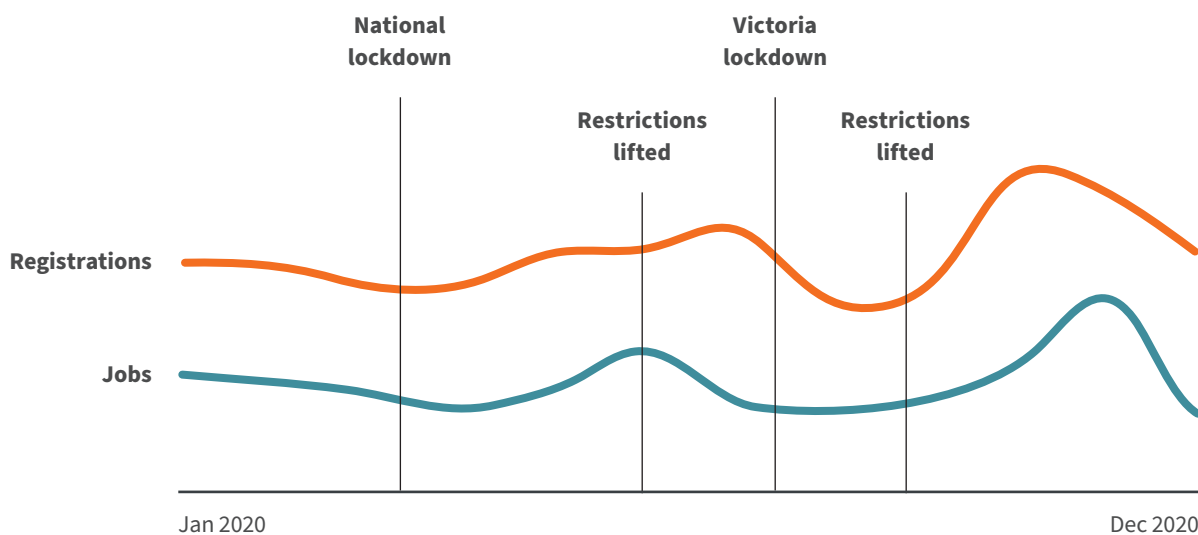
\*L.E.K. Consulting Research commissioned by hipages surveyed 562 tradespeople in August 2020 to understand the responses to the pandemic by trades and the uptake of relevant government support packages.



# covid response

## Victoria marketplace activity 2020

Note: Scale = jobs x100



# Financial highlights

FY21 growth vs FY20

## Revenue

**\$5.2m**

MRR<sup>1</sup>

**+27%**

**\$52.7m**

Recurring revenue

**+25%**

**\$55.8m**

Total revenue<sup>2</sup>

**+19%**

## Profitability

**85%**

Gross margin<sup>3</sup>

**FY20: 79%**

**\$11.7m**

EBITDA<sup>4</sup>

**+91%**

*EBITDA margin 21%*

**\$1.2m**

NPAT<sup>5</sup>

**+128%**

## Key drivers

**31.2k**

Subscription tradies

**+12%**

**\$1,536**

Total Tradie ARPU<sup>6</sup>

**+29%**

**1.53m**

Job volume

**+12%**

# Financial summary

	FY21	FY20	Var (%)	FY21F Upgrade	Var (%) <sup>7</sup>
<b>Financial Summary</b>					
Total revenue (\$m)	55.8	46.9	19%	55.7	-
Recurring revenue (\$m)	52.7	42.2	25%	52.6	-
Recurring revenue % Total	94%	90%	4pts	94%	
Operating expenses <sup>8</sup> (\$m)	(44.3)	(40.8)	9%	(44.4)	-
EBITDA <sup>4</sup> (\$m)	11.7	6.1	91%	11.5	2%
EBITDA <sup>4</sup> margin	21%	13%	8pts	21%	-
NPAT (\$m)	1.2	(4.2)	128%	0.3	285%
<b>Key Operational Metrics</b>					
MRR <sup>1</sup> (\$m)	5.2	4.1	27%	5.3	-1%
Job volume (m)	1.53	1.37	12%	1.55	-1%
Subscription tradies ('000s)	31.2	27.9	12%	31.2	-
Total Tradie ARPU <sup>6</sup> (\$)	1,536	1,194	29%	1,525	1%

1. Monthly Recurring Revenue @ June 2021 (includes GST).

2. FY21 revenue represents Statutory and Pro Forma revenue. FY20 Statutory revenue includes discontinued operations.

3. Gross profit margin includes total revenue less cost of sales (consumer and tradie SEM spend and merchant fees).

4. Pro Forma EBITDA before significant items.

5. Pro Forma NPAT.

6. Average Annual Revenue per Tradie ("Total Tradie ARPU") is the annual operating revenue divided by the average of the opening and closing number of total tradies for the period.

7. FY21 Pro Forma actual compared to FY21 Pro Forma Upgrade.

8. Pro Forma operating expenses

# Strategy



As Australia's largest online tradie marketplace and SaaS provider, our purpose is to transform the trade industry, building better lives for everyone.

### Our vision

To be the most trusted partner in the trade industry

#### Goal #1

Get more work for tradies  
Increase job numbers, tradie subscriptions and improve Marketplace Efficiency

#### Goal #2

Grow a sustainable business  
Increase revenue and profitability

#### Goal #3

Improve employee advocacy  
Increase consumer and tradie and advocacy

### Strategic pillars



Building Trust



Delivering Simplicity

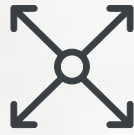
### Our values

Service, Innovation, Being Genuine, Value, Collaboration.

Our DNA: Make it happen

## Competitive advantage

hipages Group's capability to scale and strengthen its market leadership position in the trade industry provides further growth opportunities as it leverages the size of its customer base - tradies and consumers - already strong brand awareness and a solid subscription-only model.



**Large and growing** addressable market



**Evolving** to SaaS model and **expanding** into ancillary opportunities



Subscription-only product with **94% recurring revenue**



**Over 31k** subscription tradies onboard



Strong consumer brand **awareness of 55%**



**3.5m users** have posted jobs





# How hipages Group creates value

## Tradies

*Tradies are highly skilled at their craft, but have less well-honed skills in the areas of marketing, new business generation and customer management. Research conducted by EY Sweeney highlighted the key points of frustration for Australian tradies\*.*

The study also revealed that tradies surveyed spend an average of 14 hours a week on quoting and general admin and that one in four tradies have been forced to give up jobs for this reason in the past 12 months because of time spent on admin. This costs them an average of \$120,000 worth of business annually, varying by trade.

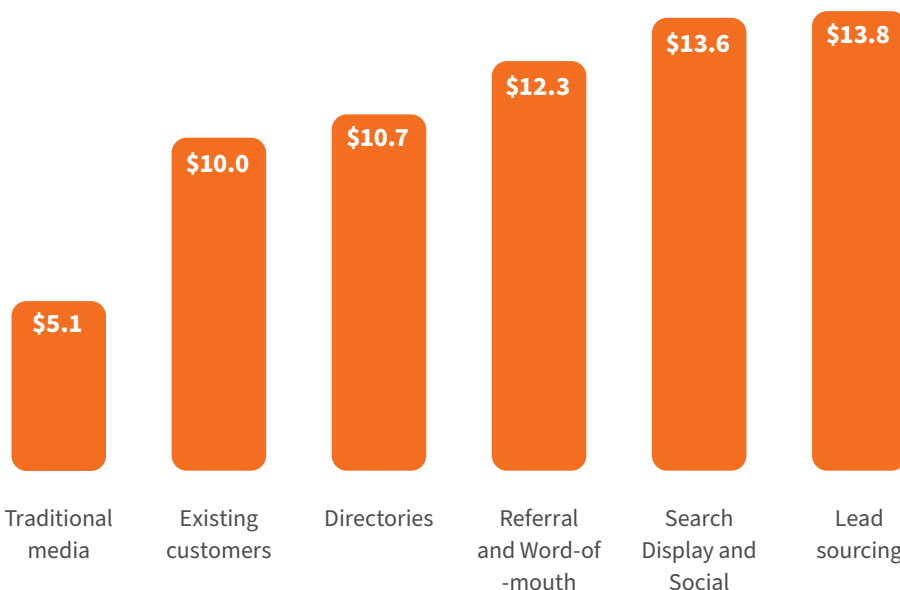
To remedy this situation, hipages delivers an effortless solution for tradies, creating value for their business and providing peace of mind. In FY21, more than 1.5m jobs were posted by homeowners looking for local tradies, which equates to around \$2.6b worth of completed work for tradies on the hipages platform. Further, research completed by Publicis Sapient in August 2020 shows that lead generation platforms such as hipages deliver the highest ROI for tradies, compared to other channels.<sup>1</sup>

We also know that tradies in Australia spend around \$1b a year to market their businesses, meaning there is substantial value that hipages Group can deliver by offering a more efficient, effortless way for trusted tradies to connect with Australians.

Additionally, with the launch of Tradiecore, the company will create further value for Australian tradies by enabling them to optimise their business. With smart customer management tools and valuable insights, Tradiecore will help tradies be more successful.

### Tradie ROI by channel<sup>1</sup>

1. Expected spend on home improvement services in 2021 (Publicis Sapient, August 2020)



### The main pain points for tradies are:

**37%**

Getting paid

**33%**

Preparing quotes

**33%**

Finding employees

**29%**

Payroll taxes

**29%**

Admin

\*EY Sweeney, Research on tradie and consumer pain points, 2018.

## Homeowners

*Research says that four in five Australians get stressed when considering home improvement\*.*

*The same report shows the key frustrations when completing work with tradies.*

hipages Group creates value for homeowners and other entities by offering an effortless way to connect with local, qualified tradies to secure quotes and commission work. When joining the platform, tradies are asked to provide their ABN and trade licence, when applicable. The company also conducts regular automated ABN and insolvency checks along with media and social media monitoring to ensure the utmost professionalism of the tradie members of its platform.

Homeowners can view the profiles for all connected tradies and read recommendations from previous clients. The platform also allows them to view photos of completed work by tradies. Application of such effortless digital tools was particularly valuable for users in FY21, as they thought contactless methods to find tradies, source quotes and complete work. The ability to take photos and attach them to a job often eliminated the need for an additional contact point during the engagement and quoting process.

The other value-add for homeowners is the confidence of knowing that hipages Group will support them in the rare instance of an issue with a tradie. The company's Trust & Quality team are skilled at guiding tradies and homeowners through a mediation process if expectations are not met.

# homeowners



The key frustrations for completing work with tradies are:

**48%**

Finding a reliable tradie who will show up on time

**45%**

Unforeseen and unexpected costs

**33%**

Don't like paying in cash

\*EY Sweeney, Research on tradie and consumer pain points, 2018.

## Partners

*As a leading authority in the Australian trade industry, hipages Group is well placed to add value to current and future partners in the broader ecosystem.*

A result of working with tradies across the country for more than 16 years, the company brings trust to partnerships. With more than 3.5m Australians having used hipages and over 31,200 tradie customers, the company has the scale to bring high quality customer connections to partners.

The current partner program aligns to some of the highest value verticals in the category and includes:

### Bunnings

Customers of Australia's largest hardware retailer can purchase a fixed price installation for eligible products including toilets, ceiling fans and more. They are then connected with available, local tradies to complete the installation.

### Ray White Concierge

Selling and buying property, then moving, is a stressful time for everybody involved. Via the Ray White Concierge, homeowners can post critical home improvement or removalist jobs during the buying and selling process to secure quotes from hipages tradies.

### NSW Department of Education

The NSW Department of Education has partnered with hipages to deliver the Local Trades Scheme. Together, the organisations are connecting trade businesses with NSW public schools, to make a selection of schools maintenance jobs more accessible to local businesses.

## Our people

*hipages Group adds value to its team members through providing meaningful, challenging work in an empowered and supportive environment where innovation, diversity and collaboration are encouraged.*

From substantial investment in career development to enabling participation in strategy development and promptly acting on team feedback, the company has created a highly engaged, high performing team where 97% of the team report they are willing to give extra effort to help hipages Group achieve business goals.

**97%**

of team members willing to give extra



# Overall strategic opportunity

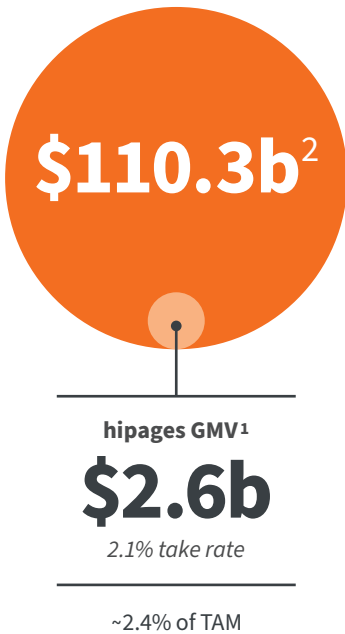
As seen below, there is a substantial Total Addressable Market (TAM) with a large opportunity to increase hipages Group’s market share:

- **Total TAM** - of the \$110b market spend with tradies, the company estimates that 2.4%, or \$2.6b, is currently commissioned via the hipages platform.
- **Advertising spend** - of the total spent by tradies to market their business, hipages Group currently only captures around 5%.
- **Tradie businesses** - hipages Group has an existing relationship with around 13% of the total market of 257,000 tradies in Australia.

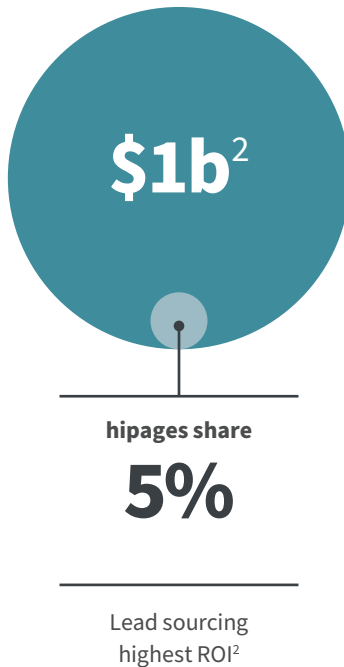
Opportunities exist for hipages Group to open new markets for tradie growth and deepen existing relationships by transforming the way tradies generate work and incur costs in their business.

Extensive research was conducted in 2021 to identify the total addressable market for the trade industry\*, enabling hipages Group to prioritise its strategic efforts. As a result, the company defined and sized the market into key verticals from which tradies source work and drive revenue, or spend to run and grow their business.

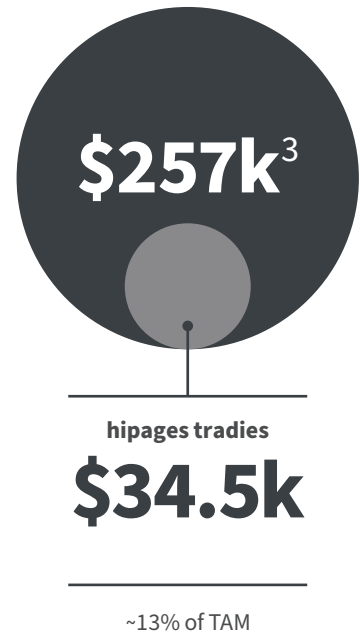
## Total addressable market



## Tradie advertising spend



## Number of trade businesses



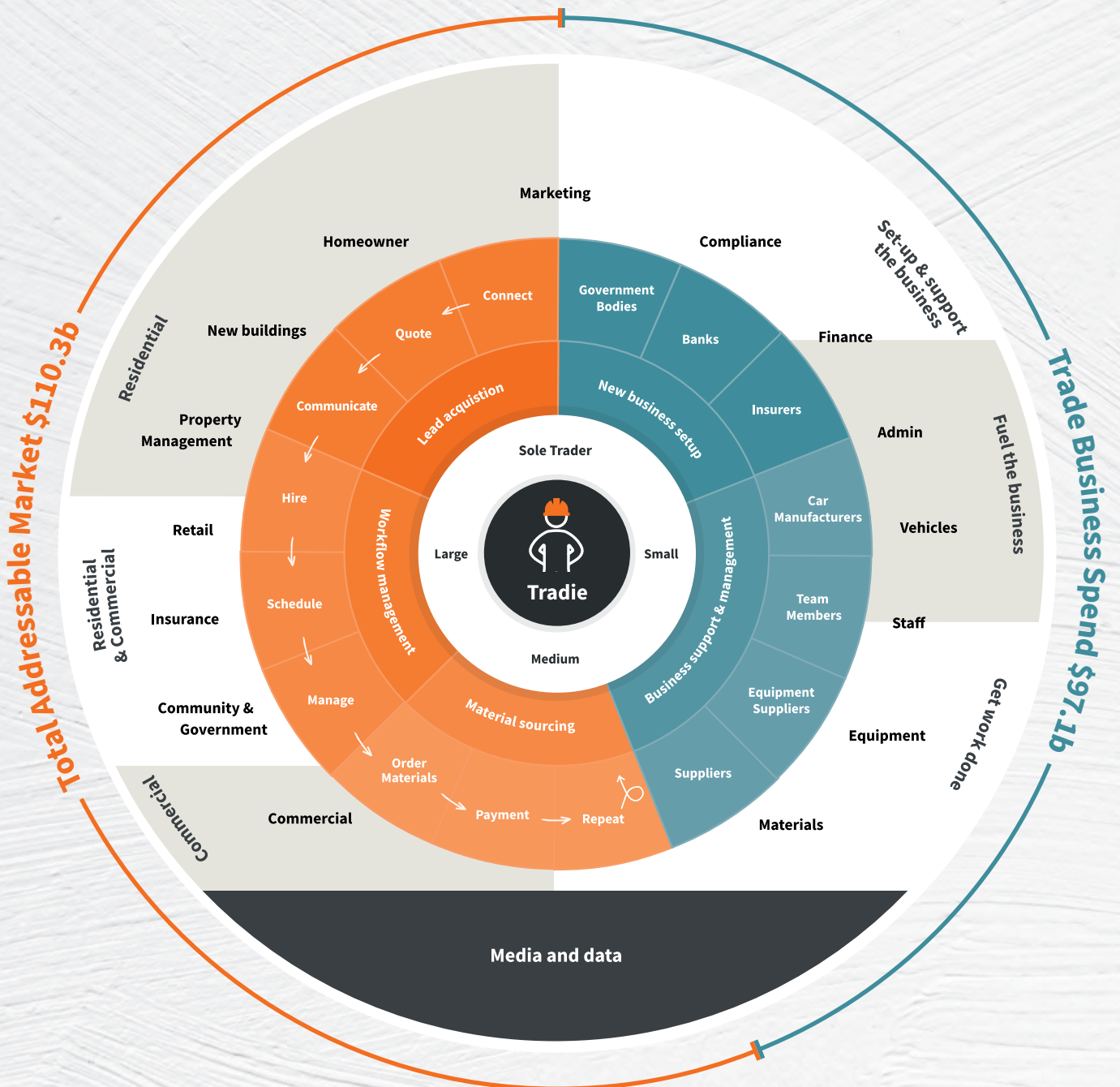
\*Source: Publicis Sapient, 2021

1. Estimated Gross Merchandise Value (GMV) in FY21 based on the estimated value of jobs completed on the HPG platform.

2. Return on Investment. Publicis Sapient, 2020.

3. Residential Trades Market (Publicis Sapient, September 2020); hipages Group Prospectus 2020, pp.28-31.

The company is able to combine the revenue and cost elements into a single ecosystem as depicted below.



# Total Addressable Market

The total addressable market for the trade industry is \$110.3b across residential and commercial segments, split by vertical as follows:

Total Addressable Market – \$110.3 billion						
Residential			Residential and Commercial			Commercial
Homeowner	Residential new builds	Residential property management	Retail	Insurance	Community and Government	Commercial property management
Maintenance Reports Renovation	Homes Apartments	Rental Properties Strata	Stores E-commerce	Claims	Charity Local, state and federal government	Offices Retail
<b>\$41.2b</b>	<b>\$31.9b</b>	<b>\$12.7b</b>	<b>\$0.6b</b>	<b>\$7.5b</b>	<b>\$8.0b</b>	
<b>\$85.8b</b>			<b>\$16.2b</b>			<b>\$8.3b</b>

## Homeowner

Work commissioned by owners of a residential property who make decisions about home improvement, maintenance and repair. This vertical includes self-managed investment properties.

## Residential new builds

Construction on new homes, apartments and other dwellings.

## Residential property management

Work commissioned by entities or third parties that manage residential properties on behalf of owners, including strata management.

## Retail

Work arranged within a retail ecosystem, either in-store or online, for products that require installation or assembly by a tradie.

## Insurance

Work commissioned by insurance providers for repairs or rebuild of property, both residential and commercial, to fulfil a claim.

## Community and Government

Repair and maintenance of properties owned by government or charity bodies, including Federal, State and Local government.

## Commercial property management

Work commissioned by entities that either own or manage commercial properties, including offices, retail and industrial properties.

# Tradie Business Spend

The other aspect of the trade industry is the costs incurred by tradies to build, run and grow their business. In total, Australian tradies incur costs of \$97.1b per annum to manage their business, split as follows:

Trade Business Spend \$97.1 billion							
Marketing	Compliance	Finance	Admin	Vehicles	Staff	Equipment	Materials
Traditional Online	Licensing and reputation Trade memberships Education CPE	Banking and finance Insurance	Technology Rent	Purchase Maintain	Admin Apprentices Trades and sub-contractors	Hire Purchase Maintenance	New home construction Renovation Maintenance and repair
<b>\$1b</b>	<b>\$3.3b</b>	<b>\$4.4b</b>	<b>\$3.4b</b>	<b>\$7.8b</b>	<b>\$46.5b</b>	<b>\$10.8</b>	<b>\$19.9b</b>

## Marketing

The promotion of trade businesses, including traditional methods such as print advertising or letterbox distribution, and online strategies such as lead generation platforms, social media and search.

## Compliance

Costs associated with licensing, regulation, training and education.

## Finance

Costs associated with banking, payments and insurance.

## Administration

Back-office costs such as rent, software and phones.

## Vehicles

Costs to purchase and maintain the vehicles that are essential for trades.

## Staff

Employees within the business including other tradies, apprentices and administrative staff.

## Equipment

The hire, purchase and maintenance of equipment used by tradies.

## Materials

The materials required for construction, renovation, maintenance and repairs across the seven industry verticals.

# Strategic execution

To provide structure to the business roadmap, opportunities are grouped into new and growth initiatives. These are underpinned by the data captured from hipages Group’s customers and sourced via third parties to enable superior customer experience and empowered decision making.

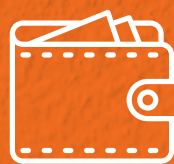
The strategy execution roadmap can be summarised as follows:

	FY20-21	FY22-23	FY24+
Grow core category	Marketing effectiveness		
	Subscription product		
	Operational excellence		
	Tradiecore will optimise experience for tradies and consumers		
	Enhanced product features		
	Medium to large Tradies		
	On-demand booking and fixed price services		
Expand category channels/partnerships	Retail		
	Community		
	New channel partners		
New category adjacencies	Payments		
	Financial Services		
	New adjacencies		
	Marketing and media / data		
Inorganic growth	Pursue inorganic opportunities that accelerate growth in a disciplined way		
Data innovation supporting key business growth drivers			



# Future trends

A number of trends, from technology to evolving consumer behaviours, are expected to strengthen hipages Group’s market-leading position and accelerate the transformation of the trade industry in the medium to long term:



<b>Low interest rates and property value<sup>1</sup></b>	<b>Trade industry a focus of Government policies<sup>2</sup></b>	<b>Disposable income spent on home improvement<sup>3</sup></b>	<b>Higher technology adoption<sup>4</sup></b>
<p>With the value of properties increasing consistently, combined with Australians having easier access to capital and low interest rates, the trade industry is set to remain a dynamic and growing section of the overall Australian economy.</p>	<p>Over the various lockdowns due to the Covid-19 pandemic, the construction industry has benefited from increased support from the Federal and State Governments. Tradies consistently remained listed as essential services and Government support focused on grants to stimulate construction and home improvement - a stance that can be expected to continue in the future.</p>	<p>With Australians spending more time at home due to lockdowns and hybrid ways of working adopted by companies - many due to remain in a post-covid world - the demand for home improvement is increasing. From building a home office to planning a home extension, homeowners will continue to spend their disposable income on their homes to make them safe and comfortable.</p>	<p>The Covid-19 pandemic has accelerated the rate of adoption of digital technology, with a rapid migration to online channels for both tradies and homeowners. This trend towards higher digital adoption has been a major validation of hipages Group’s model and consumer and tradie behaviours towards technology are expected to cement and grow.</p>

1. Austrade.gov.au  
 2. Australian Financial Review, HomeBuilder booms as household formation busts, 17 February 2021  
 3. Australian Bureau of Statistics, Household Impacts of COVID-19 Survey, 2021  
 4. Office of the NSW Building Commissioner, How digital ready is the construction industry? 2021

# People and culture



hipages Group's business success is built on the capability, dedication and 'one team' culture displayed by its team members in Sydney, Manila and Xian. Despite the challenges of a global pandemic, the turnover rate continues to improve YOY and the company has achieved record-high employee engagement results.

hipages Group was also placed #2 on Australia's Top 40 Best Places to work Award achieving a record employee Net Promoter Score of 66+ and 93% of the team describing hipages Group as a great place to work.

## Culture & engagement

Early on in the pandemic hipages Group was one of the first technology companies to implement safety protocols to get its office COVID-safe certified, allowing those team members who wanted to return to the office to do so. The company recognised that, to truly support the needs of the team, it needed to accommodate their diverse wants and needs as much as possible. This, along with noticing a decline in effective cross-team collaboration and innovation, led hipages Group to decide early to buck the trend of implementing fully remote work, and adopt a Hybrid work model (50% in-office and 50% remote), thus protecting its great culture. This commitment to provide the team with the 'best of both worlds' has proven very successful from an engagement and talent attraction perspective. The whole company is brought together for face-to-face cross-functional team collaboration activities twice per month and teams self-organise their in-office times based on individual needs.

The most recent employee engagement scores, with 88% company participation, show the company's focus and investment in its team, values and culture has been successful, notably:

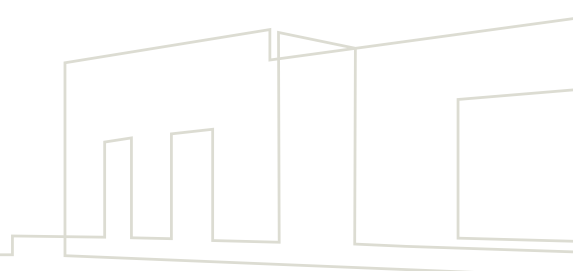
- **97%** of the team are willing to give extra effort to help hipages achieve business goals;
- **90%** of the team are proud to work at hipages Group;
- **90%** of the team view the leadership team as competent at running the business;
- **95%** of the team consider hipages Group a fun and friendly place to work;
- **93%** of the team would recommend hipages Group as a great employer;
- **94%** of the team feel they can be themselves at work;
- **88%** of the team report they want to continue to work at hipages Group for a long time;
- **96%** of the team believes hipages Group encourages and promotes diversity of backgrounds, talents and perspectives.

Still with high scores, but areas for future focus to improve include:

- **81%** "I feel I make a difference here"
- **77%** "I feel there is alignment between departments to achieve company goals"
- **77%** "I feel good about the way my company supports the community"

The company will address these areas via its entrenched and highly successful bi-annual team action group process which follows engagement surveys. This process involves team member representatives from each department to workshop, research and then recommend initiatives to implement.

\* 2021 WRK+ Best Place to work study.



## Innovation and team strategy input

Innovation is a core value of hipages Group, and the company encourages all team members to continuously look to improve how things are done and explore new opportunities. Having teams develop new ideas and experiment with future technology and products is central to forming a culture that understands and sees value in innovation and future planning. In FY21 all team members were invited to take part in the company's hackathon, working collaboratively on the problems or ideas within the business that they are passionate about. The teams then presented their innovative ideas to the company, Board members and external technology partners who judged the 'pitches' and selected winners in defined categories. Some of hipages Group's best innovations have originated from these hackathons.

