

JAYRIDE

1H FY22 RESULTS AND APPENDIX 4D

Interim Financial Report for Half-Year ended 31 December 2021

Lodged with the ASX under Listing Rule 4.3A. Jayride Group Limited (ASX:JAY) ABN 49 155 285 528





1. Company details

Name of entity:	Jayride Group Limited
ABN:	49 155 285 528
Reporting period:	For the half-year ended 31 December 2021
Previous period:	For the half-year ended 31 December 2020

2. Results for announcement to the market

				\$
Total revenue and other income	up	46.7%	to	1,245,040
Revenue from net commissions and fees booked	up	310.5%	to	883,157
Loss from ordinary activities after tax attributable to the owners of Jayride Group Limited	up	18.6%	to	(2,547,727)
Loss for the half-year attributable to the owners of Jayride Group Limited	up	18.6%	to	(2,547,727)

Comments

The Company's total revenue and other income during the half-year was \$1,245,040 (31 December 2020: \$848,528), representing an increase of 46.7% compared to the corresponding period.

The loss for the Company after providing for income tax amounted to \$2,547,727 (31 December 2020: \$2,148,195), representing an increase of 18.6% compared to the corresponding period.

The performance was in line with the Company's plans to resource its operational and growth teams ahead of an expected travel recovery and following the Company's placement and share purchase plans in July 2021.

3. Net tangible assets

	31 Dec 2021 Cents	30 Jun 2021 Cents
Net tangible assets per ordinary security	3.02	(1.38)

4. Control gained over entities

Not applicable.

5. Loss of control over entities

Not applicable.

6. Dividends

Current period

There were no dividends paid, recommended or declared during the current financial period.

Previous period

There were no dividends paid, recommended or declared during the previous financial period.



7. Dividend reinvestment plans

Not applicable.

8. Details of associates and joint venture entities

Not applicable.

9. Foreign entities

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

Not applicable.

10. Audit qualification or review

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

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

11. Attachments

Details of attachments (if any):

The Interim Report of Jayride Group Limited for the half-year ended 31 December 2021 is attached.

12. Signed

Authorised by the Board of Directors.

Signed _____

Date: 23 February 2022

Rodney Bishop
Managing Director
Sydney

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Jayride Group Limited

ABN 49 155 285 528

Interim Report - 31 December 2021

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Jayride Group Limited
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31 December 2021



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The directors present their report, together with the financial statements, on the Company for the half-year ended 31 December 2021.

Directors

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

Rod Cuthbert - Chairman
Rodney Bishop - Managing Director
Samuel Saxton
Yifat Shirben
Tzipi Avioz

Principal activities

Jayride.com is the world's leading publicly listed airport transfers marketplace, where travellers compare and book rides around the world. With Jayride.com, travellers can compare and book with 3,700+ ride service companies, servicing 1,600+ airports in 110+ countries around the world, including the Americas, Europe, Middle East, Africa, Asia and the Pacific.

The Jayride.com platform aggregates ride service companies and distributes them to travellers at Jayride.com; and via travel brand partners including other technology platforms, travel agencies and wholesalers. These travel brands implement Jayride APIs to sell door-to-door ride services that build traveller confidence and defend their core travel business.

Jayride's opportunity is to create the world's first trusted global ride services brand for travellers; a brand that travellers can trust and take with them as they travel around the world.

Jayride earns the majority of its revenue from passenger trips booked, where the Company acts as an agency for the traveller with the transport company and earns a commission on sale. Travellers visit Jayride.com or a Jayride travel brand partner to book passenger trips.

Jayride receives the Total Transaction Value ('TTV') for Passenger Trips Booked and holds the funds on behalf of the traveller until after travel, at which point Jayride remits payment to the transport company, retaining its commission. This commission, net of refunds, is the Company's Net Revenue from passenger trips, which forms the majority of the Company's revenue.

Founded in 2012, Jayride.com is headquartered in Sydney, Australia.

No significant changes have occurred in the nature of the Company's activity during the current financial half-year.

Dividends

There were no dividends paid, recommended or declared during the current or previous financial half-year.

Review of operations

The Company's total revenue and other income during the half-year was \$1,245,040 (31 December 2020: \$848,528), representing an increase of 46.7% compared to the corresponding period.