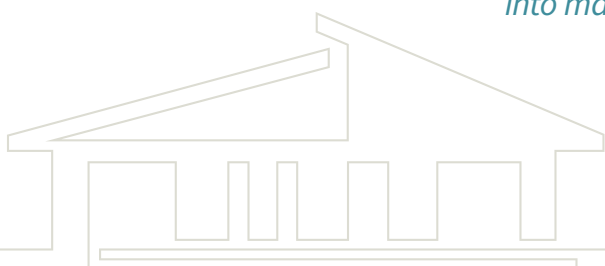
In addition, to further ensure the company is capturing the ideas and experience of everyone in FY21, all team members were invited to participate in cross-functional team annual strategy workshops. These gave the team an opportunity to provide feedback on early strategic plans and provide input on how best to achieve the strategic goals of each of the company's core strategic focus areas. This feedback then fed into senior leadership strategic planning and helped with team alignment to strategic goals and engagement with initiatives.

## Diversity and inclusion

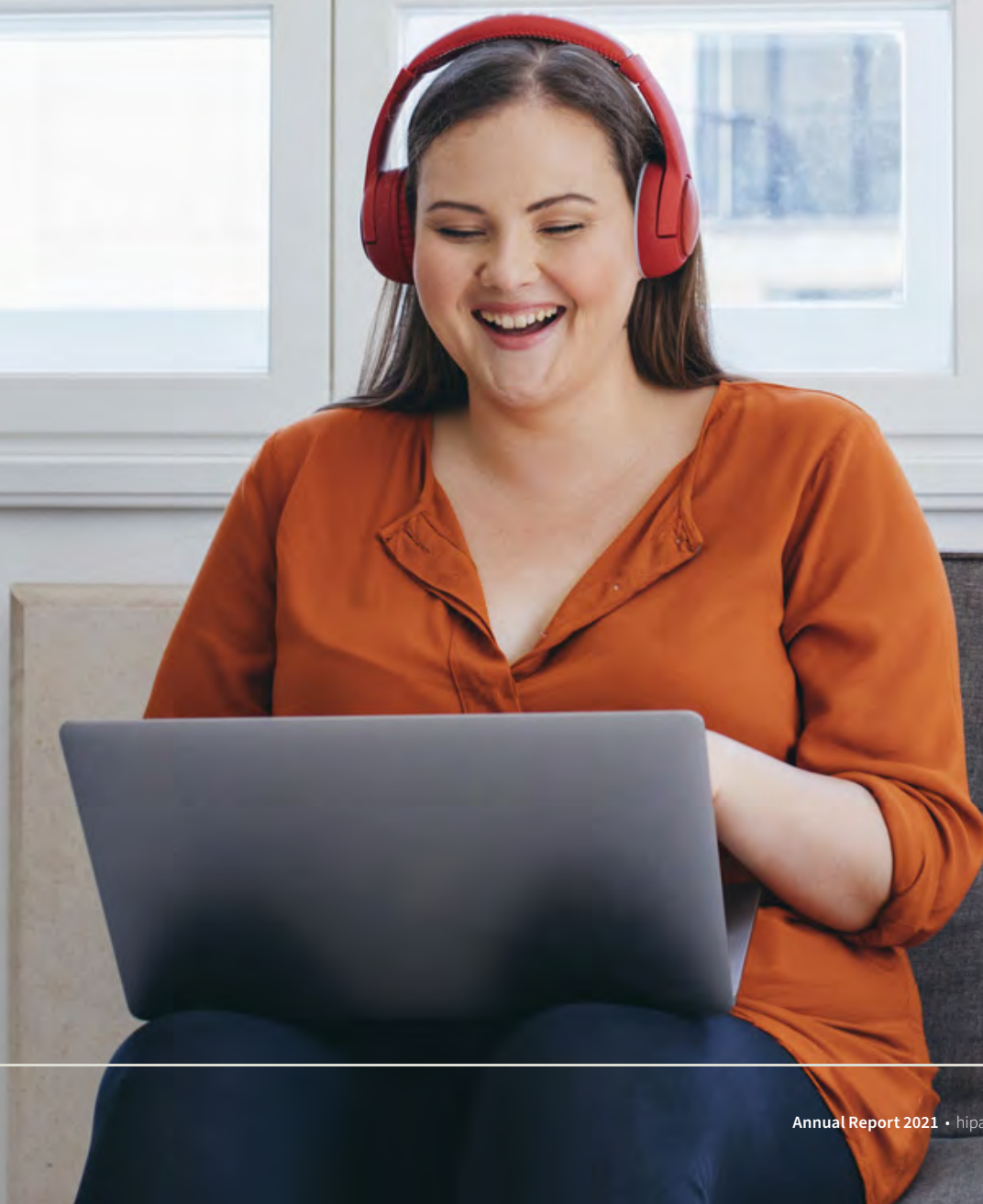
hipages Group prides itself on its inclusive culture and diverse workforce and being a D&I leader within the technology industry, which has historically been very male-dominated. The company is proudly diverse across all areas including gender, age, culture, ethnicity and sexual orientation. It has maintained company-wide ~50:50 gender diversity for the past 3 years, has zero same role pay gap and recognises that to have its Board (excluding the CEO) be 50% female and the Senior Leadership Team be 50% female is a great achievement. Each year the Board reviews progress against diversity targets to ensure the company proactively progresses in each area.

Diversity is a key contributor to the company's success and hipages Group has developed a clear diversity agenda, actively working to maintain and improve in selected areas (including disability employment and middle-management and technology gender diversity).

*hipages Group continues to offer an annual Women in Engineering STEM scholarship through the University of NSW as it believes that by supporting women at the start of their career, it will help promote equity in the field of Technology. The company is also developing a Women in Leadership program to encourage women to progress into management.*



**Innovation is a core value** of hipages Group, and the company **encourages all team members** to continuously **look to improve** how things are done and **explore new opportunities**.



## Talent development

hipages Group has increased investment in learning and development by 24% over the past two years, including ensuring a dedicated internal Senior Talent Development Manager to support accelerated development for the team. In FY21, the company provided 852 hours of face-to-face learning, on-the-job training, 1,345 hours of online training via LinkedIn Learning and Go1 and ensured 100% of the hipages Group team participated in learning.

The company invests in the career development of its team through two comprehensive talent development programs, *Achieve* for individual contributors and a multifaceted leadership development program called *Inspire*. In the last year its increased investment in talent development has helped 23% of employees achieve a promotion or move internally to further their career and has assisted the business to rapidly raise the quality of our leaders.

The company expanded the *Inspire* program to provide leaders with the skills needed to support their team through the pandemic, specifically managing remote teams, social and team connection and empathetic leadership. This resulted in a 3% YOY improvement in leaders' performance as rated in its externally run 360-degree feedback process (double the industry average). In its last employee engagement survey, 84% of the company's employees rated their immediate manager as a 'Great Leader'.

Initiatives in this space has seen hipages Group become a finalist in this year's HRD Awards, in the categories of Best Learning & Development program and Employer of Choice as well as contributing to the company ranking #2 in the Best Place to Work top 40 Australian employers.



## Corporate social responsibility

For a small to medium sized Australian business, hipages Group has much to be proud of when it comes to CSR.

On an individual level, the company encourages its team members to use their two days per annum of paid volunteering leave on causes they are passionate about and then to post about the experience on the social feed area of its People System to inspire teammates. Team members regularly get involved to support a variety of charity initiatives which the company assists them with by promoting internally and via our Charity Donation Matching program. The company also continues to support regular charity initiatives including the Kmart Wishing Tree, RU OK? Day, September, Movember and Australia's Biggest Morning Tea.

Recently, the company has determined to contribute more in the area of CSR and has formed a Corporate Social Responsibility Committee which includes representatives from across the company. The purpose of this committee will be to streamline CSR initiatives through a central place, ensuring team members do everything they can to realise the company's purpose.

## Health and wellbeing

The health and wellbeing of hipages Group's team members has always been paramount, and that has continued throughout the pandemic. The team has shown resilience but, more importantly, displayed the hipages Group's 'team spirit' coming up with creative and fun ways to connect and support each other.

There is, however, no doubt the mental health impacts of lockdowns, restrictions, forced fully remote working and the fear of COVID-19 are still existing. To support its team members, the company has taken a multi-faceted approach including introducing new policies and benefits as well as a range of 'lockdown lift-up' initiatives to keep the team positive and engaged. These included introducing paid leave to enable and encourage the team to get vaccinated, expanding its Employee Assistance Program to cover team members' families, introducing two-hour meeting free windows in the middle of each day, early finish times on a Friday and many fun activities including zoom wine tasting and salsa dancing classes (run by its talented team members) to comedy shows, virtual personal training and meditation sessions.

hipages Group's health and safety record is excellent, with zero workers compensation claims in FY21.







# Financial Report

for the year ended 30 June 2021

ABN 67 644 430 839

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## Directors' report

The Directors of hipages Group Holdings Limited present their report together with the consolidated financial statements of hipages Group Holdings Limited (referred to hereafter as hipages, the Company or the Group) consisting of hipages Group Holdings Limited and the entities it controlled at the end of, or during the year ended 30 June 2021 and the independent auditor's report thereon.

## Significant changes in state of affairs - Company restructure

hipages Group Holdings Limited was incorporated on 18 September 2020 and became the parent company of hipages Group Pty Limited in a restructure where existing shareholders exchanged their shares in hipages Group Pty Limited for shares in the Company.

Prior to the restructure, hipages Group Pty Limited was the parent company of the Group. The restructure has been accounted for as a capital reorganisation and did not result in a business combination for accounting purposes. Financial information of the Company has been presented as a continuation of hipages Group Pty Limited. Accordingly, the assets and liabilities continued to be recorded at their existing values in the Consolidated statement of financial position. In addition, the Consolidated statement of profit and loss for hipages Group Holdings Limited is a continuation of the existing statement of profit and loss for hipages Group Pty Limited.

Prior period financial information contained within this report represents the consolidated historical financial information for hipages Group Pty Limited.

## Directors' report (continued)

### Directors

The names of the directors of hipages Group Holdings Limited in office during the period from incorporation on 18 September 2020 until the date of this report are set out below. Directors were in office for this entire period unless otherwise stated.



Chris Knoblanche AM  
Chairman and  
Independent  
Non-Executive Director  
B Comm ACA FCPA

#### *Experience and other directorships*

Chris joined hipages in March 2020 as Chairman and Independent Non-Executive Director.

Chris is a chartered accountant and has extensive CEO, executive and financial markets experience having served as managing director and head of Citigroup Corporate and Investment banking (Australia and NZ), a partner in Caliburn (now Greenhill Investment Bank) and CEO of Andersen Australia and Andersen Business Consulting – Asia.

Chris currently serves on the boards of Advisory & Capital Pty Ltd, Hallmark General Insurance Company Ltd, Hallmark Life Insurance Company Ltd, Latitude Insurance Pty Ltd, PM Capital Global Opportunities Fund Limited, PM Capital Asian Opportunities Fund Limited.

Chris was previously chair of iSelect Limited and the Australian Ballet, trustee of the Sydney Opera House, a non-executive director of Aussie Home Loans, Greencross, the Environment Protection Authority of NSW and iMed Radiology.

***Date of appointment to hipages Group Holdings Limited: 18 September 2020***



Robert Sharon-Zipser  
Co-founder,  
Chief Executive Officer  
and Non-Independent  
Director  
B Comm Mbr AICD ACA

#### *Experience and other directorships*

Robert joined hipages in 2004 and has been a director of the hipages Board since 2005.

Robert commenced his career as a senior accountant working with PwC and Allco Finance Group with clients from a broad range of industries. He subsequently founded his own boutique accounting firm Advanced Audit Solutions, offering audit, accounts payable and recovery services for large Australian corporate clients. Robert also provided a small business advisory service.

Robert is a director of RSZ Pty Ltd and hipages ESP Pty Ltd as trustee for hipages Employee Share Plan Trust.

***Date of appointment to hipages Group Holdings Limited: 18 September 2020***



Stacey Brown  
Independent  
Non-Executive Director  
Chair of the Audit and  
Risk Committee  
B Bus, CA, GAICD

#### *Experience and other directorships*

Stacey joined hipages in March 2019 as a Non-Executive director.

Stacey served as the Chief Financial Officer of News Corp Australia Limited from July 2017 to March 2020 and has extensive experience in financial management and leadership, having also served as the General Manager (Finance) (2012 – 2015) and Deputy CFO (2015- 2017) of News Corp Australia.

Prior to News, Stacey held a number of senior financial roles across a variety of corporations including the Lowy Family Group, Qantas and Multiplex and has previously been a director and chair of the audit committee for Qantas Superannuation, Foxtel and KU Children's Services.

Stacey is currently CFO of Laser Clinics Group.

***Date of appointment to hipages Group Holdings Limited: 18 September 2020***



Nicholas Gray  
Non-Executive Director  
LLB B Acct (UNSW)

**Experience and other directorships**

Nicholas currently serves as the managing director of The Australian, NSW, ACT and Prestige Titles at News Corp Australia. He is chairman of ThinkNewsBrands and a non-executive director of UNSW Australia Foundation.

Prior to this, Nicholas has experience in senior finance, sales and strategy roles at ninemsn and Lion Co, as well as in investment banking at Citi and Macquarie bank.

Nicholas is currently a Director of The University of New South Wales Foundation Limited, The Readership Works Pty Limited, ThinkNewsBrands Pty Ltd, News Life Media Pty Ltd (ACN 088 923 906), Nicholas is currently an alternate Director for the following entities, Medium Rare Content Agency Pty Ltd, S One Holding Company Pty Ltd, SocietyOne Holdings Pty Ltd

**Date of appointment to hipages Group Holdings Limited: 2 October 2020**



Inese Kingsmill  
Independent  
Non-Executive Director  
Chair of the  
Remuneration and  
Nominations Committee  
B Bus GAICD

**Experience and other directorships**

Inese joined hipages in October 2020 as an Independent non-executive director.

Over the course of a career spanning 25 years, Inese has earned a reputation as a growth focussed and customer orientated business leader, with leadership experience across a broad spectrum of accountabilities at Microsoft, Telstra and Virgin Australia.

Inese has been involved with and led major transformations across a range of scenarios including enterprise -wide business restructuring, culture change, digital transformations, customer experience and design, brand re-launches and re-positioning as well as developing fit for purpose operating models.

Inese currently serves as a non-executive director on the boards of WorkVentures Ltd, Rhipe Limited, Noble Oak Life Limited and Spirit Technology Solutions Limited. She is also a member of the Advisory Board of Waltzing Matilda Aviation.

**Date of appointment to hipages Group Holdings Limited: 1 October 2020**

The names of the directors of hipages Group Pty Limited in office during the period and up to date of the Company restructure are set out below.

Chris Knoblanche	Chairman and Non-Executive Director	Resigned 10 November 2020
Robert Sharon-Zipser	Co-founder, Chief Executive Officer and Director	-
David Vitek	Co-founder and Non-Executive Director	Resigned 10 November 2020
Ari Klinger	Non-Executive Director	Resigned 10 November 2020
David Leslie	Non-Executive Director	Resigned 10 November 2020
Emma Fawcett	Non-Executive Director	Resigned 10 November 2020
Stacey Brown	Non-Executive Director	Resigned 10 November 2020

## Directors' report (continued)

### Joint company secretaries

Andrew Whitten BA (Economics), MLLP (Corporate Finance and Securities Law), FCIS, Notary Public  Appointed 15 December 2020	Andrew has over 20 years' experience as a corporate lawyer, advisor, director, entrepreneur and investor, who has worked with many companies and has significant expertise across a wide range of industry sectors, with an emphasis on technology and is widely regarded as an expert in ASX listed companies. Andrew founded the legal business of the Automic Group (Australia's only business which provides Legal, Registry, Accounting and Company Secretarial Services to ASX entities). Andrew currently sits on the board of two other ASX listed companies as a Non-Executive Director: Tinybeans Group Limited (ASX:TNY) and Appsvillage Australia Limited (ASX:APV) as well as several unlisted companies.
Oonagh McEldowney  B LLB AICD  Resigned 6 <sup>th</sup> August 2021	Oonagh joined hipages in 2019 as General Counsel and Company Secretary. She was appointed Company Secretary of hipages Group Holdings on 18 September 2020 and remained a joint company secretary until her resignation subsequent to year end on 6 <sup>th</sup> August 2021.  Oonagh has over 20 years' experience as a commercial lawyer across start-ups, small businesses, major corporations and law firms. Prior to joining hipages, Oonagh was an associate with Clifford Chance in London and a senior associate with Ashurst in Sydney. She has held a number of senior legal and leadership roles at Telstra, including as General Counsel and Company Secretary at muru-D, TelstraClear in New Zealand and REACH, joint venture company headquartered in Hong Kong.

### Principal activities

hipages is Australia's largest online tradie marketplace and Software-as-a-Service (SaaS) provider connecting tradies with residential and commercial consumers across the country. The platform helps tradies grow their business by providing job leads from homeowners and organisations looking for qualified professionals, while enabling them to optimise their business through our SaaS product. To date, over three million Australians have changed the way they find, hire and manage trusted tradies with hipages, ultimately providing more work to over 34,000 trade businesses subscribed to the platform.

### Operating and financial review

hipages delivered strong growth across all key metrics in FY21 and achieved its upgraded guidance for revenue, Earnings before interest, tax, depreciation and amortisation (EBITDA) and Net Profit after Tax (NPAT), while making progress on a number of key strategic initiatives. Key highlights include:

- Monthly recurring revenue (MRR)<sup>1</sup> of \$5.2m @ June 2021 up 27%
- Strong total revenue growth<sup>2</sup>, up 19% to \$55.8m
- 94% of total revenue is recurring revenue
- Operating leverage drives gross profit margin<sup>3</sup> expansion to 85% (FY20: 79%)
- Pro Forma EBITDA of \$11.7m, up from (\$6.1m)
- Pro Forma EBITDA margin of 21% up from 13%
- Statutory EBITDA of \$5.6m including non-recurring IPO related costs
- Pro Forma NPAT of \$1.2m, up from (\$4.2m)
- Statutory NPAT of (\$6.2m) includes non-recurring financing and IPO related costs
- Pro Forma Operating Cashflow (OCF) of \$12.7m, 109% EBITDA to OCF conversion
- Robust balance sheet with closing cash and funds on deposit of \$32.6m, no debt
- Evolution to full-service SaaS model continued with successful launch of Tradiecore
- Business was resilient against the impacts of COVID-19 restrictions in FY21

All figures compare FY21 to FY20 unless otherwise indicated.

A reconciliation of Reported results in the Financial Statements to non-IFRS (International Financial Reporting Standards) numbers in the Directors Report is provided below.

1. Monthly Recurring Revenue (MRR) is the monthly amount of cash revenue received from subscription agreements (inclusive of GST).

2. FY21 revenue represents Statutory and Pro Forma revenue. FY20 Statutory revenue includes discontinued operations.

3. Gross profit margin includes total revenue less cost of sales (consumer and tradie SEM spend and merchant fees).

## Result Overview

Summary of Group performance	Total	Total	change %
	30-Jun-21 \$'000	30-Jun-20 \$'000	
<b>Sales revenue</b>			
Contracts with customers - continuing operations	<b>54,386</b>	45,646	<b>19%</b>
Rental income	<b>1,420</b>	1,293	<b>9.8%</b>
	<b>55,806</b>	46,939	<b>19%</b>
<b>Other revenue</b>			
Other	-	187	<b>&gt;100%</b>
	-	187	<b>&gt;100%</b>
<b>Total revenue and other income</b>	<b>55,806</b>	47,126	<b>18.4%</b>
<b>Statutory EBITDA<sup>(1)</sup> (from continuing operations)</b>	<b>5,603</b>	7,676	<b>(27%)</b>
Add back Other items which are one off in nature:			
Discontinued operations	-	(674)	<b>&gt;100%</b>
Transaction costs related to IPO	<b>4,784</b>	-	<b>&gt;100%</b>
Non-recurring remuneration	<b>1,166</b>	-	<b>&gt;100%</b>
Net loss on conversion of convertible notes	<b>467</b>	-	<b>&gt;100%</b>
Convertible note fair value impact	-	(207)	<b>&gt;100%</b>
Public company costs	<b>(345)</b>	(1,035)	<b>(67%)</b>
Restructuring and other costs	-	300	<b>&gt;100%</b>
Other	-	61	<b>(67%)</b>
<b>Pro forma EBITDA before significant items<sup>(2)</sup></b>	<b>11,675</b>	6,121	<b>&gt;100%</b>
<b>Statutory NPAT (from continuing operations)</b>	<b>(6,199)</b>	(5,914)	<b>5%</b>
Add back Other items which are one off in nature:			
Non-recurring interest and gain / losses on debt repaid on IPO	<b>2,932</b>	2,518	<b>&gt;100%</b>
Public company costs	<b>(345)</b>	(1,035)	<b>(67%)</b>
Transaction costs related to IPO	<b>4,784</b>	-	<b>&gt;100%</b>
Restructuring costs	-	300	<b>&gt;100%</b>
Other	-	(28)	<b>&gt;100%</b>
<b>Pro forma NPAT<sup>(2)</sup></b>	<b>1,172</b>	(4,159)	<b>&gt;100%</b>
	<b>30-Jun-21</b>	30-Jun-20	<b>% change</b>
<b>Net cash /(debt)</b>	<b>30,303</b>	(3,296)	<b>&gt;100%</b>

(1) The hipages Financial Report complies with Australian Accounting Standards and International Financial Reporting Standards.

(2) The statutory results have been adjusted for pro forma one-off items on the basis that management believe this reflects a more meaningful measure of the Group's underlying performance. The underlying (non-IFRS) EBITDA before significant items is unaudited but is derived from the financial statements audited by PwC by removing the impact of one-off certain items. Management believe this reflects a more meaningful measure of the Group's underlying performance.

## Directors' report (continued)

It has been a milestone year for hipages, its first as a listed company. The strong performance, strategic execution and customer centricity including a commitment to supporting customers through the challenges COVID-19 have all strengthened hipages' market leadership position.

The transition to a subscription-only model continues to drive strong recurring revenue growth, with MRR up 27% as more tradies join the platform and ascend to higher price points, driving increased average annual revenue per tradie (Tradie ARPU). Positive operating leverage drove gross margin expansion further highlighting the attractive economics of hipages' model.

Our ongoing investment in brand, product and platform continues to attract customers on both sides of the marketplace, driving the flywheel effect and delivering strong growth in jobs coming from repeat consumers and unpaid channels. The successful launch of Tradiecore, a field service software platform that helps tradies effectively manage their businesses, was an important step in hipages' evolution to a full-service SaaS model. Tradiecore provides the platform to expand hipages' product offering, adding new and innovative solutions for tradies, and opens up new ancillary revenue streams. hipages will keep investing in its technology to continue to improve the experience for consumers and tradies to ensure it remains the number one online marketplace for trade services in Australia.

### Net Debt

The Company had positive Statutory OCF of \$6.9m after one off IPO transaction costs in relation to the secondary raise of \$4.8m and non-recurring interest costs of \$1.1m in relation to debt repaid resulting in a Pro Forma OCF of \$12.7m. Cash outflow from investing activities was \$7.1m resulting in free cashflow before financing activities of \$5.6m highlighting the cash generative nature of the hipages' business model.

hipages has a robust balance sheet and at 30 June 2021 its financial position was strong, with cash and funds on deposit of \$32.6m and no debt.

### Looking forward

The lockdowns currently impacting most Australian states are creating uncertainty for many of hipages' tradie customers. As in previous lockdowns, hipages has introduced a range of initiatives to assist its tradie customers during this challenging time.

The combined impact of these initiatives and the uncertainty of the current lockdowns for tradie customers is expected to have a moderate impact on hipages' revenue growth rate compared to the marginal impact in Q4 FY21, for as long as the lockdowns are in force. hipages' subscription model has been resilient in previous lockdown periods and the Company expects a similarly strong rebound in activity on its platform when lockdown measures ease, as has occurred in the past.

Notwithstanding temporary COVID-19 related volatility, the Australian home improvement market remains very buoyant, with unprecedented levels of activity underpinned by low interest rates and household liquidity. The long-term opportunity for hipages remains as attractive as ever and the Company will continue to invest to drive growth and further strengthen its position as the market leader in the on-demand tradie economy.

### Environmental regulations and climate change

The Group's operations are not subject to any significant environmental Commonwealth or state regulations or laws. The Group is aware of the general risks associated with climate change and continues to be committed to operating sustainably.

### Corporate governance statement

The Board is committed to achieving and demonstrating the highest standards of corporate governance as we believe this supports long term performance goals of the Company thus supporting interests of shareholders and other stakeholders. The board has reviewed its corporate governance practices against the Corporate Governance Principles and Recommendations (4th edition) published by the ASX Corporate Governance Council.

A description of current corporate governance practices is set out in the Group's Corporate Governance Statement which can be viewed at <https://hipagesgroup.com.au/investor-centre/corporate-governance/>.

## Dividends

No dividend has been proposed or paid during the year ended 30 June 2021 or previous year ended 30 June 2020.

## Indemnification and insurance of Directors, officers, and auditors

### Indemnification

The Company has agreed to indemnify all of the current and former directors and officers of the Company and its controlled entities against all liabilities to another person that may arise from their position as directors and officers of the Company and its controlled entities, except where the liabilities arise out of conduct involving a lack of good faith.

### Insurance

During the financial period the Company has paid insurance premiums to insure each of the directors and officers against liabilities for costs and expenses incurred by them in defending any legal proceedings arising out of their conduct while acting in the capacity of director or officer of the Company, other than conduct involving wilful breach of duty in relation to the Company. The premiums paid are not disclosed as such disclosure is prohibited under the terms of the contract. No insurance premium has been paid in relation to the auditors.

## Director meetings

Director	Board meetings		Audit and risk committee meetings		Remuneration and nominations committee	
	Eligible	Attended	Eligible	Attended	Eligible	Attended
Chris Knoblanche	14	13	8	7	2	2
Robert Sharon-Zipser	14	14	-	-	-	-
Stacey Brown	14	14	12	12	-	-
Nicholas Gray	10	10	-	-	2	2
Inese Kingsmill	10	10	8	8	2	2

## Director interest in shares and share rights

Director	Shares held immediately following IPO	Rights held immediately following IPO	Shares held at reporting date	Rights held at reporting date
	12/11/20	12/11/20	30/06/21	30/06/21
Chris Knoblanche	239,074	18,935	239,074	18,935
Robert Sharon-Zipser	8,567,841	-	8,567,841	321,429
Stacey Brown	40,816	-	40,816	-
Nicholas Gray	-	-	-	-
Inese Kingsmill	16,327	-	16,327	-

## Directors' report (continued)

### Auditor

PwC is the Group's auditor and continues in that position in accordance with section 327A of the Corporations Act. To the extent permitted by law, the Company has agreed to indemnify PwC as part of its audit engagement agreement. No payment has been made to indemnify PwC.

### Auditors' 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 32.

### Audit and Non-audit services

Total fees paid to the auditor for audit and non-audit services provided by PwC to the Group during the year as detailed below:

	30-Jun-21	30-Jun-20
	\$	\$
<b>Audit and review services</b>		
Auditors of the Group - PwC	<b>295,800</b>	205,527
<b>Assurance services</b>		
Regulatory assurance services - investigating accountants report	<b>545,000</b>	-
<b>Other services</b>		
Immigration advisory services	<b>17,251</b>	10,840
Accounting advisory	-	9,078
	<b>17,251</b>	19,918
Total auditor remuneration for non-audit services	<b>562,251</b>	19,918
Total fees paid to auditor - PwC	<b>858,051</b>	225,445

The directors are satisfied that the provision of these non-audit services during the year by the auditors is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001. The nature and scope of each type of non-audit service provided means that the auditor independence was not compromised.



## Subsequent events

On 4th July the Group entered into a modified sublease where an existing lease was extended until November 2023. There have been no other events subsequent to balance date that would have a material effect on the Group's financial statements at 30 June 2021.

## Rounding of amounts

The Company is an entity to which the ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191 applies. Amounts have been rounded off in accordance with the instrument to the nearest thousand dollars, or in certain cases, the nearest dollar.

This report is made in accordance with a resolution of Directors.



Chris Knoblanche  
Chairman

Sydney  
26 August 2021



Robert Sharon-Zipser  
CEO and Managing Director

# Remuneration report



Dear Shareholder,

It is my pleasure, on behalf of the hipages Board of Directors, to present hipages' inaugural Remuneration Report of the Group, consisting of hipages Group Holdings Limited and its controlled entities (hipages) for the financial year ended June 2021 (FY21).

The 2021 financial year was a milestone year for hipages, with our initial public offering (IPO) on the Australian Securities Exchange on the 12th of November 2020 followed by strong business performance that exceeded market expectations and saw us achieve record revenue and EBITDA results.

The Board and Executive have been closely monitoring the impacts of the COVID-19 pandemic on hipages and are pleased to report that we have proved our business model to be resilient to fluctuations in the economy as home improvement continues to be an increasing priority for Australians as they spend more time in their homes.

The subscription model has been resilient in previous lockdown periods and the Company expects a similarly strong rebound in activity on its platform when lockdown measures ease, as has occurred in the past.

The Board is conscious that the Australian economy is recovering slowly, and the world economy is still impacted by the global pandemic. Despite this, technology companies have seen record levels of growth and this combined with restrictions on immigration, has placed increased demand on technology talent including executives with technology industry experience. Therefore, the Board needs to ensure that the structure of Executive Remuneration for the coming year achieves a balance between cost control, retaining our strong executive team and creating an environment where we can attract the appropriate talent to support the company's growth objectives. For this reason, for FY22 we have decided to retain our existing Executive

Remuneration structure which drives both short-term and long-term results achievement via an annual incentive program. This program combines eligibility to earn Short-Term Incentives (STI) and Long-Term Incentives (LTI) based upon the achievement of financial and non-financial key performance indicators for the financial year. The incentive payment is a mix of cash and an equity grant (vesting over three years) with the majority of the plan delivered through deferred equity in order to drive long term value creation behaviours. More detail on the Executive Remuneration annual incentive plan is outlined in this report.

Leading up to the IPO, hipages undertook a Board renewal between September and October 2020 which included a Board remuneration review and new remuneration structure. For this reason, the Board has determined not to change Board remuneration for FY22.

hipages has a comprehensive Remuneration and Nominations Charter which ensures that the Board and Executive Remuneration framework is thoroughly assessed annually, and a review undertaken as to its ongoing effectiveness in meeting hipages short and long-term business strategy.

We welcome shareholder feedback on this report.

Yours sincerely,

A handwritten signature in black ink, appearing to read 'Inese'.

**Inese Kingsmill**

*Chair of the Remuneration and Nominations Committee*



Following the successful listing of hipages Group Holdings Ltd (hipages) on the ASX in November 2020, the directors are pleased to present the inaugural Remuneration Report prepared in accordance with section 300A of the Corporations Act 2001 (“the Act”) for the consolidated entity for the year ended 30 June 2021.

This Remuneration Report, which forms part of the Directors Report, outlines the remuneration strategy, framework and practices adopted by hipages in accordance with the requirements of the Act and its regulations. The information provided in this Remuneration Report has been audited as required by Section 308 (3C) of the *Corporations Act 2001*. This report details remuneration information pertaining to Directors and Executives who are the “Key Management Personnel” (“KMP”).

#### Abbreviations used in this report

<b>Act</b>	Corporations Act 2001 (Cth)
<b>AGM</b>	Annual General Meeting
<b>ARC</b>	Audit and Risk Committee
<b>ASX</b>	Australian Stock Exchange
<b>CEO &amp; MD</b>	Chief Executive Officer & Managing Director
<b>CFOO</b>	Chief Finance & Operations Officer
<b>ED</b>	Executive director
<b>FY</b>	Financial year
<b>EBITDA</b>	Earnings Before Interest, Tax, Depreciation, and Amortisation
<b>HMEP</b>	hipages Management Equity Plan
<b>IPO</b>	Initial Public Offering
<b>KMP</b>	Key Management Personnel
<b>KPI</b>	Key Performance Indicator
<b>LTI</b>	Long Term Incentive
<b>NED</b>	Non-Executive Director
<b>RNC</b>	Remuneration and Nominations Committee
<b>STI</b>	Short Term Incentive
<b>TSR</b>	Total Shareholder Return
<b>TFR</b>	Total Fixed remuneration
<b>VWAP</b>	Volume Weighted Average Price

#### Defined terms

##### hipages:

hipages Group Holdings Ltd, including hipages Group Pty Ltd and other associated entities

##### Executive:

Includes the CEO and his direct reports including the CFOO, Chief Product & Technology Officer, Chief Customer Officer and Chief People & Culture Officer.

##### Executive KMP:

Refers to the CEO and the CFOO

##### Non-executive directors:

Refers to all directors with the exception of the Executive director and CEO

## Table of Contents, Abbreviations & Defined Terms

The Remuneration Report comprises the following sections:

<b>Table of Contents, Abbreviations &amp; Defined Terms .....</b>	<b>49</b>
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<b>4. Link between group performance, shareholder wealth and executive remuneration .....</b>	<b>56</b>
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# Remuneration report (continued)

## 1. Persons to whom this report applies

The remuneration disclosures in this report apply to those persons who have been classified as the Key Management Personnel (KMP) of hipages during the financial year ended 30 June 2021<sup>1</sup> and are set out as follows:

Name	Role	Resignation date hipages Group Pty Ltd	Appointment date hipages Group Holdings Ltd
<b>Non-executive KMP</b>			
Chris Knoblanche <sup>2</sup>	Chair and Non-Executive Director	10 November 2020	18 September 2020
Stacey Brown <sup>3</sup>	Independent, Non-Executive Director	10 November 2020	18 September 2020
Nicholas Gray <sup>4</sup>	Non-independent, Non-Executive Director	–	2 October 2020
Inese Kingsmill <sup>5</sup>	Independent, Non-Executive Director	–	1 October 2020
<b>Executive KMP</b>			
Robert Sharon-Zipser <sup>6</sup>	Chief Executive Officer and Executive Director	–	18 September 2020
Melissa Fahey <sup>7</sup>	Chief Finance and Operating Officer	–	18 September 2020

KMP are those persons having authority and responsibility for planning, directing and controlling the activities of the consolidated entity, directly or indirectly, including all directors (Non-Executive and Executive) of the consolidated entity.

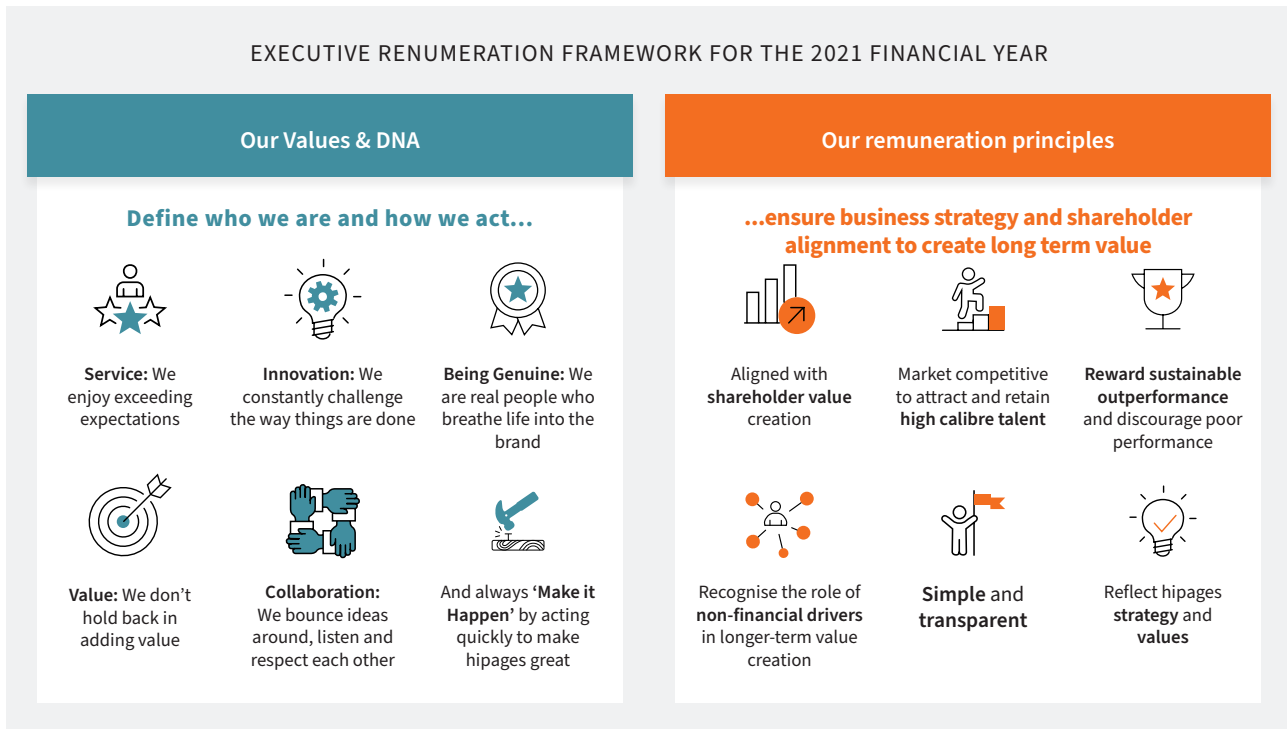
Robert Sharon-Zipser and Melissa Fahey as CEO and CFOO respectively, under the supervision of the Board of Directors, have overall authority and responsibility for all operating activities as well as decisions related to the strategic direction of hipages and future acquisitions. The KMP are supported by the Executive team who have responsibility for executing decisions taken by the KMP.

- We note that the statutory obligation for remuneration disclosures for KMP of hipages Group Holdings Ltd commenced on 12th of November 2020 as hipages became publicly listed on the ASX. Remuneration disclosures however reflect the full financial year in respect of those officers who were KMP from 1 July 2020.
- Chris Knoblanche was a director of hipages Group Pty Ltd prior to becoming a director of hipages Group Holdings Ltd. Remuneration disclosures relate to his directorship of both entities for the full 12-month period ended 30 June 2021.
- Stacey Brown was a non-independent director of hipages Group Pty Ltd prior to becoming an independent director of hipages Group Holdings Ltd. Remuneration disclosures relate to her directorship of hipages Group Holdings Ltd for the period commencing 18 September 2021.
- Nicholas Gray was not a director of hipages Group Pty Ltd. Remuneration disclosures relate to his directorship of hipages Group Holdings Ltd for the period commencing 2 October 2021 coinciding with his appointment date.
- Inese Kingsmill was not a director of hipages Group Pty Ltd. Remuneration disclosures relate to her directorship of hipages Group Holdings Ltd for the period commencing 1 October 2021 coinciding with her appointment date.
- Robert Sharon-Zipser remains a director of hipages Group Pty Ltd and was appointed a director of hipages Group Holdings Ltd on 18 September 2020. Remuneration disclosures relate to his directorship of both entities for the full 12-month period ended 30 June 2021.
- Melissa Fahey was appointed CFOO of the hipages Group Holdings Ltd upon its incorporation on 18 September 2020. Prior to this she was CFOO of hipages Group Pty Ltd, the previous ultimate controlling entity. Remuneration disclosures relate to her position as CFOO for the full 12-month period ended 30 June 2021.

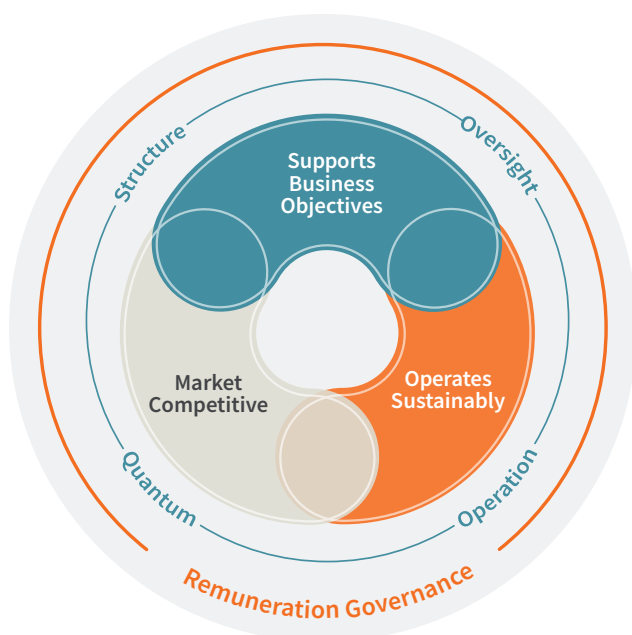
## 2. Remuneration Report Summary

### 2.1. Remuneration principles and strategy

hipages has a comprehensive purpose and growth strategy which is supported by the Executive Remuneration philosophy, framework, principles and strategy and is underpinned by the hipages values.



### 2.2. Executive remuneration framework



#### Remuneration Objectives

**Supports Business Objectives:** Encourages the pursuit of growth and the success of hipages. Aligned with hipages purpose, vision, values, strategy and risk appetite. Aligned with shareholder requirements.

**Operates Sustainably:** Encourages sound management of financial and non-financial risks. Encourages good conduct and discourages misconduct. Considers cost and reputations factors and complies with relevant laws and regulations.

**Market Competitive:** Attracts, motivates, retains and appropriately rewards a capable Executive Team.

#### Remuneration Effectiveness

**Oversight:** Remuneration governance roles clearly defined for the Board: Remuneration and Nominations Committee; Audit and Risk Committee; and independent remuneration consultants.

**Structure:** Design elements that reward for performance, but also protect against unjustified pay outcomes.

**Operation:** Demonstrated history of aligning remuneration outcomes with performance, appropriate application of Board discretion and adjusting remuneration outcomes based on individual performance and conduct.

**Quantum:** Remuneration decisions made with reference to comparable roles in other listed Australian companies.

## Remuneration report (continued)

### 2.2. Executive remuneration framework (continued)

<b>Annual Remuneration Package</b>	<b>Total Fixed Remuneration</b>	Base salary plus superannuation	Cash		
	<b>Annual Total Incentive</b>	<ul style="list-style-type: none"> <li>An annual incentive opportunity aligned to the financial year performance period</li> <li>Delivered in both cash (30%) and Equity (70%)</li> <li>Equity Awarded as Rights, Rights may convert to shares on vesting</li> <li>Balanced scorecard (financial, non-financial and individual performance measures)</li> </ul>	Cash	Paid Annually	
			Performance Rights	<ul style="list-style-type: none"> <li>Performance Rights are granted at the end of the performance period</li> <li>3 Year Vesting Period, commences 1 year after performance rights granted</li> <li>Vesting in equal tranches</li> <li>Vesting conditions: continued employment</li> </ul>	
		12 months Performance period	+ Year 1	+ Year 2	+ Year 3

**Claw back applies**

### 2.3. Summary of Executive KMP Remuneration Outcomes

The following table summarises the remuneration decision outcomes for the CEO and Executive KMP for the year ended 30 June 2021; excluding one-off IPO incentive arrangements. The remuneration detailed in the table are aligned with current year performance and are useful in understanding current year pay and its alignment with performance, in comparison to the statutory disclosures in section 5.1.

<b>Roby Sharon-Zipser - Chief Executive Officer</b>				Term as KMP: Full Year
ACTUAL REMUNERATION RECEIVED FOR FY21 VS TARGET AND MAXIMUM				
<b>Actual Remuneration</b>	TFR \$525,000	Cash Incentive \$101,437	Equity* Incentive \$236,685	<b>\$863,122</b>
<b>Target Remuneration</b>	TFR \$525,000	Cash Incentive \$94,500	Equity* Incentive \$220,500	<b>\$840,000</b>
<b>Maximum Remuneration</b>	TFR \$525,000	Cash Incentive \$118,125	Equity* Incentive \$275,625	<b>\$918,750</b>

<b>Melissa Fahey - Chief Finance and Operations Officer</b>				Term as KMP: Full Year
ACTUAL REMUNERATION RECEIVED FOR FY21 VS TARGET AND MAXIMUM				
<b>Actual Remuneration</b>	TFR \$412,000	Cash Incentive \$104,244	Equity* Incentive \$164,184	<b>\$680,428</b>
<b>Target Remuneration</b>	TFR \$412,000	Cash Incentive \$95,914	Equity* Incentive \$151,286	<b>\$659,200</b>
<b>Maximum Remuneration</b>	TFR \$412,000	Cash Incentive \$119,892	Equity* Incentive \$189,108	<b>\$712,000</b>

\* Equity quantum illustrated is as fully granted, however equity vests in equal tranches over three years, with the first tranche vesting 12 months after the end of the performance period.

### 3. Executive Remuneration Philosophy and Framework

hipages team members are at the heart of our success, enabling us to achieve our purpose, vision and long-term goals. Our remuneration philosophy and framework aims to drive the achievement of hipages' annual objectives and ensure long-term value creation for shareholders.

#### 3.1. Alignment of remuneration strategy with Business Strategy

The Board has established a remuneration strategy and principles with the objective to drive and support the achievement of the hipages business strategy.

To achieve this alignment, the Executive KMP annual remuneration package comprises Total Fixed Remuneration (TFR) which comprises base salary and superannuation, with an annual variable incentive plan (the Hipages Management Equity Plan or HMEP) which rewards with both annual cash incentive and deferred equity, heavily weighted towards equity to drive long-term shareholder value.

Executives' performance is assessed (by the CEO and for the CEO, by the Board) and rewarded on achievement of quarterly and annual key performance indicators (KPIs) that are approved by the Board to ensure alignment with business strategy.

Executive KMP Annual Remuneration Package					
Market competitive to attract and retain high calibre talent	Simple and transparent	Reflect hipages strategy and values	Aligned with shareholder value creation	Reward sustainable outperformance and discourage poor performance	Recognise the value of non-financial drivers in longer term value creation
Fixed Remuneration		Executive Variable Remuneration			
Cash			Equity		
TFR: Base salary plus superannuation		<p>The outcome for the FY21 Executive Annual Incentive Plan was based on the achievement of financial, strategic, customer and employee priorities.</p> <p>Performance over the financial year was measured against financial and non-financial performance targets.</p> <p>Incentive outcomes were determined having regard to the target incentive opportunity and individual performance, ultimately at the discretion of the Board</p>			
<p>TFR is set considering:</p> <ul style="list-style-type: none"> <li>skills, capabilities, experience and performance</li> <li>business performance, scarcity of talent, economic climate and market conditions</li> <li>external comparator groups made up of companies of similar size and complexity</li> </ul>		<ul style="list-style-type: none"> <li>30%* of the Incentive plan outcome is provided in cash</li> </ul>	<ul style="list-style-type: none"> <li>70%* of the Incentive Plan outcome is allocated in Equity (Performance Rights)</li> </ul>	<ul style="list-style-type: none"> <li>Performance Rights are granted at the end of the performance period</li> <li>Performance Rights vest over 3 years in equal tranches and are forfeited if employment ceases prior to the vesting date</li> <li>Vested but unexercised Performance Rights may be forfeited in cases of misconduct or fraud</li> </ul>	
Market competitive		Recognises sustainable performance in the medium to longer term			
		Rewards annual performance, providing specific focus on strategic priorities	Recognises the criticality of strategic non-financial measures as drivers of longer-term value creation	Focuses on achieving longer-term superior performance for stakeholders	

\* In FY21 the incentive plan cash to equity mix for the CEO was 30% cash and 70% equity and for the CFOO was 38.8% cash and 61.2% equity.

## Remuneration report (continued)

### 3.2. FY21 Executive KMP Annual incentive

#### How much can Executives earn?

For Executive KMP the target annual incentive is set at 60% of TFR.

The incentive plan has three core metrics that operate independently of each other and together determine the quantum of incentive payable. Overachievement of budget is encouraged and rewarded by the ability to earn additional incentive if budget is exceeded.

The amount of incentive payable is per the following table:

		Over Budget Achievement
Revenue	Budget	From 101% to 110% of Revenue Budget
Annual Incentive %	100%	100% to 125% (Capped at 125%)

The annual incentive is calculated on a linear basis from revenue budget achievement through to over budget achievement which is capped at 125% of the annual incentive quantum.

The following metrics determine the amount of that incentive payable based on the following Key Performance Indicator weightings:

Annual KPI Metrics	Weighting
Revenue Budget	35%
EBITDA Budget	35%
Individual Targets*	30% *
<b>Total</b>	<b>100%</b>

Each annual KPI can be overachieved, but the total of each performance metric cannot exceed 100% (with exception to the revenue budget metric, where overachievement is capped at 110%, which if achieved, allows for payment of 125% of the total incentive). Each KPI operates independently of others, and if budget revenue or budget EBITDA are not achieved then no incentive is payable on which ever of the two metrics is not achieved.

\* Individual targets are based on achievement of quarterly and annual individual goals/KPI's and achieving an agreed minimum annual employee engagement measure.

#### How is it paid?

At the end of the financial year, after audited financial results are completed and the Board has approved individual performance, an annual incentive quantum is determined, paid in cash and deferred equity. For the deferred equity component, participants will be granted rights to acquire shares in hipages (Shares), subject to meeting vesting conditions, for nil consideration (Rights).

- Rights must be held by the Participant (or a Nominee as approved by the Board), with no ability to hedge or borrow against unexercised Rights.
- The Rights will vest in three equal tranches after a period of one, two and three years following the grant, subject to continued service (vesting dates are aligned with full-year results announcement).
- Vested rights can be exercised by participants at their election, at any time from vesting until the expiry date of five (5) years following the grant.
- Rights do not carry any “dividend” entitlements or voting rights.
- Rights may be settled in cash equivalent value, if determined by the Board at the time of vesting.



<p><b>How is performance measured?</b></p>	<p>Performance measures (KPIs) selected reflect financial, strategic and operational objectives relevant to the level and function of the role that are central to achievement of the business plan and strategy and building shareholder value. Financial measures selected are measures against which the Executive and the Board assess the short-term (annual) financial performance of hipages. Strategic and operational objectives are assigned to each individual to drive specific outcomes considered to be of strategic importance to hipages within that individual's level of responsibility. These objectives are determined by the CEO and the Board in accordance with the process set out in the remuneration governance section 7.</p> <p>The Board retains final discretion over annual incentive payments and awards to ensure outcomes appropriately reflect performance and achieve objectives of the annual incentive scheme.</p> <p>The financial and non-financial metrics are set annually by the Board and are based on business performance, the core strategic and operational objectives and the strategy for the next financial year.</p>
<p><b>What happens if an Executive leaves?</b></p>	<p>If an eligible Executive ceases employment with hipages during the performance period other than by way of dismissal or resignation (e.g. death, total and permanent disablement, redundancy, retrenchment or retirement with prior written consent of the Board), then the Executive will usually be entitled to a pro-rata cash payment and allocation of equity based on assessment of performance according to the eligible period served up until the termination date.</p> <p>Where termination occurs by way of dismissal or resignation before the end of the financial year, no annual incentive is awarded for that year. Similarly unvested LTI awards are forfeited, unless otherwise determined by the Board.</p>

### 3.3. *hipages Management Equity Plan (HMEP)*

<p><b>Objective</b></p>	<p>The hipages Management Equity Plan (HMEP) for Executives was established during the financial year ended 30 June 2019 and was designed to assist in the attraction, motivation, and retention of senior management.</p> <p>The HMEP is designed to align participants' interests with the interests of Shareholders by providing participants the opportunity to receive Shares through the granting of Rights under and pursuant to their respective terms.</p>
<p><b>Eligible Participants</b></p>	<p>Executive and Senior Leadership Team</p>
<p><b>Awards under the HMEP</b></p>	<p>Performance conditions which are set by the Board and tested over each one-year financial year performance period, must be satisfied for HMEP participants to receive awards. The award of Rights will be granted shortly after the hipages audited full year results have been released to the market.</p> <p>The number of Rights to be granted will be based on the Volume Weighted Average Price (VWAP) of a Share over the five trading days preceding the grant date.</p> <p>One third of the vested Rights become exercisable 1 year after vesting, another third become exercisable two years after vesting and the final third are exercisable three years after vesting.</p>
<p><b>Dividends and voting rights</b></p>	<p>Rights do not carry dividend or voting rights prior to vesting and exercise. Shares allocated on exercise of Rights carry the same dividend and voting rights as other Shares.</p>
<p><b>Issue and exercise price</b></p>	<p>Rights under the HMEP are issued for nil consideration and do not have an exercise price.</p>
<p><b>Expiry</b></p>	<p>Unvested rights will lapse 5 years after the start of the performance period.</p>

## Remuneration report (continued)

### 3.4. Changes for FY22

For the FY22 Executive KMP Annual incentive plan the structure will continue to combine Short Term Incentive (STI) and Long-Term Incentives (LTI), however the Performance Metrics in the plan for FY22 will be adjusted. The structure and performance metrics are reviewed annually by the Board to ensure behaviours and focus is aligned to the evolving needs of the business. The STI will continue to be an annual cash bonus and the LTI will continue to be an award of Performance Rights, which will continue to vest in equal tranches over three years with the only vesting conditions being continued employment.

The annual performance against which the Executive KMP will be measured in FY22 is in accordance with the balanced scorecard which has the following measures:

FY 22 Executive KMP Annual Incentive Plan KPIs	
Element	Measure
Financial 60% of variable incentive	(a) FY22 Revenue Budget (30%) (b) FY22 EBITDA Budget (30%)
Non-financial 40% of variable Incentive	(a) Customer, Consumer and Employee Advocacy (20%) (b) Individual Annual & Quarterly KPI's (20%)

## 4. Link between group performance, shareholder wealth and executive remuneration

A key underlying principle of hipages' executive remuneration framework is that executive remuneration outcomes should be linked to business and individual performance. Understanding hipages' performance over the financial year ended 30 June 2021, and the longer-term, will provide shareholders and other interested stakeholders with important context when reviewing our remuneration framework and outcomes in more detail over the coming pages of this report.

Outlined below we show hipages' performance including growth of our share price and KMP remuneration outcomes.

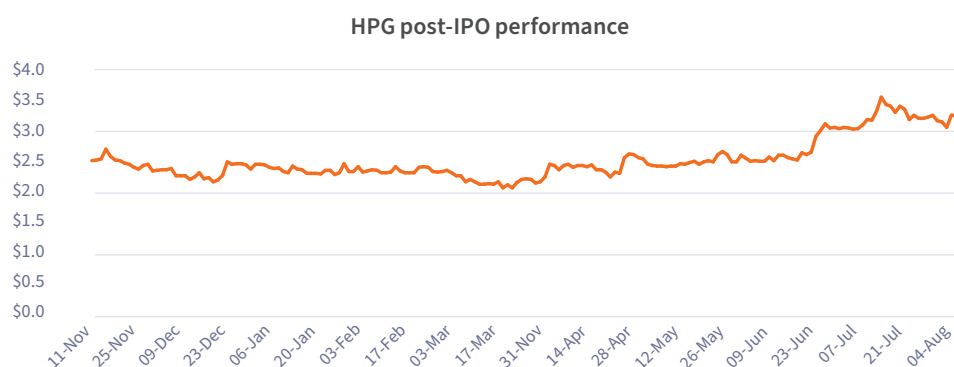
## 4.1. hipages Performance

### Summary of Group Performance

The table below summarises key indicators of the Groups' performance by year and the effect on shareholder value since IPO:

Key Financials <sup>1</sup>		FY21	FY20	FY19	FY18
Recurring revenue	\$'000	52,664	42,200	37,297	34,771
Reported revenue	\$'000	55,806	46,939	42,261	41,518
EBITDA <sup>2</sup>	\$'000	5,063	6,033	(3,143)	(2,660)
NPAT <sup>3</sup>	\$'000	(6,199)	(4,157)	(13,629)	(10,456)
Total Tradie ARPU <sup>4</sup>	\$	1,536	1,194	976	938
Subscription tradies at 30 June	000's	31	28	24	23
DPS <sup>5</sup>	cents	-	-	-	-

As illustrated in the following chart, the share price has performed well since IPO, opening at \$2.45; the closing 30 June 2021 share price was \$2.99.