The loss for the Company after providing for income tax amounted to \$2,547,727 (31 December 2020: \$2,148,195), representing an increase of 18.6% compared to the corresponding period.

The performance was in line with the Company's plans to resource its operational and growth teams ahead of an expected travel recovery and following the Company's placement and share purchase plans in July 2021.

The directors have assessed that based on the Company's position it is appropriate to prepare the financial report on the going concern basis. For further information, refer to note 2.



Significant changes in the state of affairs

On 27 July 2021, at an Extraordinary General Meeting shareholders approved the issuance of 34,520,000 shares for the second tranche of the placement, and an additional 5,000,000 shares for the share purchase plan, and subsequently the proceeds of these, totalling \$8.25 million, was received by the Company.

On 12 August 2021, Jayride eliminated all outstanding debt facilities with its lenders by making early repayment of principal totalling \$2 million plus interest accrued.

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

Auditor's independence declaration

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

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

On behalf of the directors

Handwritten signature of Rodney Bishop in black ink.

Rodney Bishop
Managing Director

23 February 2022
Sydney

Handwritten signature of Rod Cuthbert in black ink.

Rod Cuthbert
Chairman

RSM Australia Partners

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AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the review of the financial report of Jayride Group Limited for the half year ended 31 December 2021, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

- (i) the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and
- (ii) any applicable code of professional conduct in relation to the review.



RSM AUSTRALIA PARTNERS



R J MORILLO MALDONADO
Partner

23 February 2022
Melbourne, Victoria

Jayride Group Limited
Statement of profit or loss and other comprehensive income
For the half-year ended 31 December 2021



	Note	31 Dec 2021 \$	31 Dec 2020 \$
Revenue			
Net commission and fees booked from continuing operations	4	883,157	215,154
Interest revenue		-	340
Other income	5	361,883	633,034
Total revenue and income		1,245,040	848,528
Operating costs			
Advertising and marketing costs		(170,014)	(41,914)
Variable operating costs		(359,070)	(135,102)
Non-variable operating costs		(892,155)	(804,177)
Corporate costs		(411,751)	(327,506)
Growth costs	6	(888,592)	(392,255)
Share-based payments expense	16	(266,979)	(507,056)
Loss on disposal of plant and equipment		-	(118,313)
Expected credit losses provision		(19,618)	-
Depreciation and amortisation	7	(579,302)	(485,773)
Total operating costs		(3,587,481)	(2,812,096)
Non-operating costs			
Currency movements		(46,166)	1,988
Finance costs	7	(159,120)	(186,615)
Total non-operating costs		(205,286)	(184,627)
Loss before income tax expense		(2,547,727)	(2,148,195)
Income tax expense		-	-
Loss after income tax expense for the half-year attributable to the owners of Jayride Group Limited		(2,547,727)	(2,148,195)
Other comprehensive income for the half-year, net of tax		-	-
Total comprehensive loss for the half-year attributable to the owners of Jayride Group Limited		(2,547,727)	(2,148,195)
		Cents	Cents
Basic loss per share	8	(1.50)	(1.96)
Diluted loss per share	8	(1.50)	(1.96)

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

Jayride Group Limited
Statement of financial position
As at 31 December 2021



	Note	31 Dec 2021 \$	30 Jun 2021 \$
Assets			
Current assets			
Cash and cash equivalents		5,587,527	3,041,659
Trade and other receivables	9	726,554	636,977
Contract assets		336,861	345,139
Deposits		63,312	-
Prepayments		157,935	189,746
Total current assets		6,872,189	4,213,521
Non-current assets			
Deposits		-	8,800
Plant and equipment	10	72,479	32,265
Capitalised technology costs	11	2,446,755	2,180,132
Total non-current assets		2,519,234	2,221,197
Total assets		9,391,423	6,434,718
Liabilities			
Current liabilities			
Trade and other payables		959,238	1,714,356
Contract liabilities		61,418	58,701
Borrowings		-	1,889,242
Employee benefits		207,790	193,576
Future transport payments		334,368	340,663
Total current liabilities		1,562,814	4,196,538
Non-current liabilities			
Employee benefits		67,412	41,404
Total non-current liabilities		67,412	41,404
Total liabilities		1,630,226	4,237,942
Net assets		7,761,197	2,196,776
Equity			
Issued capital	12	37,810,268	29,805,556
Reserves	13	2,382,865	2,630,041
Accumulated losses		(32,431,936)	(30,238,821)
Total equity		7,761,197	2,196,776