1. In respect of the years FY18 to FY20, the Key Financials represent Pro Forma historical financial information. This information was previously presented in the prospectus of the Company dated 21 October 2020. The above Pro forma information has been derived from the historical Statutory Financial Information adjusted for certain transaction; including:

- the incremental costs associated with being a publicly listed entity assuming Completion of the Offer occurred on 1 July 2017;
- the divestment and discontinuation of businesses as if they had occurred prior to 1 July 2017;
- the impact of AASB 16 Leases which came into effect from FY2020 as if it had been applied from 1 July 2017 to 30 June 2019 (refer Section 4.2.5);
- the exclusion of restructuring costs;
- the redemption and conversion of convertible notes and reversal of the associated interest and fair value measurement as if redemption and conversion had occurred prior to 1 July 2017;
- the repayment of debt facilities and associated interest as if repayment had occurred prior to 1 July 2017; and
- the income tax effect of the applicable pro forma adjustments above.

2. Earnings Before Interest, Tax, Depreciation and Amortisation.

3. Net Profit / (Loss) after Tax.

4. Average Revenue Per Tradie per annum.

5. Dividend Per Share.

## Remuneration report (continued)

### 5. Executive KMP performance outcomes

#### 5.1. Statutory remuneration

The table below has been prepared in accordance with the requirements of the Corporations Act and relevant Australian Accounting Standards. The figures provided under the equity component are based on accounting values and do not reflect actual cash amounts received by non-executive directors in FY21.

	Short-term benefits			Long-term benefits	Post-employment benefits	Share-based payments	Total remuneration	Proportion of remuneration that is performance based %	Proportion of remuneration that consists of rights %
	Salary package <sup>1</sup> \$	Short term incentive entitlement <sup>2</sup> \$	Other short-term benefits <sup>3</sup> \$	Long service leave <sup>4</sup> \$	Superannuation benefits <sup>5</sup> \$	Performance Rights <sup>6</sup> \$			
<b>Current year</b>									
Robert Sharon-Zipser <sup>7</sup>	453,768	101,437	8,316	11,199	25,000	494,365	1,094,085	54%	45%
Melissa Fahey <sup>8</sup>	361,501	285,524	8,316	-	25,000	354,383	1,034,724	62%	34%
	<b>815,269</b>	<b>386,961</b>	<b>16,632</b>	<b>11,199</b>	<b>50,000</b>	<b>848,748</b>	<b>2,128,809</b>	<b>58%</b>	<b>40%</b>

1. Salary package refers to base salary, exclusive of superannuation.

2. The short-term incentive entitlement represents a payment in respect of the current year. The amount was finally determined on 17 August 2021 after performance reviews were completed and approved by the Remuneration and Nominations Committee. The cash bonus includes an amount paid to Melissa Fahey in respect to the IPO as described below in section 5.3.

3. Other short-term benefits include the non-monetary benefit related to a car park provided by the Company.

4. In accordance with AASB 119 Employee benefits, long service leave is classified as other long term employee benefit.

5. Superannuation benefits represents amounts paid or payable related to services received during the year.

6. Performance rights represents the accrued expenses amortised over the vesting period. These include IPO rights described below in section 5.3.

7. Effective 1 September 2020, the Total Fixed Remuneration for Mr Sharon-Zipser increased to \$525,000 inclusive of superannuation entitlement. The short-term incentive entitlement is in respect of annual performance targets.

8. Effective 1 September 2020, the Total Fixed Remuneration for Ms Fahey increased to \$412,000 inclusive of a superannuation entitlement. The short-term incentive payment to Ms Fahey included a cash bonus related to the successful listing of the Company on the ASX of \$181,280 in addition the annual short-term incentive entitlement paid in respect of annual performance targets.

## 5.2. Executive KMP performance and remuneration outcomes

### Performance outcomes

The following table provides a summary of Executive KMP financial and non-financial objectives and outcomes for the 2021 financial year.

Executive Incentive Remuneration KPI Outcomes			
Category	Objective	Outcome	Comments
Financial	Revenue target	103.5%	Strong financial performance and strategic focus resulted in hipages exceeding financial KPIs
	EBITDA target	106.7%	Continued focus on operational efficiencies has resulted in hipages exceeding target
Non-Financial	Employee engagement	230%	Significant improvement in employee engagement indicates strong trust, engagement and collaboration, excellent results after a transition year managing a new hybrid working model
Non-Financial (CEO)	Individual Strategic	98.7%	Robert achieved the majority of his strategic goals for FY21
Non-Financial (CFOO)	Individual Strategic	99.9%	Melissa achieved the majority of her strategic goals for FY21

### Remuneration outcomes

The following table sets out the annual incentive outcomes for the Executive KMP for FY21 based on achievement of financial and non-financial objectives.

Executive Incentive Remuneration KPI Outcomes		
Executives	Actual Annual Incentive	% of On-Target Incentive Payable
CEO	\$101,437 (Cash)	107%
	\$236,685 (Equity value)	
CFOO	\$104,244 (Cash)	109%
	\$164,184 (Equity value)	

As the revenue budget was exceeded by 3.5%, the KMP were able to overachieve their annual incentive on-target.

## Remuneration report (continued)

### 5.3. Special IPO Incentive grant to Executives

The Company awarded a one-off grant of performance rights to the hipages Executive team to reward their efforts in the Company achieving a successful listing on the ASX. The plan will vest in two equal tranches:

- 50% on 1st anniversary of the hipages' IPO, 12 November 2021.
- 50% on the 2nd anniversary 12 Nov 2022.

The Rights granted to Executive KMP for nil consideration were as follows:

Name	Role	Total number of IPO incentive Rights and value of IPO grants
Robert Sharon-Zipser	Chief Executive Officer	321,429 Rights valued at \$787,500
Melissa Fahey	Chief Finance & Operations Officer	110,988 Rights valued at \$271,920 and cash payment of \$181,280

## 6. Non-executive Director remuneration

The Board sets Non-Executive Director (NED) remuneration at a level which enables the attraction and retention of directors of the highest calibre, while incurring a cost which is acceptable to shareholders. The remuneration of the Non-Executive Directors is determined by the Board on recommendation from the Remuneration and Nominations Committee within a maximum NED fee pool.

Non-Executive Directors receive a fee which includes any statutory superannuation contributions.

### 6.1. Fee Pool

Under the Constitution, the Board may decide the total amount paid to each Director as remuneration for their services as a Director. Under the Constitution and the ASX Listing Rules, the total amount of fees payable to all Non-Executive Directors for their services must not exceed, in aggregate in any financial year, the amount approved by Shareholders at the Company's general meeting. This amount has been fixed by hipages as \$700,000 per annum. Any change to that aggregate annual sum needs to be approved by Shareholders.

For FY22 hipages is seeking to expand the NED Fee Pool to \$900,000 in order to allow the flexibility to appoint another NED and/or to increase NED fees after the annual NED remuneration review, and will table this agenda item at the AGM scheduled for 30<sup>th</sup> of November 2021.

Current NED Fees are as follows:

	Notes	Chair fee 2021 \$	Member fee 2021 \$
Board	1	300,000	100,000
Audit and Risk Committee	1	10,000	-
Nomination and Remuneration Committee	1	10,000	-

1. The annual base fee of the Chair of the Board is \$300,000 comprising a \$150,000 cash component and a \$150,000 Director Equity component. The annual base fee for members of the Board is \$100,000 comprising a \$70,000 cash component and a \$30,000 Director Equity component. Committee Chair fees are 10,000 cash per annum.

## 6.2. Statutory Non-executive directors' remuneration outcomes

The table below has been prepared in accordance with the requirements of the Corporations Act and relevant Australian Accounting Standards. The figures provided under the equity component are based on accounting values and do not reflect actual cash amounts received by non-executive directors in FY21.

Non-executive KMP	Commenced as KMP	Fees paid in cash \$	Director equity component \$	Non-monetary benefits \$	Superannuation \$	Total remuneration \$	Proportion of remuneration that consists of equity %
<b>2021</b>							
Chris Knoblanche <sup>1</sup>	1/7/2021	131,894	69,957	–	12,466	214,317	33%
Stacey Brown <sup>2</sup>	1/7/2020	54,794	22,356	–	5,125	82,275	27%
Nicholas Gray <sup>3</sup>	2/10/2020	51,973	–	–	–	51,973	–
Inese Kingsmill <sup>4</sup>	1/10/2020	54,794	22,356	–	5,125	82,275	27%
		<b>293,455</b>	<b>114,669</b>	<b>–</b>	<b>22,716</b>	<b>430,840</b>	

- Chris Knoblanche was Chair of hipages Group Pty Ltd immediately prior to the incorporation of hipages Group Holdings Limited on 18 September 2020 and joining the Board of the Company. Fees paid represent total fees paid for his continuous service throughout the entire period. The equity component Chris received in FY21 is described in detail in section 6.3. As disclosed in the IPO Prospectus of hipages dated 21 October 2020, the Chairman will receive an annual grant of \$150,000 of Director Equity Entitlements, on each anniversary of his original date of appointment as Chairman (being 16 March 2020). The first grant due on 16 March 2021 has yet to be made to the Chairman and is subject to a resolution to be considered by shareholders at the Company's 2021 AGM. Subject to shareholders approving the resolution, the Chairman will be granted the Entitlements, with an effective grant date of 16 March 2021.
- Stacey Brown was a director of hipages Group Pty Ltd immediately prior to the incorporation of hipages Group Holdings on 18 September 2020 and joining the Board of the Company. Fees paid represent total fees for her service 18 September 2021. Stacey is entitled to receive equity component described in section 6.3.
- Nicholas Gray joined the board of hipages Group Holdings Limited on 2 October 2020. Mr Gray is not remunerated by hipages due to Mr Gray being a nominee of News Corp Australia, however hipages reimburse News Corp Australia \$70,000 per annum which is equal to the cash component of Non-Executive Director remuneration that would have been paid to Mr Gray.
- Inese Kingsmill joined the board of hipages Group Holdings Limited on 1 October 2020 and fees paid represent total fees for her service from 1 October 2020. Inese is entitled to receive an equity component of remuneration as described in section 6.3.

## Remuneration report (continued)

### 6.3. Non-executive Directors' remuneration details

In addition to director fees paid in cash, with the exception of Nicholas Gray, as a shareholder appointed Director, non-executive directors are eligible for equity on an annual basis to align their remuneration with other Director's remuneration in the technology industry. The equity entitlement component of remuneration is not linked to Board performance.

#### Equity Entitlement

Director Equity Entitlements will be granted annually to the Chair and each Non-Executive Director, other than Nicholas Gray, as part of their remuneration arrangements. The equity entitlement is a right to receive shares in the Company every year, in addition to the cash component of the Director's salary. Under the Director Equity Entitlement:

- the Chair is granted the right to be issued \$150,000 worth of Shares annually on the first anniversary of the date when the Chair was appointed, being 16 March 2020 (subject to vesting conditions, outlined below); and
- each Non-Executive Director is granted the right to be issued \$30,000 worth of Shares annually on the first anniversary of the date when the Non-Executive Director was appointed to hipages Group Holdings Ltd (with no vesting conditions).

The Plan Rules which apply to the Hipages Management Equity Plan (described in Section 3.3) also apply to the Director Equity Entitlements. All grants of Director Equity Entitlements and the issue of Shares thereunder will be subject to the Company's Securities Trading Policy as well as the Corporations Act and the ASX Listing Rules.

#### Chair Equity Entitlement

The Chair's Director Equity Entitlement is subject to time-based vesting conditions under which the entitlements vest in three equal tranches, over a three-year period. That is, while the Chair will be granted the Director Equity Entitlement (representing \$150,000 worth of Shares) on the date that is the first anniversary of the Chair's appointment ("**Year 1 Director Equity Entitlement**"):

- Only the first tranche of the Year 1 Director Equity Grant will vest on the first anniversary since grant date.
- The second tranche of the Year 1 Director Equity Grant will vest on the second anniversary since grant date.
- The third tranche of the Year 1 Director Equity Grant will vest on the third anniversary since grant date.

If the Chair's appointment terminates without cause prior to the second anniversary of his appointment, the Year 1 and Year 2 Director Equity Entitlement will be granted and vested on an accelerated basis on the date of termination.

As disclosed in the IPO Prospectus of hipages dated 21 October 2020, the Chairman will receive an annual grant of \$150,000 of Director Equity Entitlements, on each anniversary of his original date of appointment as Chairman (being 16 March 2020). The first grant due on 16 March 2021 has yet to be made to the Chairman and is subject to a resolution to be considered by shareholders at the Company's 2021 AGM. Subject to shareholders approving the resolution, the Chairman will be granted the Entitlements, with an effective grant date of 16 March 2021.

#### How will the number of shares provided under the Director Equity Entitlements be calculated?

The number of shares which will be provided in respect of a grant of Director Equity Entitlements will depend on the prevailing market price of hipages' shares at the time of the grant. hipages will apply the following formula to calculate the number of shares which will be provided under the Director Equity Entitlements:

**Number of Shares = Value of the vested Director Equity Entitlement (or a vested tranche)/5-day VWAP price**

#### 5 day VWAP price and proposed change to VWAP reference point

The "5 day VWAP price" will be the price per share equal to the its volume weighted average price (VWAP) calculated over 5 consecutive trading days ending on the grant date.

While the formula previously sought to apply a 5-day VWAP calculated over 5 consecutive trading days ending on the day before the vesting, subject to approval of hipages' shareholders, it is proposed going forward that the VWAP will be calculated over 5 consecutive trading days ending on the day before the relevant grant date to give certainty over the number of shares that will be provided in respect of each grant (which could not be calculated at the grant date under the previous formula).

hipages will retain the discretion to satisfy the vesting of Director Equity Entitlements by a new issue of shares or the transfer of shares acquired on-market.



## 7. Remuneration Governance

The Board annually reviews hipages' remuneration principles, practices, strategy and approach to ensure they support hipages' long-term business strategy and are appropriate for a listed company of our size, industry and nature. Robust governance processes for remuneration matters have been put in place.

The Board takes guidance and reviews recommendations from the RNC and makes decisions on remuneration strategy and outcomes for Executive KMP and Non-Executive Directors.

### 7.1 Role of the Remuneration and Nominations Committee

The Board has delegated to the Remuneration and Nominations Committee (RNC) the responsibility for reviewing and making remuneration and Non-Executive and Executive nominations related recommendations to the Board.

The RNC consists of non-executive directors: Inese Kingsmill (Chair), Chris Knoblanche and Nicholas Gray. The CEO & Executive Director, the Chief People & Culture Officer, External Advisors and other Directors and Executives attend meetings as required at the invitation of the Committee Chair.

The RNC has remunerations governance responsibility for:

- the ongoing appropriateness and relevance of the remuneration framework for the Chair, the Board Committees and the non-executive Directors;
- the ongoing appropriateness of the remuneration framework for the Executive Team, any changes to the framework, and the implementation of the framework including any shareholder approvals required; and
- Facilitation of a mechanism for the selection and appointment practices of the Company as well as ensuring a diversity and inclusion lens is applied to remuneration across the business.

Further detail on the Remuneration and Nominations Committee's responsibilities is set out in its Charter, which is reviewed annually and is available on the hipages website at: [www.hipages.com.au](http://www.hipages.com.au) > *About hipages Group* > *Investor Centre* > *Corporate Governance*

### 7.2 Review Executive KMP and other Senior Executive remuneration

Decision area	CEO	RNC	BOARD
KPI's	<ul style="list-style-type: none"> <li>• Sets each Senior Executives quarterly and annual performance KPI's</li> </ul>	<ul style="list-style-type: none"> <li>• Reviews the CEO's recommendations and provides appropriate recommendations to the Board.</li> <li>• Recommends to the Board the CEO's quarterly and annual KPI's</li> </ul>	<ul style="list-style-type: none"> <li>• Reviews the RNC's recommendations and approves or amends</li> </ul>
Vesting Outcomes	<ul style="list-style-type: none"> <li>• Provides appropriate recommendations to the RNC regarding Senior Executive incentive payments based on actual performance outcomes against approved KPI's.</li> </ul>	<ul style="list-style-type: none"> <li>• Assesses both the CEO's recommendations and the CEO's own quarterly and annual performance and remuneration outcomes against agreed targets, formulating a recommendation to the Board.</li> </ul>	<ul style="list-style-type: none"> <li>• Approves current year incentive payments.</li> </ul>
Fixed Remuneration	<ul style="list-style-type: none"> <li>• Provides appropriate recommendations to the RNC of the amount of fixed remuneration of the Executive Team for the future measurement period, considering general performance, market conditions and other external factors.</li> </ul>	<ul style="list-style-type: none"> <li>• Provides appropriate recommendations to the Board of the amount of the CEO's fixed remuneration for the future measurement period, considering general performance, market conditions and other external factors.</li> </ul>	<ul style="list-style-type: none"> <li>• Approves the remuneration and remuneration structure for future measurement periods including incentive targets.</li> </ul>

## Remuneration report *(continued)*

### *7.3 Review of Director Remuneration*

The Board seeks to set the fees for the Non-Executive Directors at a level that provides hipages with the ability to attract and retain Directors of the highest calibre, while incurring a cost that is acceptable to shareholders.

During FY21, the Board policy was that the Chairman and Independent Non-Executive Directors receive remuneration for their services as Directors. Prior to the IPO a review was conducted, and a remuneration framework established for Board Director remuneration.

Non-Executive Director remuneration is additionally governed by resolutions passed at an annual general meeting of shareholders. The group's inaugural AGM is scheduled to take place on 11 November 2021.

### *7.4 Use of Independent Remuneration Consultants*

In accordance with the RNC Charter, the Committee may seek remuneration market data from independent remuneration consultants as required. Any information received may be used as one of the factors taken into consideration by the Board. In FY21 the Committee did review independent consultant market data in order to ensure sound remuneration decisions.

### *7.5 hipages Share Trading Policy*

The Share Trading Policy imposes trading restrictions on all employees who are considered to be in possession of 'inside information' and additional restrictions in the form of trading windows for senior executives. Board members, senior executives and members of the broader management team are prohibited from trading in hipages shares during specific periods prior to the announcement of the half and full year results. This policy applies equally to shares received as part of remuneration. The Securities Policy is available on the hipages website at: [www.corporate.hipages.com.au/about-us/governance](http://www.corporate.hipages.com.au/about-us/governance).

### *7.6 hipages Board Discretion & Financial Audit*

To strengthen the governance of the remuneration strategy, the Board has complete discretion in determining any and all Executive incentive allocations. In addition, approval requests for Executive incentive payments do not get tabled to the Board until after the full financial year external audit has been completed and reviewed by the Audit and Risk Committee (ARC).

## 8. Equity Instrument and other disclosures relating to KMP

### 8.1. Share Holdings

Non-executive and Executive KMP's or their related parties directly or indirectly held shares in hipages as detailed below.

Ordinary shares - Number	Balance on Completion of Initial Public Offering <sup>1</sup> 12 November 2020	Commenced as KMP	Awarded as remuneration	Rights converted to Shares	Other changes	Balance at the end of the financial year 30 June 2021
<i>Non-executive directors</i>						
Chris Knoblanche <sup>2</sup>	239,074	-	-	-	-	239,074
Stacey Brown <sup>3</sup>	40,816	-	-	-	-	40,816
Nicholas Gray <sup>4</sup>	-	-	-	-	-	-
Inese Kingsmill <sup>5</sup>	16,327	-	-	-	-	16,327
	<b>296,217</b>	-	-	-	-	<b>296,217</b>
<i>Executive director</i>						
Robert Sharon-Zipser <sup>6</sup>	8,567,841	-	-	-	-	8,567,841
	<b>8,567,841</b>	-	-	-	-	<b>8,567,841</b>
<i>Senior-executives</i>						
Melissa Fahey <sup>7</sup>	53,838	-	-	-	-	53,838
	<b>53,838</b>	-	-	-	-	<b>53,838</b>

There were no shares granted during the reporting period as compensation.

1. Balance of shares on completion of IPO represents the opening balance.

2. Director equity entitlements will be awarded as part of his current year remuneration on the 1st, 2nd and 3rd anniversary of his appointment as Chairman. Refer 6.3 for further details.

3. Director equity entitlements will be awarded as part of her current year remuneration on the 1st anniversary of her appointment as a Director of hipages Group Holdings Ltd. Refer 6.3 for further details.

4. Equity entitlements will not be granted as part of his remuneration. Refer 6.3 for further details.

5. Equity entitlements will be awarded as part of her current year remuneration on the 1st anniversary of her appointment as a Director. Refer 6.3 for further details.

6. Shares are not granted as remuneration, however, Rights will be awarded as detailed in section 5.2. Opening and closing shares include 1,046,765 shares owned by Hipages ESP Pty Ltd CAN 605 224 128 as trustee for Hipages Employee Share Plan Trust.

7. Shares are not granted as remuneration, however, Rights will be awarded as detailed in section 5.2.

## Remuneration report (continued)

### 8.2. Rights to ordinary shares

Non-executive and Executive KMP's or their related parties directly or indirectly held Rights to ordinary Shares in hipages as detailed below.

Rights - Number	Balance on Completion of Initial Public Offering <sup>1</sup> 12 November 2020	Commenced as KMP	Awarded as remuneration <sup>2</sup>	Rights converted to Shares	Other changes	Balance at the end of the financial year 30 June 2021
<i>Non-executive directors</i>						
Chris Knoblanche <sup>3</sup>	18,935	–	–	–	–	18,935
<i>Executive director</i>						
Robert Sharon-Zipser	–	–	321,429	–	–	321,429
<i>Senior-executives</i>						
Melissa Fahey	272,667	–	110,988	–	–	383,655

1. Balance on completion of Initial Public Offering represents the cumulative opening balance value of rights previously awarded prior the listing of the Company on the ASX. Other than the Rights awarded as remuneration, no other Rights were awarded in the current financial year.

2. In respect of executive KMP, the rights awarded as remuneration were part of the IPO incentive. These will convert to shares subject to vesting condition described in section 5.3.

3. As disclosed in the IPO Prospectus of hipages dated 21 October 2020, the Chairman will receive an annual grant of \$150,000 of Director Equity Entitlements, on each anniversary of his original date of appointment as Chairman (being 16 March 2020). The first grant due on 16 March 2021 has yet to be made to the Chairman and is subject to a resolution to be considered by shareholders at the Company's 2021 AGM. Subject to shareholders approving the resolution, the Chairman will be granted the Entitlements, with an effective grant date of 16 March 2021.

## 9. Executive KMP Contractual arrangements

The following table summarises the contractual arrangements of the Executive KMP:

	Contract details	
	Robert Sharon -Zipser	Melissa Fahey
<b>Base pay per contract; excluding superannuation</b>	\$500,000	\$387,000
<b>Incentive Mix:</b>		
• <b>STI Target, inclusive of superannuation</b>	\$94,500	\$95,914
• <b>LTI Target</b>	\$220,500	\$151,286
<b>Other benefits</b>	Car parking valued at \$8,316 per annum	Car parking valued at \$8,316 per annum
<b>Notice</b>	<p>In respect of the CEO employment may be terminated by either CEO or hipages by providing six months' written notice.</p> <p>In respect of the CFOO employment may be terminated by either the CFOO or hipages by providing 12 weeks' written notice.</p>	
<b>Severance</b>	<p>In respect of the CEO, a severance payment of six months' Base Pay applies where termination is initiated by hipages.<sup>1</sup></p> <p>In respect of the CFOO, a severance payment of 12 weeks Base Pay applies where termination is initiated by hipages.<sup>1</sup></p>	
<b>Restraints</b>	<p>For a period of up to 12 months in respect of the CEO and 6 months in respect of the CFOO following termination of employment, they will be subject to a restraint, which will prohibit them from, directly or indirectly:</p> <ul style="list-style-type: none"> <li>– Engaging in or performing any work in competition with the part of the business of hipages in which he worked in the 12 months preceding the termination of their employment.</li> <li>– Canvassing, soliciting, or enticing away the business or custom of any client, or providing products or services to any client, with whom he (or a person reporting to him) has performed work or had dealings in the 12 months preceding the termination of employment.</li> <li>– Inducing or encouraging any client, supplier, employee, agent, officer, contractor, partner, advisor or consultant with whom he (or a person reporting to him) has performed work or had dealings in the 12 months preceding the termination of employment, to terminate or otherwise alter their business relationship with hipages.</li> </ul> <p>These restraints are expressed to apply to a range of geographic areas of different sizes, namely Australia and New Zealand; Australia: New South Wales; and within two kilometres of the Sydney CBD.</p>	

1. Other than for serious misconduct or unsatisfactory performance.

# Auditor's Independence Declaration



## *Auditor's Independence Declaration*

As lead auditor for the audit of hipages Group Holdings Limited for the year ended 30 June 2021, I declare that to the best of my knowledge and belief, there have been:

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

This declaration is in respect of hipages Group Holdings Limited and the entities it controlled during the period.

A handwritten signature in black ink, appearing to read 'M Valerio', is positioned above the printed name.

Mark Valerio  
Partner  
PricewaterhouseCoopers

Sydney  
26 August 2021

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**PricewaterhouseCoopers, ABN 52 780 433 757**

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**Consolidated  
financial  
statements**

# Consolidated statement of profit or loss

For the year ended 30 June 2021

	Notes	30 June 2021 \$'000	30 June 2020 \$'000
<b>Continuing operations</b>			
Revenue	2.3	55,806	46,939
Other income	2.3	-	187
		<b>55,806</b>	47,126
<b>Expenses excluding interest, tax, depreciation, and amortisation</b>			
Employee benefits expenses	4.1	(17,264)	(13,830)
Marketing related expenses		(15,973)	(16,706)
Operations and administration expenses		(8,443)	(6,044)
Employee share options expense	4.1	(2,152)	(1,485)
Impairment of receivables	3.2	(1,322)	(1,369)
Transaction costs related to IPO		(4,784)	-
Net other expenses		(265)	(16)
<b>Total expenses excluding interest, tax, depreciation, and amortisation</b>		<b>(50,803)</b>	(39,450)
<b>Earnings before interest, tax, depreciation, and amortisation (EBITDA)</b>		<b>5,603</b>	7,676
Depreciation and amortisation	2.4	(8,583)	(9,000)
<b>Loss before interest and income tax</b>		<b>(2,980)</b>	(1,324)
Finance income	2.5	265	158
Finance expenses	2.5	(3,484)	(4,074)
<b>Net finance expenses</b>	2.5	<b>(3,219)</b>	(3,916)
<b>Loss before income tax from continuing operations</b>		<b>(6,199)</b>	(5,240)
Income tax expense	2.7	-	-
<b>Loss for the year from continuing operations</b>		<b>(6,199)</b>	(5,240)
<b>Discontinued operations</b>			
Revenue from discontinued operations	2.3	-	1,835
Expenses from discontinued operations		-	(3,056)
<b>Loss before tax from discontinued operations</b>		-	(1,221)
Income tax expense from discontinued operations		-	-
<b>Loss for the year from discontinued operations</b>		-	(1,221)
<b>Post tax gain on disposal of discontinued operations</b>	2.2	-	547
<b>Loss for the period, attributable to the members of the Group</b>		<b>(6,199)</b>	(5,914)
		<b>Cents</b>	Cents
<b>Earnings per share attributable to the ordinary equity holders of the Group:</b>			
<i>Basic and diluted earnings per share:</i>			
From continuing operations	2.6	(5.04)	(4.74)
From discontinued operation		-	(0.61)
From continuing and discontinued operations	2.6	(5.04)	(5.35)

The above Consolidated statement of profit or loss should be read in conjunction with the accompanying notes.



# Consolidated statement of comprehensive income

For the year ended 30 June 2021

	30 June 2021 \$'000	30 June 2020 \$'000
Loss for the period attributable to members of the Company	(6,199)	(5,914)
Other comprehensive income		
There are no items of other comprehensive income		
Other comprehensive profit net of tax	-	-
<b>Total comprehensive loss, attributable to owners of hipages Group Holdings Limited</b>	<b>(6,199)</b>	<b>(5,914)</b>

The above Consolidated statement of comprehensive income should be read in conjunction with the accompanying notes.

# Consolidated statement of financial position

As at 30 June 2021

	Notes	30 June 2021 \$'000	30 June 2020 \$'000
<b>ASSETS</b>			
<b>Current assets</b>			
Cash and cash equivalents	3.1	30,303	8,822
Funds on deposit	3.1	2,271	2,271
Trade and other receivables	3.2	1,461	1,426
Other assets	3.3	1,976	1,086
<b>Total current assets</b>		<b>36,011</b>	13,605
<b>Non-current assets</b>			
Other assets	3.3	639	922
Financial assets at fair value through other comprehensive income		800	800
Property, plant and equipment	3.4	1,868	2,323
Right-of-use asset	3.6	6,370	6,979
Intangible assets	3.5	11,596	10,726
<b>Total non-current assets</b>		<b>21,273</b>	21,750
<b>Total assets</b>		<b>57,284</b>	35,355
<b>LIABILITIES</b>			
<b>Current liabilities</b>			
Trade and other payables	3.7	7,235	6,720
Contract liabilities	3.8	3,715	3,510
Borrowings	5.1	-	1,795
Provisions	3.9	1,461	1,547
Lease liabilities	3.6	3,086	2,283
<b>Total current liabilities</b>		<b>15,497</b>	15,855
<b>Non-current liabilities</b>			
Borrowings	5.1	-	12,118
Provisions	3.9	552	397
Lease liabilities	3.6	5,495	7,384
Other		-	221
<b>Total non-current liabilities</b>		<b>6,047</b>	20,120
<b>Total liabilities</b>		<b>21,544</b>	35,975
<b>Net assets</b>		<b>35,740</b>	(620)
<b>EQUITY</b>			
Issued capital	5.4	315,775	48,087
Reserves	5.5	(220,443)	4,017
Accumulated losses	5.6	(59,592)	(52,724)
<b>Total equity</b>		<b>35,740</b>	(620)

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

# Consolidated statement of changes in equity

For the year ended 30 June 2021

Attributable to owners of hipages Group Holdings Limited

	Notes	Contributed equity \$'000	Capital reorganisation reserve \$'000	Share-based payments reserve \$'000	Translation & other reserves \$'000	Accumulated losses \$'000	Total \$'000
<b>Balance at 1 July 2019</b>		47,986	-	3,601	-	(46,810)	4,777
Loss for the period, attributable to the members of the Group		-	-	-	-	(5,914)	(5,914)
Other comprehensive loss for the year, net of tax		-	-	-	(1,069)	-	(1,069)
<b>Transactions with owners in their capacity as owners:</b>							
Contributions of equity, net of transaction costs		101	-	-	-	-	101
Equity settled share-based payment		-	-	1,485	-	-	1,485
<b>Balance at 30 June 2020</b>		48,087	-	5,086	(1,069)	(52,724)	(620)
<b>Balance at 1 July 2020</b>							
		<b>48,087</b>	-	<b>5,086</b>	<b>(1,069)</b>	<b>(52,724)</b>	<b>(620)</b>
Loss for the period, attributable to the members of the Group		-	-	-	-	(6,199)	(6,199)
<b>Transactions with owners in their capacity as owners:</b>							
Contributions of equity pre-IPO	5.4	300	-	-	-	-	300
Conversion of convertible note	5.4	5,044	-	-	-	497	5,541
Settlement of risk participation fee	5.4	(1,542)	-	-	-	(1,166)	(2,708)
Capital reorganisation	5.4	(51,889)	(226,612)	-	-	-	(278,501)
New shares issued to existing shareholders	5.4	218,076	-	-	-	-	218,076
New shares issued to new shareholders under the primary offering	5.4	40,000	-	-	-	-	40,000
New shares issued to new shareholders under the secondary offering	5.4	60,424	-	-	-	-	60,424
Contributions of equity - transaction costs related to IPO	5.4	(2,795)	-	-	-	-	(2,795)
Equity settled share-based payment	5.4	-	-	2,152	-	-	2,152
Contributions of equity, net of transaction costs	5.4	70	-	-	-	-	70
<b>Balance at 30 June 2021</b>		<b>315,775</b>	<b>(226,612)</b>	<b>7,238</b>	<b>(1,069)</b>	<b>(59,592)</b>	<b>35,740</b>

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

# Consolidated statement of cash flows

For the year ended 30 June 2021

	Notes	30 June 2021 \$'000	30 June 2020 \$'000
<b>Cash flows from operating activities</b>			
Receipts from customers (inclusive of GST)		60,340	52,168
Payments to suppliers and employees (inclusive of GST)		(47,850)	(40,449)
		12,490	11,719
Transaction costs in relation to secondary offer		(4,771)	-
Interest received		231	158
Interest paid, including on lease liabilities		(1,088)	(1,805)
<b>Net cash flows from operating activities</b>	3.1	<b>6,862</b>	10,072
<b>Cash flows from investing activities</b>			
Payment for purchase of business		(88)	(175)
Payments for property, plant and equipment	3.4	(368)	(191)
Payments for intangible assets	3.5	(6,806)	(6,666)
Proceeds from funds on deposit		-	1,018
Proceeds from divestments		121	289
<b>Net cash flows used in investing activities</b>		<b>(7,141)</b>	(5,725)
<b>Cash flows from financing activities</b>			
Proceeds from issue of shares	5.4	40,300	-
Proceeds from borrowings	5.1	3,000	3,500
Repayment of borrowings		(16,002)	(1,443)
Payment of principal portion of lease liabilities		(2,733)	(2,869)
Payment of transaction costs on issue of new shares		(2,805)	-
<b>Net cash flows from / (used in) financing activities</b>		<b>21,760</b>	(812)
<b>Net increase in cash and cash equivalents</b>		<b>21,481</b>	3,535
Cash and cash equivalents at the beginning of the period		8,822	5,287
<b>Cash and cash equivalents at end of the period</b>		<b>30,303</b>	8,822

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

# Notes to the consolidated financial statements

For the year ended 30 June 2021

## 1. Basis of preparation

### 1.1. Reporting entity

These consolidated financial statements are for the Group consisting of hipages Group Holdings Limited (the “Company” or “parent entity”) and its subsidiaries (together referred to as the “Group” or “Consolidated Entity” and individually as “Group Entities”) for the year ended 30 June 2021 and were authorised for issue in accordance with a resolution of the directors on 26 August 2021.

The Company provides an online marketplace and Software-as-a-Service (SaaS) provider connecting tradies with residential and commercial consumers. The company is limited by shares, incorporated and domiciled in Australia. The registered office is located at 255 Pitt Street Sydney, NSW, Australia.

### 1.2. Incorporation, company restructure and listing on the Australian Securities Exchange

hipages Group Holdings Limited was incorporated on 18 September 2020 and became the parent company of hipages Group Pty Limited in a restructure where existing shareholders exchanged their shares in hipages Group Pty Limited for shares in the Company.

Prior to the restructure, hipages Group Pty Limited was the parent company of the Group. The restructure has been accounted for as a capital reorganisation and did not result in a business combination for accounting purposes. Financial information of the Company has been presented as a continuation of hipages Group Pty Limited. Accordingly, the assets and liabilities continued to be recorded at their existing values in the Consolidated Statement of financial position.

Prior period financial information contained within this report represents the consolidated historical financial information for hipages Group Pty Limited.

On 12 November 2020, the Company successfully listed on the Australian Securities Exchange (ASX) following an Initial Public Offering (IPO) which raised \$100.4 million (before costs), which included \$40m by way of a subscription into the Company and approximately \$60m by way of a secondary sell-down of existing shareholders.

### 1.3. Basis of preparation

These general purpose financial statements:

- Have been prepared in accordance with Australian Accounting Standards (AASB’s) and interpretations issued by the Australian Accounting Standards Board and the Corporations Act 2001.
- Comply with International Financial Reporting Standards (IFRS’s) as issued by the International Standards Board (IASB);
- Have been prepared on a going concern basis.
- Have been prepared under the historical cost convention except for the revaluation of financial assets and liabilities (including derivative instruments) measured at fair value through other comprehensive income.
- Are presented in Australian dollars with amounts rounded off in accordance with ASIC Corporations (Rounding in Financial/Directors’ Reports) Instrument 2016/191 to the nearest thousand dollars, or in certain cases, the nearest dollar.

As at 30 June 2021, the Group had net assets of \$35.740 million (30 June 2020: Net liabilities \$0.620 million)

The positive net asset position in the current period arose as a result of the positive operating cashflows and the proceeds from the primary IPO process net of payment of offer costs of \$7.576 million, \$1.890 million cash redemption of convertible notes and repayment of venture debt of \$14.042 million.

### 1.4. Key accounting estimates

In preparing these financial statements, management is required to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses.

The areas involving a higher degree of judgement and use of an estimate are described in the relevant notes.

# Notes to the consolidated financial statements (continued)

For the year ended 30 June 2021

Estimates and underlying assumptions are continuously evaluated and are based on historical experience and other factors, including expectations of future events that may have a financial impact on the entity that are believed reasonable in the circumstances are reviewed on an ongoing basis. Actual results may differ from these estimates.

## 2. Business performance

### 2.1. Segment information

#### Accounting policy: Operating Segment

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Makers (CODM), being the Chief Executive Officer and the Chief Finance and Operations Officer. The operating segments operating results are reviewed regularly by CODM to assess performance of the business and to make decisions about resources to be allocated to the segment.

Segment results that are reported to the CODM include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Operating segments that exhibit similar long-term economic characteristics, and have similar products, processes, customers, distribution methods and regulatory environments are aggregated into segments. The Group has one reportable segment, in addition to a discontinued operation as summarised below:

#### **On-demand home improvement tradesperson platform**

This segment is an online tradie marketplace and Software-as-a-Service (SaaS) provider connecting tradies with residential and commercial consumers.

#### **Discontinued operations**

During year ended 30 June 2020, hipages discontinued the following businesses:

- sold Natural Therapy Pages Pty Ltd and subsidiaries UK Pages Pty Ltd, Natural Therapy Pages Limited (UK registered company), NZ Pages Pty Ltd and Natural Therapy Pages Limited (NZ registered company) (together, "NTP"), on 31 May 2020. NTP is an online marketplace for natural health services.
- sold the intangible assets of Australian business directory, Start Local Pty Limited ("Start Local") on 22 June 2020.
- discontinued Pet Pages Pty Ltd ("Pet Pages"), an online marketplace for pet industry service providers and retailers.

#### Segment information

##### *Segment revenue*

The revenue from external customers reported to the CODM is measured in a manner consistent with that in the Consolidated statement of profit and loss. There are no sales between segments. Segment revenue reconciles to total revenue provided in note 2.3.

##### *Major customers*

The Group did not derive 10% or more of its revenues from any single external customer.

##### *Segment result*

The CODM assesses performance based on a measure of EBITDA (Earnings before interest, tax, depreciation, and amortisation). In addition, when assessing performance, the CODM consider the effects of non-recurring expenditure from the operating segments such as one-off IPO listing costs, restructuring costs, asset impairments as well as any business combination acquisition transaction costs which, although expensed under IFRS, are considered to otherwise distort the operational view of the business.

## Information about reportable segments

	On demand home improvement tradesperson platform 12 months ended		Discontinued operations (the "Disposal group") 12 months ended		Total operations 12 months ended	
	30-Jun-21 \$'000	30-Jun-20 \$'000	30-Jun-21 \$'000	30-Jun-20 \$'000	30-Jun-21 \$'000	30-Jun-20 \$'000
<b>Sales revenue</b>	<b>55,806</b>	46,939	-	1,835	<b>55,806</b>	48,774
<b>Segment EBITDA</b>	<b>5,603</b>	7,676	-	(1,221)	<b>5,603</b>	6,455
Depreciation and amortisation	<b>(8,583)</b>	(9,000)	-	-	<b>(8,583)</b>	(9,000)
<b>Segment EBIT</b>	<b>(2,980)</b>	(1,324)	-	(1,221)	<b>(2,980)</b>	(2,545)
Net financing expense	<b>(3,219)</b>	(3,916)	-	-	<b>(3,219)</b>	(3,916)
Post tax gain on disposal of discontinued operations	-	-	-	547	-	547
<b>Segment NPAT</b>	<b>(6,199)</b>	(5,240)	-	(674)	<b>(6,199)</b>	(5,914)
	<b>30-Jun-21 \$'000</b>	<b>30-Jun-20 \$'000</b>	<b>30-Jun-21 \$'000</b>	<b>30-Jun-20 \$'000</b>	<b>30-Jun-21 \$'000</b>	<b>30-Jun-20 \$'000</b>
<b>Segment assets</b>	<b>57,284</b>	35,355	-	-	<b>57,284</b>	35,355

## 2.2. Discontinued operations

### Financial performance

The financial performance of the discontinued operations during the year ended 30 June 2020 is set out above in note 2.1.

### Post tax gain on disposal of discontinued operation

The gain on the divestment of \$0.547 million was recognised during the financial year ended 30 June 2020.

	30 June 2021 \$'000	30 June 2020 \$'000
<b>Final sale price</b>		
Cash	-	289
Fair value of deferred consideration	-	499
Total proceeds	-	788
<b>Net assets disposed</b>	-	(241)
<b>Net gain on sale of discontinued businesses before income tax</b>	-	<b>547</b>
<b>Income tax expense</b>	-	-
<b>Gain of divestment</b>	-	547

# Notes to the consolidated financial statements (continued)

For the year ended 30 June 2021

## 2.2. Discontinued operations (continued)

### Cash flow information

	30 June 2021 \$'000	30 June 2020 \$'000
Net cash flows from operating activities	-	(2,023)
Net cash flows from investing activities	-	289
<b>Net decrease in cash generated by discontinued operations</b>	<b>-</b>	<b>(1,734)</b>

## 2.3. Revenue and other income

### Accounting policy: Revenue and other income

AASB 15 Revenue from Contracts with Customers establishes a framework for revenue recognition. It is based on the principle that revenue is recognised when control of a good or service transfers to a customer, either over time or at a point in time, depending on when performance obligations are satisfied.

The following represent the two identified performance obligations:

- the right for customers to access potential leads / jobs: Customers have a right to have their business(es) advertised on the relevant entity's online directory and have access to potential leads. That is the relevant entity, in the hipages Group, will advertise the customers business(es) on its online directories and make it available to appear in public searches made by consumers online seeking their services. If a job is requested by a consumer in the same geographical area and specialist skill as the customer, they will be notified of the lead and have access to the lead / job.
- the right to respond to these leads: : Under the contract Customers have the right to respond to leads / jobs they are notified of. Customers will use any lead credits they have purchased separately or that is included in their Value Cap when responding to leads. hipages Group will provide the customer with the consumer's contact details to be able to quote for the job.

These are recognised over time (on an output method) and point in time respectively.

Consideration that is fixed or highly probable is included in the transaction price allocated to the performance obligation. The predominant billing structure for these performance obligations is either a bundled upfront fee, an upfront or ongoing subscription fee, or on a pay-per-lead fee.

The revenue from bundled upfront fees are allocated between the two performance obligations and recognised accordingly. The allocation is based on their stand-alone selling prices, and any discount is proportionately allocated.

Revenue for the right for customers to access potential leads is recognised over the subscription period agreed with the customer (which in most cases is 6 or 12 months). Revenue for the right to respond to leads is recognised at the time the leads are claimed.

The consolidated entity does not expect to have any contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. As a consequence, the consolidated entity does not adjust any of the transaction prices for the time value of money.

### Key estimate and judgement

#### Lead credits and lead utilisation

Lead credit is an advance payment made by the customer to hipages for leads to which they choose to respond. Once the lead credit is utilised, the customer is charged a fee per lead. The historical rate of lead credit utilisation is used to estimate:

- the future lead credit usage and;
- timing of usage, in order to assess the impact to its revenue recognition resulting from its new product offering.



	30 June 2021 \$'000	30 June 2020 \$'000
<b>Sales revenue</b>		
<b>Continuing operations</b>		
Contracts with customers - recurring revenue	52,664	42,200
Contracts with customers - transactional revenue	1,722	3,446
Rental income	1,420	1,293
<b>Total revenue from continuing operations</b>	<b>55,806</b>	46,939
<b>Discontinued operations</b>		
Contracts with customers - discontinued operations	-	1,835
<b>Total revenue from discontinued operations</b>	-	1,835
<b>Total revenue</b>	<b>55,806</b>	48,774

Recurring revenue is subscription-based revenue and is recognised over time as performance obligations are satisfied. Transactional revenue is recognised at a point in time when the performance obligations are satisfied.

	30 June 2021 \$'000	30 June 2020 \$'000
<b>Other income</b>		
Fair value on embedded derivative	-	187
<b>Total other income</b>	-	187

#### 2.4. Depreciation and amortisation expense

	30 June 2021 \$'000	30 June 2020 \$'000
<b>Depreciation</b>		
Plant and equipment	289	355
Leasehold improvements	531	528
Right-of-use assets	1,827	2,114
<b>Total depreciation</b>	<b>2,647</b>	2,997
<b>Amortisation</b>		
Software and other intangibles	67	-
Capitalised development costs	5,869	6,003
<b>Total amortisation</b>	<b>5,936</b>	6,003
<b>Total depreciation and amortisation</b>	<b>8,583</b>	9,000

## Notes to the consolidated financial statements (continued)

For the year ended 30 June 2021

### 2.5. Net finance expenses

#### Accounting policy: Interest

##### Finance income

Interest revenue is recognised as 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.

Interest revenue is included in the financial assets classed as Fair Value through Profit and Loss and in the net fair value gain/loss on these assets. Interest is also included in the lease receivable calculation for hipages' sub-leases.

##### Interest expense

Interest expense is recognised as it accrues and becomes payable. Interest expense is also included in hipages finance lease

	30 June 2021 \$'000	30 June 2020 \$'000
<b>Finance expenses</b>		
Interest and finance charges paid/payable	(2,605)	(2,824)
Finance Costs – lease liability interest	(879)	(1,250)
	<b>(3,484)</b>	<b>(4,074)</b>
<b>Finance income</b>		
Interest revenue calculated using the effective interest method	245	158
Unwind interest on deferred settlement	20	-
	<b>265</b>	<b>158</b>
<b>Net finance costs expensed</b>	<b>(3,219)</b>	<b>(3,916)</b>

## 2.6. Earnings per share (EPS)

### Accounting policy: Earnings per share

The Group presents basic and diluted EPS in the Consolidated statement of profit and loss.

**Basic earnings per share** is calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of ordinary shares outstanding during the financial year.

**Diluted earnings per share** adjusts the figures used in determining the basic earnings per share to take into account the after-income tax effect of interest and other financing costs associated with the dilutive potential ordinary shares and the weighted average number of additional ordinary shares that would have been outstanding assuming the conversion of all dilutive potential ordinary shares.

### Potential ordinary shares

Performance rights granted to employees under the employee share plans are considered to be potential ordinary shares and have been included in the determination of diluted earnings per share to the extent to they are dilutive. The rights to shares have not been included in the determination of basic earnings per share. Details relating to rights to shares are set out in note 4.2, Share-based payment arrangements.

	30 June 2021 \$'000	30 June 2020 \$'000
<b>Earnings used in calculating earnings per share</b>		
Basic and diluted loss - from continuing operations	(6,199)	(5,240)
Basic and diluted loss - from discontinued operations	-	(674)
Basic and diluted loss attributable to the ordinary equity holders of the Company - from continuing and discontinued operations	(6,199)	(5,914)
	30 June 2021 Number	30 June 2020 Number
<b>Weighted average number of shares used as denominator</b>		
Issued ordinary shares	130,030,702	888,809
Impact of shares issued on IPO	(7,121,629)	109,632,743
Weighted average number of ordinary shares used as the denominator	122,909,073	110,632,234
	30 June 2021 Cents	30 June 2020 Cents
<b>Basic and diluted earnings per share</b>		
<b>Attributable to the ordinary equity holders of the Company</b>		
From continuing operations	(5.04)	(4.74)
From discontinued operations	-	(0.61)
From continuing and discontinued operations	(5.04)	(5.35)

# Notes to the consolidated financial statements (continued)

For the year ended 30 June 2021

## 2.7. Income tax

### Accounting policy: Income tax

The income tax expense or revenue for the period is the tax payable on the current period's taxable income based on the national income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences between the tax bases of assets and liabilities and their carrying amounts in the financial statements, and to unused tax losses.

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to apply when the assets are recovered or liabilities are settled, based on those tax rates which are enacted or substantively enacted for each jurisdiction except for:

- When the deferred income tax asset or liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and that, at the time of the transaction, affects neither the accounting nor taxable profits; or
- When the taxable temporary difference is associated with interests in subsidiaries, associates or joint ventures, and the timing of the reversal can be controlled, and it is probable that the temporary difference will not reverse in the foreseeable future.

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

The carrying amount of recognised and unrecognised deferred tax assets are reviewed at each reporting date. Deferred tax assets recognised are reduced to the extent that it is no longer probable that future taxable profits will be available for the carrying amount to be recovered. Previously unrecognised deferred tax assets are recognised to the extent that it is probable that there are future taxable profits available to recover the asset.

Deferred tax liabilities and assets are not recognised for temporary differences between the carrying amount and tax bases of investments in controlled entities where the parent entity is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets and liabilities are offset only where there is a legally enforceable right to offset current tax assets against current tax liabilities and deferred tax assets against deferred tax liabilities; and they relate to the same taxable authority on either the same taxable entity or different taxable entities which intend to settle simultaneously.

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

hipages and its subsidiaries are not part of any income tax consolidated group as described under AASB Interpretation 1052.

### Accounting policy: GST and other similar taxes

Revenues, expenses, and assets are recognised net of the amount of associated GST, unless the GST incurred is not recoverable from the tax authority. In this case it is recognised as part of the cost of the acquisition of the asset or as part of the expense.

Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, the tax authority is included in other receivables or other payables in the Consolidated statement of financial position.

Cash flows are presented on a gross basis. The GST components of cash flows arising from investing or financing activities which are recoverable from, or payable to the tax authority, are presented as operating cash flows.

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

### Key estimate and judgement

The Group has not recognised deferred tax assets relating to carry forward tax losses or unused tax offsets. The utilisation of carry forward tax losses is dependent upon the extent to which they can be utilised and on the ability of the entity to satisfy certain tests at the time the losses are recouped.

Income tax expense is recognised at an amount determined by multiplying the profit before tax for the reporting period by management's best estimate of the annual effective income tax rate expected for the full financial year.

The Group's consolidated effective tax rate for the year ended 30 June 2021 was 0% (30 June 2020: 0%). This is due to the availability of carry forward tax losses and tax offsets.

	30 June 2021 \$'000	30 June 2020 \$'000
<b>Income tax expense / (benefit)</b>		
<b>Current tax</b>		
Current tax expense / (benefit)	-	-
Under / (Over provision) in prior years	-	-
<b>Deferred tax</b>		
Deferred tax expense / (benefit)	-	-
Under / (Over provision) in prior years	-	-
<b>Total income tax expense / (benefit)</b>	-	-

	30 June 2021 \$'000	30 June 2020 \$'000
<b>Numerical reconciliation of income tax expense / (benefit) to prima facie tax payable</b>		
<b>Loss from continuing and discontinued operations before tax</b>	<b>(6,199)</b>	(5,914)
Income tax expense / (benefit) calculated at 30% (2020: 30%)	<b>(1,860)</b>	(1,774)
Tax effect of amounts that are not deductible / (taxable) in calculating income tax:		
Share based payments	<b>587</b>	446
Current year tax loss not recognised	<b>5,922</b>	828
Brought forward tax loss/R&D credit benefit derecognised / (used)	<b>(9,843)</b>	699
Capitalised costs not recognised through through profit / (loss)	<b>(653)</b>	-
Interest expense on convertible note and notional interest on Call of Service acquisition	<b>303</b>	238
Fair value gain on remeasurement of convertible note	-	(62)
Notional interest expense on Marshall's facility	<b>326</b>	-
Non-deductible loss on Convertible Notes at IPO	<b>150</b>	-
Transaction costs for the sale of divested businesses	-	14
Net capital gain on the sale of divested businesses	-	159
Net accounting gain on the sale of divested businesses	-	(152)
Amortisation expense on business acquisition intangible asset	-	26
Adjustment recognised for prior periods	<b>5,068</b>	(422)
<b>Total income tax expense / (benefit) reported in the consolidated statement of profit and loss</b>	-	-

## Notes to the consolidated financial statements (continued)

For the year ended 30 June 2021

### 2.7. Income tax (continued)

	30 June 2021 \$'000	30 June 2020 \$'000
<b>Deferred tax assets</b>		
<b>The balance comprises temporary differences attributable to:</b>		
Employee benefits	681	527
Capital raising costs	1,870	148
Doubtful debts	194	154
Accrued expenses	156	96
Leasehold assets	390	277
Tax losses recognised	-	779
AASB 16 Lease liabilities	2,574	2,900
Intangible assets	298	-
Deferred tax assets not recognised to the extent of Deferred Tax liabilities	(4,066)	-
<b>Total deferred tax assets</b>	<b>2,097</b>	<b>4,881</b>
<b>Deferred tax liabilities</b>		
Intangible assets	-	(2,528)
AASB 16 Right of Use Asset	(2,097)	(2,353)
<b>Total deferred tax liabilities</b>	<b>(2,097)</b>	<b>(4,881)</b>
<b>Net Deferred Tax</b>	<b>-</b>	<b>-</b>
	30 June 2021 \$'000	30 June 2020 \$'000
<b>Tax losses</b>		
Unused tax losses for which no deferred tax asset has been recognised	30,170	28,674
Potential tax benefit @ 30%	9,051	8,602
<b>Research and Development tax incentive</b>		
Unused R&D offsets for which no deferred tax asset has been recognised	4,420	12,084
Potential tax benefit @ 38.5%	1,702	4,652

### 3. Working capital and operating assets

#### 3.1. Cash and cash equivalents

##### Accounting policy: Cash and cash equivalents

Cash and cash equivalents include cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities 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 Consolidated statement of cash flows presentation purposes, cash and cash equivalents also includes bank overdrafts, which are shown within borrowings in current liabilities on the balance sheet.

The Group's exposure to interest rate risk is discussed in Note 5.2 Financial Risk Management.

	30 June 2021 \$'000	30 June 2020 \$'000
Cash at bank and in hand	30,303	8,822
	<b>30,303</b>	8,822

	30 June 2021 \$'000	30 June 2020 \$'000
Committed cash (bank guarantees)	2,271	2,271

Committed cash represents cash in term deposits held as bank guarantees for the lease of the Company's Sydney office premises. Further information is set out in note 5.9 Contingencies.

#### Reconciliation of cash flows from operating activities

<b>Loss for the period</b>	<b>(6,199)</b>	(5,914)
<b>Adjustments to reconcile loss to net cash flows:</b>		
Depreciation and amortisation	8,583	9,000
Share-based payments	1,368	1,485
Non-cash interest	2,362	2,269
Non-cash marketing expense	-	2,752
Net loss / (gain) on divestment of subsidiaries	-	(258)
Non-cash fair value adjustment to embedded derivative	1,450	(207)
Other non-cash items	6	-
<i>Change in operating assets and liabilities:</i>		
(Increase) in trade and other receivables	(35)	(196)
(Increase) /decrease in current assets	(1,094)	2,661
(Decrease) in trade and other payables	(547)	(1,635)
Increase / (Decrease) in contract liabilities	205	(146)
Increase in provisions	763	261
<b>Net cash flows from/(used in) operating activities</b>	<b>6,862</b>	10,072

# Notes to the consolidated financial statements

For the year ended 30 June 2021

## 3.2. Trade and other receivables

### Accounting policy: Trade and other receivables

#### Trade receivables

Trade receivables are amounts due from customers for goods sold or services performed in ordinary course of business. Trade receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any allowance for expected credit losses. Trade receivables are generally due for settlement within 30 days. Trade and other receivables expected to be settled within 12 months of the balance sheet date are classified as current, otherwise they are classified as non-current.