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

Jayride Group Limited
Statement of changes in equity
For the half-year ended 31 December 2021



	Issued capital \$	Reserves \$	Accumulated losses \$	Total equity \$
Balance at 1 July 2020	24,316,515	3,450,313	(26,840,892)	925,936
Loss after income tax expense for the half-year	-	-	(2,148,195)	(2,148,195)
Other comprehensive income for the half-year, net of tax	-	-	-	-
Total comprehensive loss for the half-year	-	-	(2,148,195)	(2,148,195)
<i>Transactions with owners in their capacity as owners:</i>				
Contributions of equity, net of transaction costs	2,355,397	-	-	2,355,397
Repayment of limited recourse loan (note 12)	40,428	-	-	40,428
Share-based payments (shares) (note 16)	343,257	(34,367)	-	308,890
Share-based payments (options) (note 16)	-	198,166	-	198,166
Transfer in relation to exercise of share options	-	(254,636)	254,636	-
Balance at 31 December 2020	27,055,597	3,359,476	(28,734,451)	1,680,622
	Issued capital \$	Reserves \$	Accumulated losses \$	Total equity \$
Balance at 1 July 2021	29,805,556	2,630,041	(30,238,821)	2,196,776
Loss after income tax expense for the half-year	-	-	(2,547,727)	(2,547,727)
Other comprehensive income for the half-year, net of tax	-	-	-	-
Total comprehensive loss for the half-year	-	-	(2,547,727)	(2,547,727)
<i>Transactions with owners in their capacity as owners:</i>				
Contributions of equity, net of transaction costs (note 12)	7,845,169	-	-	7,845,169
Share-based payments (shares) (note 16)	159,543	(53,402)	-	106,141
Share-based payments (options) (note 16)	-	160,838	-	160,838
Transfer from reserve to retained earnings	-	(354,612)	354,612	-
Balance at 31 December 2021	37,810,268	2,382,865	(32,431,936)	7,761,197

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

Jayride Group Limited
Statement of cash flows
For the half-year ended 31 December 2021



	31 Dec 2021 \$	31 Dec 2020 \$
Cash flows from operating activities		
Net receipts from bookings (inclusive of GST)	558,123	211,331
Payments to suppliers and employees (inclusive of GST)	(3,244,618)	(1,470,989)
Grants funding for operating activities	-	168,846
COVID-19 government contributions	361,883	411,140
Interest received	-	340
Interest and other finance costs paid	(48,362)	(112,430)
Other	-	1,969
Net cash used in operating activities	(2,372,974)	(789,793)
Cash flows from investing activities		
Payments for plant and equipment	(52,943)	-
Payments for intangibles	(833,195)	(533,618)
Grants funding for investing activities	-	550,667
Proceeds from disposal of property, plant and equipment	-	807
Net cash (used in)/from investing activities	(886,138)	17,856
Cash flows from financing activities		
Proceeds from issue of shares	8,242,990	2,500,000
Share issue transaction costs	(404,031)	(134,701)
Repayment of borrowings	(2,000,000)	(113,152)
Proceeds from limited recourse loan	-	40,428
Repayment of lease liabilities	-	(215,317)
Net cash from financing activities	5,838,959	2,077,258
Net increase in cash and cash equivalents	2,579,847	1,305,321
Cash and cash equivalents at the beginning of the financial half-year	3,041,659	963,459
Effects of exchange rate changes on cash and cash equivalents	(33,979)	(3,898)
Cash and cash equivalents at the end of the financial half-year	5,587,527	2,264,882

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

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Jayride Group Limited
Notes to the financial statements
31 December 2021



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Note 1. General information

The financial statements cover Jayride Group Limited as an individual entity. The financial statements are presented in Australian dollars, which is Jayride Group Limited's functional and presentation currency.

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

Suite 1
Level 11
55 Clarence Street
Sydney NSW 2000

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

The financial statements were authorised for issue, in accordance with a resolution of directors, on 23 February 2022.