The consolidated entity has applied the simplified approach to measuring expected credit losses, which uses a lifetime expected loss allowance. To measure the expected credit losses, trade receivables have been grouped based on days overdue.

#### Other receivables

Other receivables are recognised at amortised cost, less any allowance for expected credit losses.

#### Fair value of trade receivables

Due to the short-term nature of the current receivables, their carrying amount is considered to be the same as their fair value.

	30 June 2021 \$'000	30 June 2020 \$'000
Trade receivables	2,062	1,863
Less: Allowance for expected credit loss	(648)	(513)
	1,414	1,350
Other trade receivables	47	76
<b>Total trade and other receivables</b>	<b>1,461</b>	<b>1,426</b>

Other trade receivables represent unbilled revenue.

Ageing of the Group's trade receivables at the reporting date is as follows:	\$'000	\$'000
Not past due	684	792
Past due 0 – 30 days	283	167
Past due 31 – 90 days	206	176
Past due more than 90 days	889	728
<b>Total trade receivables</b>	<b>2,062</b>	<b>1,863</b>

Expected credit loss rate:	%	%
Not past due	2%	3%
Past due 0 – 30 days	18%	20%
Past due 31 – 90 days	23%	22%
Past due more than 90 days	60%	58%



<b>Allowance for expected credit loss:</b>	<b>\$'000</b>	<b>\$'000</b>
Not past due	<b>15</b>	20
Past due 0 – 30 days	<b>51</b>	33
Past due 31 – 90 days	<b>48</b>	39
Past due more than 90 days	<b>534</b>	421
<b>Total allowance for expected credit loss</b>	<b>648</b>	513

<b>Reconciliation of movement - Expected credit loss</b>	<b>\$'000</b>	<b>\$'000</b>
Opening net book amount	<b>513</b>	542
Provisions made during the year	<b>1,457</b>	1,369
Reduction of provision	<b>(1,322)</b>	(1,398)
<b>Total expected credit loss provision</b>	<b>648</b>	513

### 3.3. Other assets

#### Accounting policy: Other assets

##### Investments and other financial assets

Investments and other financial assets are initially measured at fair value. Transaction costs are included as part of the initial measurement, except for financial assets at fair value through profit or loss. Such assets are subsequently measured at either amortised cost or fair value depending on their classification. Classification is determined based on both the business model within which such assets are held and the contractual cash flow characteristics of the financial asset unless an accounting mismatch is being avoided.

Financial assets are derecognised when the rights to receive cash flows have expired or have been transferred and the consolidated entity has transferred substantially all the risks and rewards of ownership. When there is no reasonable expectation of recovering part or all of a financial asset, its carrying value is written off.

##### *Financial assets at fair value through profit or loss*

Financial assets not measured at amortised cost or at fair value through other comprehensive income are classified as financial assets at fair value through profit or loss. Typically, such financial assets will be either: (i) held for trading, where they are acquired for the purpose of selling in the short-term with an intention of making a profit, or a derivative; or (ii) designated as such upon initial recognition where permitted. Fair value movements are recognised in profit or loss.

##### *Financial assets at fair value through other comprehensive income*

Financial assets at fair value through other comprehensive income include equity investments which the consolidated entity intends to hold for the foreseeable future and has irrevocably elected to classify them as such upon initial recognition.

##### *Impairment of financial assets*

The consolidated entity recognises a loss allowance for expected credit losses on financial assets which are either measured at amortised cost or fair value through other comprehensive income. The measurement of the loss allowance depends upon the consolidated entity's assessment at the end of each reporting period as to whether the financial instrument's credit risk has increased significantly since initial recognition, based on reasonable and supportable information that is available, without undue cost or effort to obtain.

# Notes to the consolidated financial statements

For the year ended 30 June 2021

## 3.3. Other assets (continued)

	30 June 2021 \$'000	30 June 2020 \$'000
<b>Other assets - current</b>		
Deposits and prepayments	1,295	421
Lease receivable (sub leases)	223	255
Deferred consideration	150	187
Other	308	223
<b>Total</b>	<b>1,976</b>	<b>1,086</b>
<b>Other assets - non-current</b>		
Lease receivable (sub leases)	398	609
Deferred consideration	241	313
<b>Total</b>	<b>639</b>	<b>922</b>

The deferred consideration is due to be received in full by 31 December 2022.

## 3.4. Property plant and equipment

### Accounting policy: Property plant and equipment

Property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the consolidated income Consolidated statement of profit and loss during the financial period in which they are incurred.

Depreciation on assets is calculated using the straight-line method to allocate their cost or revalued amounts, net of their residual values, over their estimated useful lives. The depreciation rate for each class of assets is:

- Equipment 25%
- Leasehold improvement 25% or over the lease term

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each balance sheet date. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the Consolidated statement of profit and loss. When revalued assets are sold, the amounts included in other reserves in respect of those assets is transferred to retained earnings.

	30 June 2021 \$'000	30 June 2020 \$'000
Property plant and equipment - at cost	5,598	5,968
Less accumulated depreciation	(3,730)	(3,645)
<b>Total property plant and equipment</b>	<b>1,868</b>	<b>2,323</b>
<b>Comprising</b>		
Leasehold improvements	1,288	1,809
Plant and equipment	580	514
<b>Total property plant and equipment</b>	<b>1,868</b>	<b>2,323</b>

Reconciliation of movement	Plant and equipment \$'000	Leasehold improvements \$'000	Total \$'000
<b>Balance at 1 July 2019</b>	715	2,313	3,028
Additions	154	24	178
Depreciation	(355)	(528)	(883)
<b>Closing balance 30 June 2020</b>	<b>514</b>	<b>1,809</b>	<b>2,323</b>
<b>Balance 1 July 2020</b>	<b>514</b>	<b>1,809</b>	<b>2,323</b>
Additions	<b>358</b>	<b>10</b>	<b>368</b>
Depreciation	<b>(289)</b>	<b>(531)</b>	<b>(820)</b>
Disposal	<b>(3)</b>	-	<b>(3)</b>
<b>Closing balance 30 June 2021</b>	<b>580</b>	<b>1,288</b>	<b>1,868</b>

### 3.5. Intangible assets

#### Accounting policy: Intangible assets

Intangible assets acquired as part of a business combination, other than goodwill, are initially measured at their fair value at the date of the acquisition.

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

#### Goodwill

Goodwill arises on the acquisition of a business. Goodwill is not amortised. Instead, goodwill is tested annually for impairment, or more frequently if events or changes in circumstances indicate that it might be impaired and is carried at cost less accumulated impairment losses. Impairment losses on goodwill are taken to profit or loss and are not subsequently reversed.

#### IT Research and development

Research costs are expensed in the period in which they are incurred. Development costs are capitalised when it is probable that the project will be a success considering its commercial and technical feasibility; the consolidated entity is able to use or sell the asset; the consolidated entity has sufficient resources and intent to complete the development; and its costs can be measured reliably. Capitalised development costs are amortised on a straight-line basis over the period of their expected benefit, being their finite life of 3 years.

#### Software

Software assets acquired as part of a business combination, are recognised at their fair value at the date of acquisition and are subsequently amortised on a straight-line based on the timing of projected cash flows of the contracts over their estimated useful lives.

#### Impairment

Goodwill and other intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other non-financial assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount.

Recoverable amount is the higher of an asset's fair value less costs of disposal and value-in-use. The value-in-use is the present value of the estimated future cash flows relating to the asset using a pre-tax discount rate specific to the asset or cash-generating unit to which the asset belongs. Assets that do not have independent cash flows are grouped together to form a cash-generating unit.

## Notes to the consolidated financial statements

For the year ended 30 June 2021

### 3.5. Intangible assets (continued)

	30 June 2021 \$'000	30 June 2020 \$'000
Goodwill	785	785
Capitalised development - at cost	43,729	37,087
Less accumulated amortisation - capitalised development	(33,015)	(27,146)
Software and other intangibles	164	-
Less accumulated amortisation - Software and other intangibles	(67)	-
	<b>10,811</b>	9,941
<b>Total intangible assets</b>	<b>11,596</b>	<b>10,726</b>
<b>Comprising</b>		
Goodwill	785	785
Capitalised development	10,714	9,941
Software and other intangibles	97	-
<b>Closing net book value</b>	<b>11,596</b>	<b>10,726</b>

Reconciliation of movement	Goodwill \$'000	Capitalised development \$'000	Software and other intangibles \$'000	Total \$'000
<b>Opening balance at 1 July 2019</b>	785	9,127	-	9,912
Additions	-	6,666	-	6,666
Additions from business combinations	-	627	-	627
Disposals	-	(476)	-	(476)
Amortisation expense	-	(6,003)	-	(6,003)
<b>Closing balance 30 June 2020</b>	785	9,941	-	10,726
<b>Opening balance 1 July 2020</b>	<b>785</b>	<b>9,941</b>	-	<b>10,726</b>
Additions	-	6,642	164	6,806
Amortisation expense	-	(5,869)	(67)	(5,936)
<b>Closing balance 30 June 2021</b>	<b>785</b>	<b>10,714</b>	<b>97</b>	<b>11,596</b>

## Key estimate and judgement

### Goodwill

The Company test whether goodwill has been impaired on an annual basis. Management's judgement is applied to identify the Cash Generating Units (CGU). The recoverable amount of a CGU is based on value in use calculations which require assumptions and discounting future cash flows. The assumptions are based on the best estimates at the time of performing the valuation. Cash flow projections do not include significant future investments or restructuring activities that will enhance the performance of the asserts of the CGU being tested.

Goodwill is monitored by management at the level of operating segment identified in note 2.1, Segment Information.

### Impairment of non-financial assets other than goodwill

All assets are assessed for impairment at each reporting date by evaluating whether indicators of impairment exist in relation to the continued use by the Group. Impairment triggers include technological changes or adverse economic circumstances which may impact future revenue streams.

If an indicator of impairment exists, the recoverable amount of the asset is determined.

## *Impairment tests for goodwill and indefinite life intangibles*

Goodwill historically acquired through business combinations continues to be allocated to the Groups only cash-generating unit (GCU) which is represented by a single segment, On-Demand Home Improvement Tradesperson Platform as described in note 2.1, Segment information.

Consistent with prior year, the recoverable amount of Goodwill has been determined by using the fair value less cost of disposal approach. Key assumptions are those to which the recoverable amount of assets or CGU is most sensitive. The following key assumptions were used for the hipages On-Demand Home Improvement Tradesperson Platform CGU:

- Pricing Enterprise Value / Revenue multiple 7.48 (2020: 5.3).
- Total revenue FY21 actuals \$55,806,000 (FY2020 \$46,939,000).

There were no other key assumptions for this Online Tradesperson Platform CGU. Based on the assessment performed, no impairment charge is considered necessary for the 30 June 2021 financial year (30 June 2020: nil).

# Notes to the consolidated financial statements

For the year ended 30 June 2021

## 3.6. Lease accounting

### Accounting policy: Lease accounting

The Group leases commercial office premises. The leases are typically for fixed periods up to 5 years and may include extension options. In applying AASB 16 a right-of-use asset representing the right to use the underlying asset and a corresponding lease liability representing the obligation to make lease payments are recognised at the date at which the leased asset is available for use by the Group.

#### Right-of-use assets

hipages recognises right-of-use assets at the commencement date of the lease when the underlying asset is available for use. Right-of-use assets are measured at cost, comprising:

- The initial measurement of the lease liability.
- Any lease payments made in advance of the lease commencement date less incentives received.
- Any initial direct costs; and
- An estimate of any costs to dismantle and remove the asset at the end of the lease.

Hipages depreciates the right-of-use asset on a straight line from lease commencement date to the earlier of the end of the lease term or the end of the useful life of the right-of-use asset, less any accumulated depreciation and impairment losses and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

In addition, an assessment of the right-of-use assets for impairment will be conducted when indicators of impairment exist.

#### Lease liabilities

At the commencement of the lease, the lease liability is measured at the present value of the lease payments unpaid at that date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate at the time the lease was entered into.

Lease payments included in the measurement of the lease liability comprise

- fixed payments less any lease incentives receivable,
- variable lease payments that depend on an index or a rate,
- amounts expected to be paid under residual value guarantees,
- exercise price of a purchase option when the exercise of the option is reasonably certain to occur, and
- any anticipated termination penalties.

Lease liabilities are measured at amortised cost using the effective interest method.

Subsequent to initial measurement, the liability is reduced for payments made and increased for interest incurred.

The liability is remeasured to reflect lease modification or reassessment or if there are changes to in-substance fixed payments. When the lease liability is remeasured, a corresponding adjustment is made to the value of the right-of-use asset.

#### Sublease

hipages acts as intermediate lessor on several subleases. These subleases are classified as a finance lease or operating leases as follows:

- if the lease is a short-term lease, and hipages has applied the short-term recognition exemption, then the sublease is classified as an operating lease; and otherwise, the sublease is classified by reference to the right-of-use asset arising from head lease. If the sublease is classified as an operating lease, hipages continues to account for the lease liability and right-of-use asset on the head lease like any other lease.
- If the sublease lease is classified as a finance lease, hipages derecognise the right-of-use asset on the head lease at the sublease commencement date and account for the original lease liability in accordance with the lessee accounting model.

Amounts recognised in the Consolidated statement of financial position

	30/06/2021 \$'000	30/06/2020 \$'000
<b>Right-of-use asset</b>		
Buildings	12,647	11,430
Less accumulated amortisation	(6,277)	(4,451)
<b>Total right-of-use assets</b>	<b>6,370</b>	<b>6,979</b>
<b>Reconciliation of movement</b>		
<b>Opening written down value</b>	<b>6,979</b>	<b>10,124</b>
Additions arising on lease modification	40	(1,030)
Impact due to change in discount rate	1,178	-
Depreciation charge for the year	(1,827)	(2,114)
<b>Closing written down value</b>	<b>6,370</b>	<b>6,979</b>
<b>Lease liabilities</b>		
Current	3,086	2,283
Non-current	5,495	7,384
<b>Total lease liabilities</b>	<b>8,581</b>	<b>9,667</b>
<b>Maturity analysis - undiscounted</b>		
Less than one year	3,259	3,284
One to two years	3,327	3,415
Two to five years	2,281	5,055
<b>Total undiscounted lease liabilities at 30 June 2020</b>	<b>8,867</b>	<b>11,754</b>

Amounts recognised in the Consolidated statement of profit or loss

	2021 \$'000	2020 \$'000
<b>Interest on lease liabilities</b>	<b>(879)</b>	<b>(1,250)</b>
Depreciation of right-of-use asset	(1,827)	(2,114)
Lease payments relating to leases of low value and short-term leases not included in lease liabilities	-	-

Amounts recognised in the Consolidated statement of cash flows

	2021 \$'000	2020 \$'000
<b>Total cash outflow for leases</b>	<b>(2,733)</b>	<b>(2,869)</b>

# Notes to the consolidated financial statements

For the year ended 30 June 2021

## 3.6. Lease accounting (continued)

### Key estimate and judgement

Extension and termination options are included in the Group's property lease. In determining the lease term which forms part of the initial measurement of the Right-of-use asset and lease liability, management considers all facts and circumstances that create economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated).

The following factors are normally the most relevant when assessing the extension options on the property leases:

- if there are penalties to terminate (or not extend), the Group is reasonably certain to extend (or not terminate).
- If any leasehold improvements are expected to have a significant remaining value, the Group is typically reasonably certain to extend.
- Otherwise, the Group considers other factors including historical lease duration and the costs and business disruption required to replace the leased premises.

## 3.7. Trade and other payables

### Accounting policy: Trade and other payables

These amounts represent liabilities for goods and services provided to the Group prior to the end of the financial year that are unpaid.

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

These balances are classified as non-current if the consolidated entity has the substantive right to defer settlement for at least 12 months as the end of the reporting period, otherwise they are classified as current.

	30 June 2021 \$'000	30 June 2020 \$'000
<b>Trade and other payables - current</b>		
Trade payables	3,145	3,565
GST payable	685	1,509
Payroll accruals	749	166
Other payables	2,656	1,480
<b>Total trade and other payables - current</b>	<b>7,235</b>	<b>6,720</b>

Refer note 5.2 for further information with respect to financial instruments.



### 3.8. Contract liabilities

#### Accounting policy: Contract liabilities

These amounts represent unsatisfied revenue performance obligations which expect to be recognised in future accounting period as described in note 2.3 Revenue and other income

	30 June 2021 \$'000	30 June 2020 \$'000
<b>Contract liabilities - current</b>		
<b>Unsatisfied performance obligations</b>		
Deferred revenue	3,715	3,510
<b>Total contract liabilities - current</b>	<b>3,715</b>	<b>3,510</b>

The aggregate amount of the transaction price allocated to the performance obligations that are unsatisfied at the end of the reporting period was \$3.715 million (30 June 2020: \$3.510 million) and is expected to be recognised as revenue in future reporting periods. The entire amount is expected to be settled within 12 months of reporting date and has been recorded as a current liability.

### 3.9. Provisions

#### Accounting policy: Provisions

##### Provisions

Provisions are recognised when hipages has a present (legal or constructive) obligation as a result of a past event, it is probable the Group will be required to settle the 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. If the time value of money is material, provisions are discounted using a current pre-tax rate specific to the liability. The increase in the provision resulting from the passage of time is recognised as a finance cost.

##### Long term employee benefit obligations

The liability for long service leave and annual leave that is not expected to be settled within 12 months after the end of the financial year in which the employees render the related services is recognised in the provision for employee benefits and measured at the present value of the expected future payments to be made in respect of services provided by the employees up to the end of the reporting period. Consideration is given to future wage and salary levels, experience of the employee departures and period of service. The expected future payments are discounted using market yields at the end of the reporting period on high quality corporate bonds with terms to maturity and currency that match, as closely as possible, the estimated future cash outflow.

	30 June 2021 \$'000	30 June 2020 \$'000
<b>Provisions - Current</b>		
Employee benefits	1,461	1,547
<b>Total provisions - current</b>	<b>1,461</b>	<b>1,547</b>
<b>Provisions - Non-current</b>		
Employee benefits	411	311
Other provisions	141	86
<b>Total provisions - non-current</b>	<b>552</b>	<b>397</b>
<b>Total provisions</b>	<b>2,013</b>	<b>1,944</b>

Employee benefits provisions include liabilities for annual leave and long service leave.

# Notes to the consolidated financial statements

For the year ended 30 June 2021

## 4. People

### 4.1. Employee benefits

#### Accounting policy: Employee benefits

##### Short-term employee benefits

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

##### Other long-term employee benefits

The liability for annual leave and long service leave not expected to be settled within 12 months of the reporting date are measured at the present value of expected future payments to be made in respect of services provided by employees up to the reporting date using the projected unit credit method. Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the reporting date on corporate bonds with terms to maturity and currency that match, as closely as possible, the estimated future cash outflows.

##### Defined contribution superannuation expense

Contributions to defined contribution superannuation plans are expensed in the period in which they are incurred.

##### Share-based payments

Equity-settled and cash-settled share-based compensation benefits are provided to employees. Further information is set out in note 4.2.

	30 June 2021 \$'000	30 June 2020 \$'000
<b>Employee benefits expensed</b>		
Salary costs	15,693	12,358
Deferred contribution superannuation expense	1,571	1,472
Share based payments expense	2,152	1,485
	<b>19,416</b>	15,315

### Annual leave and Long service leave

Provisions for employee annual leave and long service leave are set out in note 3.9 Provisions.

### Superannuation

Obligations for contributions to accumulation superannuation plans are recognised as an expense in the Consolidated statement of profit and loss as incurred. The Group makes contributions to complying accumulation superannuation plans nominated by individual employees. The Group contributes at least the amount required by law. The amount recognised as an expense was \$1,571,000 for the financial year ended 30 June 2021 (2020: \$1,472,000).

### 4.2. Share-based payment arrangements

Equity settled and cash settled share-based compensation benefits are provided to employees.

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

## Accounting policy: Share-based payment arrangements

### Share-based payments

Equity-settled and cash-settled share-based compensation benefits are provided to employees.

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

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

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

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

If the non-vesting condition is within the control of the Company or employee, the failure to satisfy the condition is treated as a cancellation. If the condition is not within the control of the Company or employee and is not satisfied during the vesting period, any remaining expense for the award is recognised over the remaining vesting period, unless the award is forfeited.

If equity-settled awards are cancelled, it is treated as if it has vested on the date of cancellation, and any remaining expense is recognised immediately. If a new replacement award is substituted for the cancelled award, the cancelled and new award is treated as if they were a modification.

## A. Description of plans

### Current plans

The hipages Employee Equity Plan (HEEP) was established on 1 July 2020 to assist in the attraction, motivation, and retention of eligible employees. The hipages Management Equity Plan (HMEP) for senior executive management and directors was established during the financial year ended 30 June 2019 and was designed to assist in the attraction, motivation, and retention of senior management and directors.

The HMEP and the HEEP are designed to align participants' interests with the interests of Shareholders by providing participants' the opportunity to receive Shares through the granting of Rights under and pursuant to their respective terms.

In addition to the HMEP, a one-off IPO Incentive plan was established to reward a number of senior executives for their efforts in the Company achieving a successful listing on the ASX.

### Legacy plans

Certain employees and ex-employees are participants under legacy equity plans with hipages Group ("Legacy Equity Plans").

These entitlements (comprising Rights or beneficial interests over ordinary shares of hipages Group Pty Ltd held by a trustee) were exchanged under the Restructure described in note 1.2 for Rights or beneficial interests over Shares on substantially the same terms as the entitlements held prior to the exchange. As the entitlements were already vested, no vesting conditions applied to the participants upon the exchange.

The Legacy Plans have ceased to operate, no new entitlements have been issued or granted pursuant to the Legacy Equity Plans.

# Notes to the consolidated financial statements

For the year ended 30 June 2021

## 4.2. Share-based payment arrangements (continued)

### B. Impact of incorporation and company restructure on the pre-existing rights

As a consequence of the restructure described in note 1.2 *Incorporation and company restructure*, where hipages Group Holdings Limited became the parent company of hipages Group Pty Limited existing shareholders exchanged their shares in hipages Group Pty Limited for shares in the Company. Accordingly, all existing Performance Rights in hipages Group Pty Limited were exchanged for Performance Rights in hipages Group Holding Limited.

The exchange ratio was 122.9 rights in hipages Group Holdings Limited for 1 right previously held in hipages Group Pty Limited.

All participants had the option to either:

- exchange existing performance rights for new performance rights in the hipages Group Holdings Limited; or
- exercise existing performance rights into shares in hipages Group Pty Limited and then exchange these shares for shares in the hipages Group Holdings Limited. Under this option participants could choose to cash out a part of the entitlement by choosing to sell shares.

### C. Expenses arising from share-based payment transactions recognised in profit and loss

The cost of equity-settled transactions is recognised as an expense with a corresponding increase in equity over the vesting period. Total expenses recognised in the Consolidated statement of profit and loss during the year ended 30 June arising from share-based payment transactions is as follows:

	30 June 2021 \$'000	30 June 2020 \$'000
<b>Share based payments expense</b>		
Options under legacy plans	-	384
Rights issued under HMEP	878	1,101
Rights issued under HEEP	375	-
Rights issued to Non-Executive directors	115	-
IPO incentive plan	784	-
	<b>2,152</b>	<b>1,485</b>

### D. Measurement of fair value of share rights

The cost of equity-settled transactions is measured at fair value on grant date. Fair value is independently determined using either the Binomial or Black-Scholes option pricing model that takes into account the exercise price, the term of the option, the impact of dilution, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option, together with non-vesting conditions that do not determine whether the Group receives the services that entitle the employees to receive payment.

#### Share rights issued in respect of hipages Group Pty Ltd

Fair value is measured at grant date and is based upon independent market data, for example, share transfers between unrelated shareholders.

#### Share rights issued in respect of hipages Group Holdings Ltd

Fair value is measured at grant date by reference to the fair value of share rights granted.

## E. Reconciliation of outstanding share rights

### Legacy plans - ESP1 and ESP2

Grant date	Expiry date	Balance at the start of the year Number	Granted Number	Additional rights - issued as part of IPO <sup>1</sup> Number	Sell down <sup>2</sup> Number	Post IPO shares held by Trustee Number	Exercised Number	Balance at the end of the year Number
<b>Movement for the 12 months ended 30 June 2021</b>								
01-Jul-14	30-Jun-18	39,029	-	4,758,323	(1,199,925)	3,597,427	-	3,597,427
01-Jul-15	30-Jun-19	5,725	-	697,978	(176,141)	527,562	-	527,562
		<b>44,754</b>	<b>-</b>	<b>5,456,301</b>	<b>(1,376,066)</b>	<b>4,124,989</b>	<b>-</b>	<b>4,124,989</b>
<b>Movement for the 12 months ended 30 June 2020</b>								
01-Jul-14	30-Jun-18	39,029	-	-	-	-	-	39,029
01-Jul-15	30-Jun-19	5,725	-	-	-	-	-	5,725
		<b>44,754</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>44,754</b>

Under ESP 1 and ESP 2, participants were granted loans to purchase units in a unit trust which in turn purchased Class B shares which were subsequently converted to ordinary shares in the Company in accordance with the terms and conditions of the ESP. The structure in substance was a zero priced option arrangement.

### Legacy Plan - ESP3

Grant Date	Expiry Date	Balance at the start of the year Number	Granted Number	Additional rights - issued as part of IPO <sup>1</sup> Number	Sell down <sup>2</sup> Number	Post IPO shares held by Trustee Number	Exercised Number	Balance at the end of the year Number
<b>Movement for the 12 months ended 30 June 2021</b>								
01-Jul-16	30-Jun-25	5,464	-	666,157	(6,392)	665,229	-	665,229
01-Jul-17	30-Jun-25	2,362	-	287,969	-	290,331	-	290,331
01-Jul-18	30-Jun-25	1,738	-	211,893	-	213,631	-	213,631
01-Jul-19	30-Jun-25	1,972	-	240,421	-	242,393	-	242,393
		<b>11,536</b>	<b>-</b>	<b>1,406,440</b>	<b>(6,392)</b>	<b>1,411,584</b>	<b>-</b>	<b>1,411,584</b>
<b>Movement for the 12 months ended 30 June 2020</b>								
01-Jul-16	30-Jun-25	5,464	-	-	-	-	-	5,464
01-Jul-17	30-Jun-25	2,362	-	-	-	-	-	2,362
01-Jul-18	30-Jun-25	1,738	-	-	-	-	-	1,738
01-Jul-19	30-Jun-25	-	1,972	-	-	-	-	1,972
		<b>9,564</b>	<b>1,972</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>11,536</b>

The 11,536 performance rights fully vested as of 30 June 2020 and are all exercisable as of 30 June 2020. The assessed fair value at grant date of this ESOP was \$171.35. The fair value at grant date is independently determined by the most recent share price on transfer between unrelated shareholders.

1. All participants had the option to exchange Rights for new Rights in hipages Group Holdings Limited. The additional rights issued represent the exchange ratio of 122.9.
2. All participants had the option to exercise Rights into shares in hipages Group Holdings Limited. The Sell down number represents the number exchanged into shares.

# Notes to the consolidated financial statements

For the year ended 30 June 2021

## 4.2. Share-based payment arrangements (continued)

### hipages Management Equity Plan

Grant Date	Expiry Date	Balance at the start of the year Number	Granted Number	Additional rights - issued as part of IPO <sup>1</sup> Number	Sell down <sup>2</sup> Number	Rights exercised Number	Exercised Number	Balance at the end of the year Number
<b>Movement for the 12 months ended 30 June 2021</b>								
01-Jan-20	1/01/2025	3,999	-	487,574	(56,547)	-	-	435,026
01-Jul-20	1/07/2025	4,607	-	561,684	-	-	-	566,292
		8,606	-	1,049,258	(56,547)	-	-	1,001,317
<b>Movement for the 12 months ended 30 June 2020</b>								
01-Jan-20	1/01/2025	-	3,999	-	-	-	-	3,999
01-Jul-20	1/07/2025	-	4,607	-	-	-	-	4,607
		-	8,606	-	-	-	-	8,606

Further information is set out below in respect of the Rights issued under the rules of the HMEP

### hipages Employee Equity Plan

Grant Date	Expiry Date	Balance at the start of the year Number	Granted Number	Exercised Number	Forfeited Number	Balance at the end of the period Number
<b>Movement for the 12 months ended 30 June 2021</b>						
01-Jul-20	31/08/2023	-	347,959	-	(35,232)	312,727
		-	347,959	-	(35,232)	312,727

Further information is set out below in respect of the Rights issued under the rules of the HEEP

### IPO Incentive grants

Grant Date	Expiry Date	Balance at the start of the year Number	Granted Number	Exercised Number	Other changes Number	Balance at the end of the year Number
<b>Movement for the 12 months ended 30 June 2021</b>						
21-Sep-20	1/07/2025	-	616,089	-	-	616,089
		-	616,089	-	-	616,089

Further information is set out below in respect of the IPO incentive.

1. All participants had the option to exchange Rights for new Rights in hipages Group Holdings Limited. The additional rights issued represent the exchange ratio of 122.9.
2. All participants had the option to exercise Rights into shares in hipages Group Holdings Limited. The Sell down number represents the number exchanged into shares.

## HMEP Incentive grants awarded during the year ended 30 June 2021

Performance rights have been granted in relation to share based incentives for senior management in relation to FY20. The Company has notified senior management of its intent to grant Performance Rights in relation to FY21.

An expense arising from the proposed HMEP incentive grant has been recognised in the profit and loss during the year ended 30 June 2021. In relation to the FY20 grant an expense continues to be recognised over the vesting period and in relation to the proposed FY21 grant from the date the Company notified senior management of its intent to grant the Performance Rights, being 1 July 2020.

Key features of the grants are as follows:

- No consideration is payable by a participant to receive or exercise Performance Rights.
- Performance Rights vest if hipages Group's performance meets the annual revenue and EBITDA budget hurdles, as well as individual strategic targets. Hurdles will be tested at the end of the relevant financial year to which the hurdle applies. Budgets and individual strategic targets set by the hipages Board are amended if required.
- Vesting of Performance Rights is subject to continued employment; participants must remain employed throughout the vesting period.
- The Performance Rights will vest subject to continued employment and satisfaction of performance hurdles over a three-year period as follows:
  - Year 1: 33% on the day following release of audited results.
  - Year 2: 33% on the day following release of audited results.
  - Year 3: 34% on the day following release of audited results.

## HEEP incentive grants awarded during the year ended 30 June 2021

The Company has invited employees to participate in a grant of Performance Rights in relation to FY21.

An expense arising from the HEEP incentive grant has been recognised in the profit and loss during the year ended 30 June 2021 from the date the grant was communicated to employees.

Key features of the grant are as follows:

- No consideration is payable by a participant to receive or exercise Performance Rights.
- The Performance Rights have an effective Grant Date of 4th March 2021.
- Performance Rights vest if hipages Group's performance meets the annual revenue and EBITDA budget hurdles. Hurdles will be tested at the end of the relevant financial year to which the hurdle applies. Budgets set by the hipages Board are amended if required.
- Vesting of Performance Rights is subject to continued employment; participants must remain employed throughout the vesting period.
- Performance Rights vest in three tranches subject continued employment and the satisfaction of Performance hurdles:
  - FY21 Tranche: 33% of the Performance Rights will vest on 31 August 2021.
  - FY22 Tranche: 33% of the Performance Rights will vest on 31 August 2022.
  - FY23 Tranche: 34% of the Performance Rights will vest on 31 August 2023.

## IPO Incentive grants to management

The Company awarded a one-off grant of performance rights to the hipages senior executive team to reward their efforts in the Company achieving a successful listing on the ASX. The plan will vest in two equal tranches:

- 50% on 1st anniversary of the hipages' IPO, 12 November 2021.
- 50% on the 2nd anniversary 12 November 2022.

The performance rights were granted on 21 September 2020 and the total fair value of the award allocated is \$1,509,420 and will be expensed over the vesting period ending 12 November 2022.

# Notes to the consolidated financial statements

For the year ended 30 June 2021

## 5. Capital and financial risk management

### 5.1. Borrowings

#### Accounting policy: Borrowings

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

For compound debt instrument with an embedded conversion to share option (where the conversion option results in no exchange of a fixed amount of cash or another financial asset for a fixed number of the entity's own equity instruments), a financial liability relating to the cash settlement of the debt host is recognised and carried at amortised cost using the effective interest rate method. An embedded derivative liability relating to the conversion option is also separately recognised and measured at fair value. Under AASB 9, the initial carrying amount of the debt host is the residual amount after separating the embedded derivative. The total fair value of the embedded derivative will be deducted from the fair value of the instrument as a whole. The debt host is subsequently measured at amortised cost using the effective interest rate method until extinguished on conversion or maturity of the bonds and the embedded derivative liability is subsequently measured at fair value with any gains or loss recognised through the profit and loss.

Embedded derivatives are valued using option pricing techniques, including the Black Scholes model. Given that, at the time of performing valuations, hipages' shares were unlisted, the resulting valuations are classified as level 3 (refer to note 5.3 Fair Value Measurements).

Where there is a modification of loan terms, AASB 9 requires that debt instruments with substantially different terms need to be accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. A debt instrument is substantially modified if the net present value of the cash flows under the new terms discounted at the original effective interest rate is at least 10% different from the discounted present value of the remaining cash flows of the original debt instruments. The discounted present value of the remaining cash flows of the original debt instrument used in the 10% test must also be determined using the original effective interest rate so that there is a 'like for like' comparison.

	30 June 2021 \$'000	30 June 2020 \$'000
<b>Current</b>		
Borrowings	-	1,795
<b>Total current borrowings</b>	-	1,795
<b>Non-current</b>		
Borrowings	-	8,480
Convertible note - debt host	-	2,218
Convertible note - embedded derivative	-	1,417
Other	-	3
<b>Total non-current borrowings</b>	-	12,118
<b>Total borrowings</b>	-	13,913



	30 June 2021 \$'000	30 June 2020 \$'000
<b>Reconciliation of movement</b>		
<i>Borrowings from Marshall Investments Pty Ltd</i>		
Opening balance (current & non-current)	10,172	10,347
Interest capitalised	265	295
Repayment of borrowings	(10,437)	(470)
<b>Closing balance</b>	-	10,172
<i>Convertible note #1</i>		
Opening balance (debt host & embedded derivative)	3,635	-
Proceeds from issue of convertible note	-	3,500
Effective interest	183	135
Revaluation for period 1 July to 9 Nov 2020	(84)	-
Derecognition of convertible note due to conversion	(2,728)	-
Derecognition of convertible note due to redemption	(931)	-
Gain on settlement recognised in accumulated losses	(75)	-
<b>Closing balance</b>	-	3,635
<i>Convertible Note #2</i>		
Opening balance	-	-
Proceeds from issue of convertible note	3,000	-
Effective interest	145	-
Revaluation of embedded derivative for period 1 July to 9 Nov 2020	551	-
Derecognition of convertible note due to conversion	(2,316)	-
Derecognition of convertible note due to redemption	(958)	-
Gain on settlement recognised in accumulated losses	(422)	-
<b>Closing balance</b>	-	-
<i>Other borrowings</i>		
Opening balance (current & non-current)	106	117
Payments	(106)	(11)
<b>Closing balance</b>	-	106
<b>Total borrowings</b>	-	13,913

# Notes to the consolidated financial statements

For the year ended 30 June 2021

## 5.1. Borrowings (continued)

Following the IPO process the Venture debt facility with Marshall Investments Finance Pty Limited and all convertible notes were settled in full.

### Financing facility with Marshall Investments Finance Pty Limited

As at 30 June 2020, the Group had a financing facility with Marshall Investments Finance Pty Limited. During the year ended 30 June 2021 this facility was settled in full.

The initial principal amount of the secured loan facility with Marshall Investments Finance Pty Limited was \$12.500 million. The term of the loan was three years with the option to extend for a further 12 months. Interest was 11% per annum and was paid monthly.

As part of the facility, there was a risk participation fee that was payable to Marshall's on repayment of the facility, or an IPO / Trade sale, which occurs first. This could be settled in shares or cash at the Company's discretion.

The risk participation fee was 1% of the total shares on issue and the amount of \$1.542 million was recognised in equity as at 30 June 2019 and an additional \$1.166 million was paid and recognised in accumulated losses during the year ended 30 June 2021. Further information is provided in note 5.4 Contributed capital.

### Convertible Note #1

A convertible note was issued in September 2019 with a face value of \$3.500 million. The coupon on the note was 13.5% per annum, payable monthly. The term of the note was 3 years. The notes were to convert to equity on either IPO or exit event. The note holder could choose to convert to equity or redeem the note.

Following the IPO on 12 November 2020, 79% of noteholders elected to convert to shares and 21% elected cash redemption. A total of \$0.931 million was paid to convertible note 1 noteholders which included a 25% premium in accordance with the loan agreement and unpaid interest.

For those noteholders who elected to convert their notes into shares, the conversion to shares was recognised in issued capital, further information is provided in note 3.10, Contributed equity.

### Convertible note #2

A second convertible note was issued in July 2020 with a face value of \$3.000 million. The coupon on the note was 13.5% per annum payable monthly. The term of the note was 30 months. The notes were to convert to equity on either IPO or exit event. The note holder could choose to convert to equity or redeem the note.

Following the IPO on 12 November 2020, 77% of noteholders elected to convert to shares and 23% elected cash redemption. A total of \$0.958 million was paid to convertible note 2 noteholders which included a 40% premium in accordance with the loan agreement and unpaid interest.

For those noteholders who elected to convert their notes into shares, the conversion to shares was recognised in issued capital, further information is provided in note 3.10, Contributed equity.

### Used and unused financing facilities

	30 June 2021 \$'000	30 June 2020 \$'000
<b>Total facilities</b>		
Borrowings	-	12,500
Convertible note	-	3,500
	-	16,000
<b>Used</b>		
Borrowings	-	12,500
Convertible note	-	3,500

## 5.2. Financial risk management

The Group's activities expose it to a variety of financial risks: market risk (including foreign currency risk, price risk and interest rate risk), credit risk and liquidity risk. The Groups overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Group.

Risk management is the responsibility of the Chief Financial and Operations Officer and under policies approved by the Board of Directors ('the Board'). These policies include identification and analysis of the risk exposure to the Group and appropriate procedures, controls and risk limits. Finance reports to the Board on a monthly basis.

### Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. The Group has a strict code of credit, including confirming references and setting appropriate credit limits. The maximum exposure to credit risk at the reporting date to recognised financial assets is the carrying amount, net of any provisions for impairment of those assets, as disclosed in the Consolidated statement of financial position and notes to the financial statements. The Group does not hold any collateral.

The Group has adopted a lifetime expected loss allowance in estimating expected credit losses to trade receivables through the use of a provisions matrix using fixed rates of credit loss provisioning. These provisions are considered representative across all customers of the Group based on recent sales experience, historical collection rates and forward-looking information that is available. The expected credit losses to trade receivables have been disclosed in note 3.2 Trade and other receivables.

Generally, trade receivables are written off when there is no reasonable expectation of recovery. Indicators of this include the failure of a debtor to engage in a repayment plan, no active enforcement activity and a failure to make contractual payments for a period greater than 1 year.

### Market risk

#### I. Interest rate risk

Following the IPO, the Group repaid all borrowings in full and has no significant associated interest rate risk. At the end of the financial year, the Group had no interest rate hedging or derivatives in place.

#### II. Foreign currency risk

The Group operates predominantly in Australia. The majority of the Group's transactions are carried out in Australian dollars. The Group's main contracts are on fixed rates in Australian dollars and hence are not exposed to foreign exchange fluctuations during the contracted term.

At the end of the financial year, the Group had no foreign exchange hedges in place. The AUD equivalent of financial instruments denominated in foreign currencies is set out below (United States Dollars; USD, and Philippine Pesos: PHP).

<b>AUD equivalent of financial instruments denominated in foreign currency</b>	<b>USD \$'000</b>	<b>PHP \$'000</b>	<b>Total AUD \$'000</b>
<b>Financial assets</b>			
Cash	1	55	<b>56</b>
<b>Financial Liabilities</b>			
Trade Creditors	75	54	<b>129</b>

#### III. Price risk

The Group is not exposed to any significant price risk.

# Notes to the consolidated financial statements

For the year ended 30 June 2021

## 5.2. Financial risk management (continued)

### Liquidity risk

Liquidity risk is the risk that the Group will not have sufficient liquidity to meet its financial obligations as they fall due.

The Group manages liquidity risk by continually monitoring forecast and actual cash flow and matching maturity profiles of financial assets and liabilities and ensuring adequate cash reserves are available.

### Contractual cash flows

The following tables detail the Groups contractual maturity for its financial instrument liabilities. The cash flows are the undiscounted cash flows of financial liabilities based on the earliest date on which the financial liabilities are required to be paid. The tables include both interest and principal cash flows disclosed as remaining contractual maturities and therefore these totals may differ from their carrying amount in the Consolidated statement of financial position.

Contractual cash flows	Note	Total \$'000	Less than 1 year \$'000	Between 1 and 2 years \$'000	Between 2 and 5 years \$'000	Over 5 years \$'000	Weighted average interest rate
<b>Consolidated – 2021</b>							
<i>Non-interest bearing</i>							
Trade and other payables	3.7	7,235	7,235	-	-	-	-
Lease liabilities	3.6	8,867	3,259	3,327	2,281	-	-
<b>Total cash flows</b>		<b>16,102</b>	<b>10,494</b>	<b>3,327</b>	<b>2,281</b>	-	
<b>Consolidated – 2020</b>							
<i>Non-interest bearing</i>							
Trade and other payables		6,720	6,720	-	-	-	-
Lease liabilities	3.6	11,754	3,284	3,415	5,055	-	-
<i>Interest-bearing – fixed rate</i>							
Marshall Investments Finance Pty Limited	5.1	13,680	2,873	3,416	7,391	-	11%
Convertible Note – Debt Host	5.1	5,440	473	473	4,494	-	13.50%
<b>Total cash flows</b>		<b>37,594</b>	<b>13,350</b>	<b>7,304</b>	<b>16,940</b>	-	-

### Capital management

The Group's objective when managing capital is to maintain an optimal capital structure to maximise shareholder returns allowing flexibility to pursue strategic initiatives within its prudent capital structure.

The ability of the Group to pay future dividends or conduct any form of capital return to shareholders is periodically reviewed by the Board together with the Group's future funding requirements.

### 5.3. Fair value measurements

#### Accounting policy: Fair value measurement

When an asset or liability, financial or non-financial, is measured at fair value for recognition or disclosure purposes, the fair value is based on 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; and assumes that the transaction will take place either: in the principal market; or in the absence of a principal market, in the most advantageous market.

Fair value is measured using the assumptions that market participants would use when pricing the asset or liability, assuming they act in their economic best interests. For non-financial assets, the fair value measurement is based on its highest and best use. Valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, are used, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Assets and liabilities measured at fair value are classified into three levels, using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. Classifications are reviewed at each reporting date and transfers between levels are determined based on a reassessment of the lowest level of input that is significant to the fair value measurement.

For recurring and non-recurring fair value measurements, external valuers may be used when internal expertise is either not available or when the valuation is deemed to be significant. External valuers are selected based on market knowledge and reputation. Where there is a significant change in fair value of an asset or liability from one period to another, an analysis is undertaken, which includes a verification of the major inputs applied in the latest valuation and a comparison, where applicable, with external sources of data.

Unless otherwise stated, the carrying amounts of financial assets and liabilities of the Group approximate their fair value.

The Group measures and recognises in the Consolidated statement of financial position on a recurring basis certain assets and liabilities at fair value in accordance with AASB13 Fair Value Measurement. The fair value must be estimated for recognition and measurement in accordance with the following hierarchy.

**Level 1** Quoted prices (unadjusted) in active markets for identical assets or liabilities that the Group can access at the measurement date.

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**Level 2** Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices).

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**Level 3** Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

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The fair values of cash and cash equivalents, trade and other receivables, trade and other payables and borrowings approximate their carrying amounts due to their short-term nature and the impact of discounting not being significant.

The Group measures and recognises unlisted securities and an embedded derivative associated with the Convertible note at fair value on a recurring basis.

# Notes to the consolidated financial statements

For the year ended 30 June 2021

## 5.3. Fair value measurements (continued)

The Group's financial assets and financial liabilities at fair value are as follows:

	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
<b>30-June-2021</b>				
<b>Assets</b>				
Financial assets at fair value through OCI (unlisted securities)	-	-	800	800
<b>Liabilities</b>				
Embedded derivative financial instruments	-	-	-	-
<b>30-June-2020</b>				
<b>Assets</b>				
Financial assets at fair value through OCI (unlisted securities)	-	-	800	800
<b>Liabilities</b>				
Embedded derivative financial instruments	-	-	(1,417)	(1,417)

The Group recognises transfers between levels of the fair value hierarchy as of the end of the reporting period during which the transfer has occurred. There were no transfers between levels 1, 2 and 3 for recurring fair value measurements during the year.

The fair value of financial instruments that are not traded in an active market (for example unlisted security investments) is determined using valuation techniques. These valuation techniques maximise the use of observable market data including a revenue multiple of 2.2 in respect of the investment in unlisted securities. An illiquidity discount has been applied. Based on the assessment performed, no impairment charge is considered necessary for year ended 30 June 2021 (20 June 2020: \$800,000 impairment charge).

In the prior period, the embedded derivative component of the convertible note derivative liability was fair valued based on the Company's most recent share price valuation.

## 5.4. Contributed capital

### Accounting policy: Contributed capital

#### Issued capital

Ordinary shares are classified as equity.

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

	30-Jun-21 Number	30-Jun-20 Number	30-Jun-21 \$'000	30-Jun-20 \$'000
<b>Ordinary shares</b>				
<b>Balance at the beginning of the financial year</b>	<b>888,809</b>	888,394	<b>48,087</b>	47,986
Contribution of equity pre-IPO	<b>1,233</b>	-	<b>300</b>	-
Conversion of Convertible Notes to shares	<b>23,200</b>	-	<b>5,044</b>	-
Capital reorganisation	<b>(913,242)</b>	-	<b>(51,889)</b>	-
Settlement of risk participation fee	-	-	<b>(1,542)</b>	-
New shares issued to new shareholders under the primary offering	<b>16,326,531</b>	-	<b>40,000</b>	-
New shares issued to new shareholders under the secondary offering	<b>24,663,012</b>	-	<b>60,424</b>	-
New shares issued to existing shareholders	<b>89,010,457</b>	-	<b>218,076</b>	-
Share issue costs	-	-	<b>(2,795)</b>	-
New issue of shares as part of consideration for an acquisition <sup>(1)</sup>	<b>30,702</b>	415	<b>70</b>	101
<b>Balance at the end of the financial year</b>	<b>130,030,702</b>	888,809	<b>315,775</b>	48,087
<b>Class B shares</b>				
<b>Balance at the beginning of the financial year</b>	<b>11,536</b>	11,536	-	-
Restructure	<b>(11,536)</b>	-	-	-
<b>Balance at the end of the financial year</b>	-	11,536	-	-

1. Issue of shares as part of the deferred consideration for the acquisition of Ninety Nine Pty Ltd as disclosed in the Prospectus dated 21 October 2020. The agreement to issue these shares was formed prior to the ASX listing date of the Company.

hipages Group Holdings Limited was incorporated on 18 September 2020 and became the parent company of hipages Group Pty Limited in a restructure where existing shareholders exchanged their shares in hipages Group Pty Limited for shares in the Company. Further details are set out in note 1, Incorporation and company restructure and listing on the Australian Stock exchange.

# Notes to the consolidated financial statements

For the year ended 30 June 2021

## 5.4. Contributed capital (continued)

### Shares issued to existing shareholders and noteholders

A total of 89,010,457 shares were issued to existing shareholders and noteholders. In accordance with a voluntary escrow agreement these shares are held in escrow as follows.

80,442,616	Until the business day after the release of the Company's financial results for the year ending 30 June 2021.
8,567,841	Until the business day after the release of the Company's financial results for the half year ending 31 December 2021.

### Risk participation fee paid in cash

As part of the debt facility with Marshall Investments Finance Pty Limited, there was a risk participation fee of 1% of the total shares on issue, an amount of \$1.542 million was payable to Marshall's on repayment of the facility, or an IPO / Trade sale, whichever occurred first. This risk participation fee was initially recognised in equity during the year ended 30 June 2019. The underlying shares were not issued during the year ended 30 June 2019 and could be settled in shares or cash at the Company's discretion.

Following the successful IPO, the Company settled this fee in cash during the year ended 30 June 2021.

## 5.5. Reserves

	30-Jun-21 \$'000	30-Jun-20 \$'000
<b>Capital reorganisation reserve</b>		
Balance at the beginning of the financial year	-	-
Capital reorganisation	(226,612)	-
<b>Balance at the end of the financial year</b>	<b>(226,612)</b>	-
<b>Share-based payments reserve</b>		
Balance at the beginning of the financial year	5,086	3,601
Share-based payments expense	2,152	1,485
<b>Balance at the end of the financial year</b>	<b>7,238</b>	5,086
<b>Translation and other reserves</b>		
Balance at the beginning of the financial year	(1,069)	-
Other comprehensive loss	-	(1,069)
<b>Balance at the end of the financial year</b>	<b>(1,069)</b>	(1,069)
<b>Total reserves</b>	<b>(220,443)</b>	4,017

As disclosed in note 1.2, the Company restructure has been accounted for as a capital reorganisation and the financial information of the Company has been presented as a continuation of hipages Group Pty Limited. The difference between the share capital of hipages Group Pty Limited immediately before the restructure and the share capital of the Company immediately after the restructure has therefore been recorded as capital reorganisation reserve.



## 5.6. Accumulated losses

Accumulated losses	30-Jun-21 \$'000	30-Jun-20 \$'000
Balance at the beginning of the financial year	(52,724)	(46,810)
Loss after tax for the year ended 30 June	(6,199)	(5,914)
Conversion of convertible note	497	-
Settlement of risk participation fee	(1,166)	-
<b>Accumulated losses at the end of the financial year</b>	<b>(59,592)</b>	<b>(52,724)</b>

## 5.7. Dividends

### Accounting policy: Dividends

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

No dividends were paid during the year ended 30 June 2021 (2020: nil) and no final dividends have been declared.

## 5.8. Commitments

The Group has no significant capital expenditure commitments at 30 June 2021 (2020: nil).

## 5.9. Contingencies

<b>Claims</b>	The Group has various commercial legal claims common to businesses of its type that constitute contingent liabilities, none of which are deemed material to the Group's financial position.
<b>Guarantees</b>	The Company has provided a bank guarantee against its committed cash of \$2.271 million (30 June 2020: \$2.271 million) to its landlord in relation to the lease of office premises. These guarantees give rise to liabilities in the Group if it does not meet its obligations under the terms of the lease. Further details are set out in note 3.1 Cash and cash equivalents.

# Notes to the consolidated financial statements

For the year ended 30 June 2021

## 6. Group structure

### 6.1. Parent entity information

#### Accounting policy: Parent entity

The financial information for the parent has been prepared on the same basis as the consolidated financial statements.

As described in note 1 and note 5.4, Contributed capital the parent entity was incorporated in September 2020; prior period information is not applicable.

Summary of financial information	30 June 2021 \$'000
<b>Balance sheet</b>	
Current assets	22,734
Non-current assets	293,035
<b>Total assets</b>	<b>315,769</b>
Current liabilities	-
Non-current liabilities	-
<b>Total liabilities</b>	<b>-</b>
<b>Net assets</b>	<b>315,769</b>
<b>Shareholders equity</b>	
Issued capital	315,775
Reserves	-
Retained losses	-
Profit / (Loss) for the Period	(6)
<b>Total equity</b>	<b>315,769</b>
<b>Loss for the year</b>	<b>6</b>
<b>Total comprehensive loss</b>	<b>6</b>
<b>Contingent liabilities</b>	<b>-</b>

## 6.2. Interest in subsidiaries

Name	Note	Country of incorporation	30 June 2021	30 June 2020
			% Ownership interest	
<b>Parent entity</b>				
hipages Group Holdings Ltd	1, 2	Australia		
<b>Controlled entities</b>				
hipages Group Pty Ltd	1, 3	Australia	100%	n/a
hipages Administration Pty Ltd		Australia	100%	100%
hipages Pty Ltd		Australia	100%	100%
Ninety Nine Pty Ltd		Australia	100%	100%
Tradie Business Solutions Pty Ltd	4	Australia	100%	100%
Home Improvement Pages Pty Ltd		Australia	100%	100%
hipay Pty Ltd		Australia	100%	100%
hipages ESP Pty Ltd		Australia	100%	100%
hipages Personnel Pty Ltd		Australia	100%	100%
hipages Philippines Pty Ltd		Australia	100%	100%
Pet Pages Pty Ltd	5	Australia	100%	100%
Start Local Pty Ltd	5	Australia	100%	100%

1. These controlled entities are a party to a Deed of Cross Guarantee between those group entities and Company pursuant to ASIC Corporations (Wholly owned Companies) Instrument 2016/785 and are not required to prepare and lodge financial statements and directors' reports as described in note 6.3. The Company and those entities are the "Closed Group".

2. This entity was incorporated during the year as described in note 1.2.

3. hipages Group Pty Ltd was the ultimate controlling entity until 18 September 2020, when the top hat entity, hipages Group Holding Ltd was incorporated as described in note 1.2.

4. Formerly known as Alternative Health Business Solutions Pty Ltd.

5. The underlying business of these entities has been divested or discontinued and the entity is dormant.

## 6.3. Deed of cross guarantee

hipages Group Holdings Ltd and hipages Group Pty Ltd are parties to a deed of cross guarantee under which each entity guarantees the debts of the other. By entering the deed, the wholly owned subsidiary has been relieved from the requirement to prepare a financial report and a directors' report under ASIC Corporations (Wholly-owned Companies) Instrument 2016/785 issued by the Australian Securities and Investment Commission.

The deed was first entered in June 2021, thus prior comparative is not applicable.

The parties to the deed represent a "Closed Group" for the purposes of the ASIC Instrument and are listed in note 6.2 Interest in subsidiaries.

# Notes to the consolidated financial statements

For the year ended 30 June 2021

## 6.3. Deed of cross guarantee (continued)

### Consolidated statement of profit or loss of the Closed Group

	30 June 2021 \$'000
<b>Continuing operations</b>	
Revenue	18,684
Other income	18,684
	-
<b>Expenses excluding interest, tax, depreciation, and amortisation</b>	
Employee benefits expenses	(17,264)
Operations and administration expenses	(224)
Employee Share Plan	(2,152)
Transaction costs related to IPO	(4,784)
Net other expenses	(284)
<b>Total expenses excluding interest, tax, depreciation, and amortisation</b>	(24,707)
<b>Earnings before interest, tax, depreciation, and amortisation (EBITDA)</b>	(6,024)
Depreciation and amortisation expense	(2,937)
<b>Loss before interest and income tax</b>	(8,691)
Finance Income	266
Finance expense	(3,475)
<b>Net finance expenses</b>	(3,209)
<b>Loss before income tax from continuing operations</b>	(12,170)
Income tax expense	-
<b>Loss for the year from continuing operations</b>	(12,170)

## Consolidated statement of financial position of the Closed Group

	Notes	30 June 2021 \$'000
<b>ASSETS</b>		
<b>Current assets</b>		
Cash and cash equivalents		29,935
Funds on deposit		2,271
Trade and other receivables		40
Other assets		1,758
<b>Total current assets</b>		<b>34,004</b>
<b>Non-current assets</b>		
Other assets		639
Financial assets at fair value through other comprehensive income		800
Property, plant and equipment		1,867
Right-of-use asset		6,370
Intangible assets		1,229
Inter Company Receivables		28,788
<b>Total non-current assets</b>		<b>39,693</b>
<b>Total assets</b>		<b>73,697</b>
<b>LIABILITIES</b>		
<b>Current liabilities</b>		
Trade and other payables		920
Contract liabilities		887
Provisions		1,483
Lease liabilities		3,086
<b>Total current liabilities</b>		<b>6,376</b>
<b>Non-current liabilities</b>		
Provisions		551
Lease liabilities		5,495
<b>Total non-current liabilities</b>		<b>6,046</b>
<b>Total liabilities</b>		<b>12,422</b>
<b>Net assets</b>		<b>61,275</b>
<b>EQUITY</b>		
Issued capital		315,775
Reserves		(220,443)
Accumulated losses		(34,057)
<b>Total equity</b>		<b>61,275</b>

# Notes to the consolidated financial statements

For the year ended 30 June 2021

## 6.4. Business transactions

### Accounting policy: Business combinations

#### Business combinations

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

The consideration transferred is the sum of the acquisition-date fair values of the assets transferred, equity instruments issued or liabilities incurred by the acquirer to former owners of the acquiree and the amount of any non-controlling interest in the acquiree. For each business combination, the non-controlling interest in the acquiree is measured at either fair value or at the proportionate share of the acquiree's identifiable net assets. All acquisition costs are expensed as incurred to profit or loss.

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

Where the business combination is achieved in stages, the Group remeasures its previously held equity interest in the acquiree at the acquisition-date fair value and the difference between the fair value and the previous carrying amount is recognised in profit or loss.

Contingent consideration to be transferred by the acquirer is recognised at the acquisition-date fair value. Subsequent changes in the fair value of the contingent consideration classified as an asset or liability is recognised in profit or loss. Contingent consideration classified as equity is not remeasured and its subsequent settlement is accounted for within equity.

The difference between the acquisition-date fair value of assets acquired, liabilities assumed and any non-controlling interest in the acquiree and the fair value of the consideration transferred and the fair value of any pre-existing investment in the acquiree is recognised as goodwill. If the consideration transferred and the pre-existing fair value is less than the fair value of the identifiable net assets acquired, being a bargain purchase to the acquirer, the difference is recognised as a gain directly in profit or loss by the acquirer on the acquisition-date, but only after a reassessment of the identification and measurement of the net assets acquired, the non-controlling interest in the acquiree, if any, the consideration transferred and the acquirer's previously held equity interest in the acquirer.

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

### Year ended 30 June 2021

hipages Group Holdings Limited was incorporated on 18 September 2020 and became the parent company of hipages Group Pty Limited in a restructure where existing shareholders exchanged their shares in hipages Group Pty Limited for shares in the Company. Further details are set out in note 1 and note 5.4 Contributed equity.

### Year ended 30 June 2020

On 20 February 2020, hipages Group Pty Ltd acquired 100% of the ordinary shares of Ninety Nine Pty Ltd (trading as Call of Service) for the total consideration of \$700,000 split evenly between cash and equity shares in Hipages Group Pty Ltd. Ninety Nine Pty Ltd is a SaaS business that offers field service management software to its customers. The Group acquired Ninety Nine Pty Ltd to increase its product offering for tradespersons using the hipages' platform.

The consideration is paid in three Tranches; the first two of which have been paid with the final component payable in February 2022 subject to key milestones and will comprise cash \$87,500 and equity of \$175,000.

## 7. Other disclosures

### 7.1. Auditor's remuneration

	30 June 2021 \$	30 June 2020 \$
<b>Audit and review services</b>		
Auditors of the Group – PwC	295,800	205,527
<b>Assurance services</b>		
Regulatory assurance services – investigating accountants report	545,000	-
<b>Other assurance services</b>		
Immigration advisory services	17,251	10,840
Accounting advisory	-	9,078
	17,251	19,918
<b>Total remuneration of PricewaterhouseCoopers Australia</b>	<b>858,051</b>	225,445

The Company will seek competitive tenders for all major consulting projects. The Company will engage the services of PwC on assignments additional to the statutory audit where experience with hipages is important such as the Investigating Accountants Report prepared for the recent Initial Public Offering described in note 1.2 Incorporation, company restructure and listing on the Australian Securities Exchange. The directors are satisfied that the provision of these non-audit services during the year is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001. The nature and scope of each type of non-audit service provided means that the auditor independence was not compromised.

### 7.2. Related party transactions

#### Parent entity and ultimate controlling entity changes

hipages Group Holdings Limited (the Company) is the ultimate controlling entity.

The previous ultimate controlling entity was hipages Group Pty Limited.

The Company was incorporated on 18 September 2020 and became the parent entity of hipages Group Pty Limited in a restructure where existing shareholders exchanged their shares in hipages Group Pty Limited for shares in the Company.

#### Subsidiaries

With exception of the capital restructure described above, there have been no other changes in controlled entities during the year ended 30 June 2021. Interest in subsidiaries is set out in note 6.2 Interest in subsidiaries.

#### Key management personnel changes

Directors were appointed on incorporation of the Company as follows:

Chris Knoblanche	Chairman and Non-Executive Director	Appointed 18 September 2020
Robert Sharon-Zipser	Co-founder, Chief Executive Officer and Director	Appointed 18 September 2020
Stacey Brown	Non-Executive Director	Appointed 18 September 2020
Nicholas Gray	Non-Executive Director	Appointed 2 October 2020
Inese Kingsmill	Non-Executive Director	Appointed 1 October 2020

# Notes to the consolidated financial statements

For the year ended 30 June 2021

## 7.2. Related party transactions (continued)

There have been no other changes to key management personnel (KMP) during the year ended 30 June 2021.

### Compensation of KMP

	30 June 2021 \$'000	30 June 2020 \$'000
<b>Compensation of key management personnel</b>		
Salary and short-term benefits	1,512	1,091
Long term benefits	11	11
Post employment benefits	73	55
Share-based payments	963	297
<b>Total compensation to key management personnel</b>	<b>2,559</b>	<b>1,454</b>

The Company awarded a one-off grant of performance rights to the hipages senior executive team to reward their efforts in the Company achieving a successful listing on the ASX, further details are set out in note 4.2, Share-based payment arrangements.

During the period the CFOO was issued with 58,838 shares to hipages Group Holdings Ltd as a result of conversion of rights held in a legacy plan prior to the IPO. The conversion was on the same basis as offered all other participants as described in note 4.2 Share-based payments.

### Loans to / from related parties

Convertible notes issued to directors and other KMP as at 30 June 2021 had a face value of nil (30 June 2020: \$515,000), with all convertible notes being settled during the current period. The notes settled with KMP were in relation to Robert Sharon-Zipser, \$312,500 and Melissa Fahey, \$81,250.

As set out in note 5.1 Borrowings, following the IPO on 12 November 2020, noteholders could elect to convert the notes to shares or elect cash redemption. The KMP and directors converted or redeemed their convertible notes in accordance with the offer documents on the same terms and conditions as all other noteholders.

Prior to the settlement of these convertible notes, interest paid to KMP in respect of these convertible notes during the year ended 30 June 2021 was \$49,221 (2020: \$56,191)

### Other related party transactions

There have been no significant changes in the nature or amount of related party transactions of the Group during the year ended 30 June 2021.

The Company was not charged a fee by News Corp for services provided by a non-independent director, Stacey Brown for her services as a director of hipages Group Pty Ltd the period 1 July 2020 through to her resignation from this Company on 10 November 2020. Stacey is no longer employed by News Corp and is now an independent director. She has been remunerated for services as a director since her appointment date to hipages Group Holdings Ltd on 18 September 2020.

The Company had a website design arrangement with Elephant Room, which is a business owned by Adam Sharon-Zipser, the brother of hipages Co-founder and Chief Executive Officer, Robert Sharon-Zipser. The arrangement is on normal commercial terms and conditions and Robert excused himself from the selection process for the website design and development services. In addition, Elephant Room provides website hosting services. Total fees paid to Elephant Room during the year ended 30 June 2021 were \$45,837.

## 7.3. Events occurring after the reporting period

On 4th July the Group entered into a modified sublease where an existing lease was extended until November 2023. There have been no other events subsequent to the balance date that would have a material effect on the Group's financial statements at 30 June 2021.



## 7.4. New and amended accounting standards

### Changes in significant accounting policies

The accounting policies applied in these financial statements are consistent with those adopted and disclosed in the Group's annual financial report for the financial year ended 30 June 2021.

### New accounting standards adopted by the Company

The Company has applied the following standards and amendments for the first time for their annual reporting period commencing 1 July 2020:

AASB 2018-6 Amendments to Australian Accounting Standards – Definition of a Business (AASB 3)	<p>The AASB has issued amendments to the guidance in AASB 3 Business Combinations that revises the definition of a business.</p> <p>This has no impact in the current financial year since there were no acquisitions or disposals of entities.</p>
AASB 2018-7 Amendments to Australian Accounting Standards – Definition of Material (AASB 101 and AASB 108)	<p>The AASB has made changes to AASB101 Presentation of Financial Statements and AASB108 Accounting Policies, Changes in Accounting Estimates and Errors and consequential amendments to other Australian Accounting Standards (AAS) which:</p> <ul style="list-style-type: none"><li>– Use a consistent definition of materiality throughout AAS and the Conceptual Framework for financial Reporting,</li><li>– Clarify when information is material; and</li><li>– Incorporate some guidance in AASB101 about immaterial information.</li></ul>
AASB 2019-3 Amendments to Australian Accounting Standards – Interest Rate Benchmark Reform (AASB 9, AASB 139 and AASB 7)	<p>Amendments have been made to AASB 7 Financial Instrument: Disclosures, AASB 9 Financial Instruments and AASB139 Financial Instruments: Recognition and Measurement that provide certain reliefs. The relief relate to hedge accounting and has the effect that IBOR reform should generally not cause hedge accounting to terminate.</p> <p>This has no impact in the current financial year since there are no hedges in place.</p>
COVID-19 – related rent concession (AASB 2020-4 and AASB 2021 – 3)	<p>The AASB made an amendment that provides an optional practical expedient where lessees receiving these rent concessions may account for the benefit in the period in which they are granted. The expedient originally limited to reduction in lease payments that were due on or before 30 June 2021. The AASB has however, extended this to reductions in lease payments originally due on or before 30 June 2022.</p> <p>The Group has accounted for the COVID-19 lease concessions it received over the period in which they were received.</p>
AASB 2019-5 Amendments to Australian Accounting Standards – Disclosure of the Effect of New IFRS Standards Not Yet issued in Australia (AASB 1054)	<p>The AASB has made amendments to AASB 1054 Australian Additional Disclosures which clarify that entities intend to comply with IFRS Standards will need to disclose the potential effect of new IFRS Standards that have not yet been issued by the AASB as Australian Accounting Standards.</p>

The amendments listed above did not have any impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

# Notes to the consolidated financial statements

For the year ended 30 June 2021

## 7.4. New and amended accounting standards (continued)

### New standards and interpretations not yet adopted

Certain new accounting standards and interpretations have been published that are not mandatory for 30 June 2021 reporting periods have not been early adopted by the Group. These standards are not expected to have a material impact on the entity in the current or future reporting periods and on foreseeable future transactions.

Classification of liabilities as current or non-current (AASB 2020 – 1, AASB 2020 – 6)	The AASB issued a narrow – scope amendment to AASB 101 Presentation of Financial Statements to clarify that liabilities are classified as either current or non-current, depending on the rights that exist at the end of the reporting period.
Narrow scope amendments to AASB116, AASB 137, AASB 3 and Annual Improvements made to AASB 1m AASB 9, AASB 141 (AASB 2020 – 3)	The AASB has made narrow scope amendments to: <ul style="list-style-type: none"><li>– AASB 116 Property plant and Equipment in relation to proceeds before intended use;</li><li>– AASB 137 Provisions, Contingent liabilities, and Contingent Assets in relation to onerous contracts and the cost of fulfilling a contract</li><li>– AASB 3 Business combinations in relation to references to the Conceptual Framework, and</li><li>– Annual improvements to AASB 116, AASB 1, AASB 9 and AASB 141.</li></ul>
Interest rate benchmark Reform Phase 2 (AASB 2020 – 8)	In September 2020, the AASB made amendments to AASB 9 Financial Instruments, AASB 139 Financial Instruments: Recognition and Measurement and AASB 7 Financial Instruments: Disclosures, AASB 4 Insurance Contracts and AASB 16 Leases to address issues that arise during the reform of an interest benchmark rate (IBOR), including the replacement of one benchmark with an alternative one.
Deferred Tax related to assets and Liabilities arising from a Single Transaction (amendments to IAS 12)	The International Accounting Standards Board (IASB) issued targeted amendments to IAS 12 Income Taxes to specify how companies should account for deferred tax on transactions such as leases and decommissioning obligations. The AASB is expected to issue equivalent amendments to AASB 112 shortly.
Disclosure of accounting policies and definition of accounting estimates (AASB 2021 -2)	AASB 2021 -2 amends a number of accounting standards to improve accounting policy disclosures and clarify the distinction between accounting policies and accounting estimates.

## Directors' declaration

In the opinion of the Directors of hipages Group Holdings Limited:

- (1) the financial statements and notes of hipages Group Holdings Limited for the financial year ended 30 June 2021 are in accordance with the Corporations Act 2001, including:
  - (a) Complying with Australian Accounting Standards, the Corporations Regulations 2001; and other mandatory professional reporting requirements.
  - (b) Giving a true and fair view of the consolidated entity's financial position as at 30 June 2021 and of its performance for the year ended on that date.
- (2) the financial statements and notes also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board.
- (3) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

This declaration is made after receiving the declarations required to be made to the directors by the Chief Executive Officer and the Chief Finance and Operations Officer in accordance with section 295A of the Corporations Act 2001 for the year ended 30 June 2021.

In accordance with a resolution of the Directors.



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**Chris Knoblanche**

Chairman

Sydney

26 August 2021



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**Robert Sharon-Zipser**

Chief Executive Officer

# Independent auditor's report to the members of hipages Group Holdings Limited



## *Independent auditor's report*

To the members of hipages Group Holdings Limited

### *Report on the audit of the financial report*

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#### *Our opinion*

In our opinion:

The accompanying financial report of hipages Group Holdings Limited (the Company) and its controlled entities (the Consolidated entity) is in accordance with the *Corporations Act 2001*, including:

- (a) giving a true and fair view of the Consolidated entity's financial position as at 30 June 2021 and of its financial performance for the year then ended
- (b) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

#### ***What we have audited***

The Consolidated entity financial report comprises:

- the consolidated statement of financial position as at 30 June 2021
- the consolidated statement of profit or loss for the year then ended
- the consolidated statement of comprehensive income for the year then ended
- the consolidated statement of changes in equity for the year then ended
- the consolidated statement of cash flows for the year then ended
- the notes to the consolidated financial statements, which include significant accounting policies and other explanatory information
- the directors' declaration.

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#### *Basis for opinion*

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial report* section of our report.

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

#### ***Independence***

We are independent of the Consolidated entity in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting

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***PricewaterhouseCoopers, ABN 52 780 433 757***

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Professional & Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

### *Our audit approach*

An audit is designed to provide reasonable assurance about whether the financial report is free from material misstatement. Misstatements may arise due to fraud or error. They are considered material if individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial report.

We tailored the scope of our audit to ensure that we performed enough work to be able to give an opinion on the financial report as a whole, taking into account the geographic and management structure of the Consolidated entity, its accounting processes and controls and the industry in which it operates.



<i>Materiality</i>	<i>Audit scope</i>
<p>For the purpose of our audit we used overall Consolidated entity materiality of \$544,000, which represents approximately 1% of revenue.</p> <p>We applied this threshold, together with qualitative considerations, to determine the scope of our audit and the nature, timing and extent of our audit procedures and to evaluate the effect of misstatements on the financial report as a whole.</p> <p>We chose revenue because, in our view, it is the benchmark against which the performance of the Consolidated entity is most appropriately measured.</p> <p>We utilised a 1% threshold based on our professional judgement, noting it is within the range of commonly acceptable thresholds for a revenue benchmark.</p>	<p>Our audit focused on where the Consolidated entity made subjective judgements; for example, significant accounting estimates involving assumptions and inherently uncertain future events.</p>

# Independent auditor's report to the members of hipages Group Holdings Limited (continued)



## 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 for the current period. The key audit matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. Further, any commentary on the outcomes of a particular audit procedure is made in that context. We communicated the key audit matters to the Audit and Risk Committee.

Key audit matter	How our audit addressed the key audit matter
<p data-bbox="301 891 742 965"><b>Revenue recognition for contracts with customers</b> (Refer to note 2.3) [\$55,806k]</p> <p data-bbox="301 994 742 1093">Revenue recognition was a key audit matter due to its financial significance and the judgements and assumptions with respect to the following areas:</p> <ul data-bbox="347 1122 742 1473" style="list-style-type: none"> <li data-bbox="347 1122 742 1323">• Estimation of the revenue recognised for the right for customers to access potential leads in which the revenue for the right to access leads is recognised at the time the leads are claimed. The estimate with respect to the leads pertains to the take up of leads by the customers.</li> <li data-bbox="347 1352 742 1473">• Estimates of standalone selling price for contracts with multiple performance obligations, specifically where there are bundled upfront fees and discounts.</li> </ul>	<p data-bbox="759 891 1324 990">Evaluated the Consolidated entity's accounting policies for consistency with Australian Accounting Standards. The procedures employed to gather evidence in respect of revenue recognition included the following, amongst others:</p> <ul data-bbox="805 1019 1324 1845" style="list-style-type: none"> <li data-bbox="805 1019 1324 1122">• Developed an understanding and evaluated the design effectiveness of the key systems underpinning each of the material revenue streams and the relevant business process controls.</li> <li data-bbox="805 1151 1324 1279">• Evaluated the Consolidated entity's standalone selling price allocation methodology for each material revenue stream to assess whether the resulting revenue recognition was in accordance with Australian Accounting Standards.</li> <li data-bbox="805 1308 1324 1458">• On a sample basis, tested revenue transactions by obtaining key supporting documentation such as customer acceptances to check that the transactions occurred and that they were recognised in accordance with the Consolidated entity's revenue recognition policy.</li> <li data-bbox="805 1487 1324 1615">• Evaluated whether revenue was recorded in the correct period by obtaining evidence of occurrence for a sample of transactions that were recorded during a defined risk period before and after year end.</li> <li data-bbox="805 1644 1324 1720">• With support from PwC IT specialists, evaluated the reliability of the system generated report used to calculate lead credit utilisation percentages.</li> <li data-bbox="805 1749 1324 1845">• Evaluated and tested on a sample basis the completeness and accuracy of the lead credit system generated report which is used by management to estimate the amount of leads utilised by the</li> </ul>



customer to determine the amount of deferred revenue recognised.

- Evaluated the adequacy of disclosures in light of the requirements of Australian Accounting Standards.

### **Capitalisation of software development costs**

*(Refer to note 3.5) [\$10,714k]*

The Consolidated entity develops its own software products and as a result requires judgement to determine which costs can be capitalised under Australian Accounting Standards. This includes judgement about:

- whether a product can be completed and produce a viable software product
- whether an activity is eligible for capitalisation
- determination of whether the activities are identified as a capital project.

Capitalisation of software development costs was a key audit matter due to:

- the significance of the level of salaries and wages of the Research and Development ('R&D') function being capitalised
- the calculation of the percentage of R&D costs to be capitalised requiring judgement with respect to the proportion of time regarded as eligible for capitalisation.

Together with PwC IT specialists we performed the following procedures, amongst others:

- Assessed the Consolidated entity's accounting policies and methodology using our knowledge of the business and through discussions with various stakeholders
- Developed an understanding of and evaluated the design effectiveness of the IT general controls over relevant systems.
- Performed procedures on a sample basis over the data within the software development projects analysis report to assess the capitalisation rate used by management. The testing included developing an understanding of the nature of the projects by:
  - evaluating task descriptions and their related classification and assessing if capitalisable in accordance with the accounting standards
  - investigating the nature of the tasks through enquiry of the relevant R&D teams
- Evaluated whether labour costs associated with new projects met the criteria for capitalisation considering the criteria prescribed in Australian Accounting Standards.
- Tested on a sample basis the accuracy of salaries and wages data used by agreeing to pay slips including determining whether relevant employees were appropriately classified as R&D personnel.
- Evaluated the adequacy of disclosures in light of the requirements of Australian Accounting Standards.

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### **Other information**

The directors are responsible for the other information. The other information comprises the information included in the annual report for the year ended 30 June 2021, but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.

# Independent auditor's report to the members of hipages Group Holdings Limited (continued)



In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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### *Responsibilities of the directors for the financial report*

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

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

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### *Auditor's responsibilities for the audit of the financial report*

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of 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/ar1\\_2020.pdf](https://www.auasb.gov.au/admin/file/content102/c3/ar1_2020.pdf). This description forms part of our auditor's report.

### *Report on the remuneration report*

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#### *Our opinion on the remuneration report*

We have audited the remuneration report included in pages 48 to 67 of the directors' report for the year ended 30 June 2021.

In our opinion, the remuneration report of hipages Group Holdings Limited for the year ended 30 June 2021 complies with section 300A of the *Corporations Act 2001*.





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### *Responsibilities*

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

### *Matters relating to the electronic presentation of the audited financial report*

This auditor's report relates to the financial report of hipages Group Holdings Limited for the year ended 30 June 2021 included on hipages Group Holdings Limited's web site. The directors of the Company are responsible for the integrity of hipages Group Holdings Limited's website. We have not been engaged to report on the integrity of this web site. The auditor's report refers only to the financial report named above. It does not provide an opinion on any other information which may have been hyperlinked to/from the financial report. If users of this report are concerned with the inherent risks arising from electronic data communications they are advised to refer to the hard copy of the audited financial report to confirm the information included in the audited financial report presented on this web site.

PricewaterhouseCoopers

PricewaterhouseCoopers

A handwritten signature in black ink, appearing to read 'M Valerio'.

Mark Valerio  
Partner

Sydney  
26 August 2021

# Shareholder information

The information set out below was prepared as at 13 September 2021 (unless indicated otherwise) and applies to hipages' securities (ASX code: HPG).

## Statement

For the period from listing on 12 November 2020 to the end of the reporting period, 30 June 2021, the Company has used cash and other assets which are readily convertible into cash in a way consistent with the objectives stated in its prospectus dated 21 October 2021.

## Issued Securities

The company has 130,030,702 fully paid shares ordinary shares on issue and 3,257,127 unquoted performance rights on issue.

All fully paid ordinary shares in the Company carry one voting per share.

The performance rights have no voting rights.

## Escrowed shares

There are 8,567,841 ordinary shares subject to voluntary escrow. These shares will be released from escrow after the release of the Company's financial results in 1H2022.

## Distribution of Shareholders

Holding Ranges	Holders	% Issued Share Capital
above 0 up to and including 1,000	1,034	0.38%
above 1,000 up to and including 5,000	643	1.22%
above 5,000 up to and including 10,000	120	0.73%
above 10,000 up to and including 100,000	137	3.49%
above 100,000	56	94.18%
Totals	1,990	100.00%

Number of shareholders with less than a marketable parcel 49

## Substantial shareholders

Substantial shareholders in the Company as disclosed in substantial holding notices lodged with ASX as at 13 September 2021 are set out below:

Holder Name	Holding Balance	%
NEWS PTY LIMITED	33,385,989	25.68%
ROBERT SHARON-ZIPSE and RSZ PTY LTD <sup>1</sup>	8,567,841	6.59%
HIPAGES GROUP HOLDINGS LIMITED <sup>2</sup>	8,567,841	6.59%
DAVID VITEK and SAJO HILL PTY LTD	8,373,464	6.44%
CHALLENGER LIMITED AND ITS ASSOCIATED ENTITIES	7,909,443	6.08%
WAVESTONE CAPITAL PTY LIMITED	6,572,651	5.05%
ELLERSTON CAPITAL LIMITED	6,528,271	5.02%

1. Holding is subject to voluntary escrow arrangement with hipages Group Holdings Limited.

2. Deemed relevant interest due to voluntary escrow arrangements between hipages Group Holdings Limited and Robert Sharon-Zipser and associates, as disclosed in the Prospectus dated 21 October 2020. hipages has no right to acquire these shares or to control voting rights attached to the shares.

## Top 20 shareholders<sup>1</sup>

Position	Holder Name	Holding	%
1	NEWS PTY LIMITED	33,385,989	25.68%
2	NATIONAL NOMINEES LIMITED	11,391,661	8.76%
3	CITICORP NOMINEES PTY LIMITED	10,606,095	8.16%
4	SAJO HILL PTY LTD	7,933,464	6.10%
5	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	7,848,128	6.04%
6	RSZ PTY LTD	7,521,076	5.78%
7	ELLERSTON CAPITAL LIMITED	6,528,271	5.02%
8	J P MORGAN NOMINEES AUSTRALIA PTY LIMITED	5,555,986	4.27%
9	HIPAGES ESP PTY LTD	3,340,416	2.57%
10	RIGHT CLICK CAPITAL MANAGEMENT PTY LTD	3,080,681	2.37%
11	UBS NOMINEES PTY LTD	2,419,080	1.86%
12	TRANSGLOBAL CORPORATION PTY LTD	2,179,710	1.68%
13	INCUBATOR HOLDINGS PTY LIMITED	2,038,832	1.57%
14	BNP PARIBAS NOMS PTY LTD	1,855,778	1.43%
15	BNP PARIBAS NOMINEES PTY LTD	1,849,427	1.42%
16	PACIFIC DEVELOPMENT CAPITAL LIMITED	1,536,837	1.18%
17	LAMONT KEIGHERY GROUP PTY LTD	1,465,422	1.13%
18	CS THIRD NOMINEES PTY LIMITED	1,367,518	1.05%
19	IFM PTY LTD	791,097	0.61%
20	MARSHALL INVESTMENTS PTY LTD	721,895	0.56%
	<b>Total</b>	<b>113,417,363</b>	<b>87.22%</b>
	<b>Total issued capital - selected security class(es)</b>	<b>130,030,702</b>	<b>100.00%</b>

1. As recorded on the share register by holder reference number and includes Shareholders that may hold shares for the benefit of third parties.

## Buyback

There is no current on-market buy-back.

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# Corporate directory

## Executive Director

Robert Sharon-Zipser,  
Co-Founder, Executive Director and CEO

## Non-Executive Directors

Chris Knoblanche  
Stacey Brown  
Nicholas Gray  
Inese Kingsmill

## Chief Finance and Operations Officer

Melissa Fahey

## Company Secretary

Andrew Whitten

## Registered office

Level 10, 255 Pitt Street,  
Sydney NSW 2000

Phone: +61 2 83961300  
Email: [investor@hipagesgroup.com.au](mailto:investor@hipagesgroup.com.au)

## Company website

[www.hipages.com.au](http://www.hipages.com.au)

## Corporate website

[www.hipagesgroup.com.au](http://www.hipagesgroup.com.au)

## Independent auditor

PricewaterhouseCoopers  
One International Towers Sydney,  
Watermans Quay  
Barangaroo NSW 2000

## Share registry

Automic Pty Ltd  
Level 5, 126 Phillip Street  
Sydney NSW 2000

Phone: 1300 288 664

## Securities exchange

hipages Group Holdings Ltd was listed on the  
Australian Securities Exchange on 12 November 2020.

ASX code: HPG

ABN: 67 644 430 839