Note 2. Significant accounting policies

These general purpose financial statements for the interim half-year reporting period ended 31 December 2021 have been prepared in accordance with Australian Accounting Standard AASB 134 'Interim Financial Reporting' and the Corporations Act 2001, as appropriate for for-profit oriented entities. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 'Interim Financial Reporting'.

These general purpose financial statements do not include all the notes of the type normally included in annual financial statements. Accordingly, these financial statements are to be read in conjunction with the annual report for the year ended 30 June 2021 and any public announcements made by the Company during the interim reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001.

The principal accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period, except for the policies stated below.

New or amended Accounting Standards and Interpretations adopted

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

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

Going concern

The financial statements have been prepared on the going concern basis, which contemplates continuity of normal business activities and the realisation of assets and discharge of liabilities in the normal course of business.

As disclosed in the financial statements, the Company incurred a loss of \$2,547,727 and had net cash outflows from operating activities of \$2,372,974 for the half-year ended 31 December 2021.

The business and industry continue to be materially impacted by the COVID-19 pandemic. Currently, the Company's operations continue to be well under historical pre-COVID-19 levels. In light of the uncertainty over the spread of the virus, outlook on a vaccine, adoption of preventative measures, the global travel environment and governmental response, the Company is operating on the assumption that travel will increase gradually during the next 12 months, and it will achieve pre-COVID-19 levels during 2022.



Note 2. Significant accounting policies (continued)

Notwithstanding the above, the Directors, after reviewing the Company's cashflow forecasts for a period in excess of 12 months from the date of signing this financial report, believe that the Company will have sufficient cash resources to meet its working capital requirements in the future and meet its debts as and when they fall due. The Directors' assessment that the Company will continue as a going concern considered the following factors:

- The Company's current assets as at 31 December 2021, which include \$5,587,527 cash in the bank, exceed the Company's current liabilities by \$5,309,375; and
- The Company has demonstrated the ability to raise further capital if required, pursuant to ASX listing rule 7.1 and 7.1A.

Accordingly, the Directors believe that the Company will be able to continue as a going concern and that it is appropriate to adopt the going concern basis in the preparation of the financial report.

Note 3. Operating segments

Identification of reportable operating segments

The Company's operating segments are based on the internal reports that are reviewed and used by the Board of Directors (who are identified as the Chief Operating Decision Makers ('CODM')) in assessing performance and in determining the allocation of resources.

The directors are of the opinion that there is one reportable segment in the Company as the CODM reviews results, assesses performance and allocates resources at a Company level.

As the information reported to the CODM is the results of the Company as a whole, the segment results are shown throughout these financial statements and are not duplicated here.

Geographical information

	Sales to external customers		Geographical non-current assets	
	31 Dec 2021	31 Dec 2020	31 Dec 2021	30 Jun 2021
	\$	\$	\$	\$
Oceania	33,605	35,177	2,519,324	2,221,197
Europe	320,715	57,681	-	-
North America	491,120	115,672	-	-
South America	5,286	-	-	-
Asia	22,171	4,165	-	-
Africa	10,260	2,459	-	-
	883,157	215,154	2,519,324	2,221,197

Note 4. Net commission and fees booked

	31 Dec 2021	31 Dec 2020
	\$	\$
Revenue from contracts with customers		
Net commission and fees booked	883,157	215,154

Disaggregation of revenue

For disaggregation of revenue from contracts with customers, refer to note 3.

Timing of revenue recognition

Revenue from contracts with customers is recognised at a point in time.



Note 5. Other income

	31 Dec 2021 \$	31 Dec 2020 \$
Government contributions (Research and development tax incentive and Export Market Development Grant)	-	100,000
COVID-19 government contributions*	361,883	395,500
Gain on derecognition of right-of-use assets	-	44,328
Proceeds from insurance settlement	-	93,206
	361,883	633,034

* During the half-year, due to COVID-19 pandemic, the Company has received a total of \$261,883 (\$251,383 JobSaver and \$10,500 Small Business Hardship Grant) from the Australian Government and \$100,000 paid by Centrelink for 'Consumer Travel Support' Grant (31 December 2020: \$370,500 JobKeeper and \$25,000 Cashflow Boost). These have been recognised as 'COVID-19 government contributions' in the financial statements and recorded as Other income.

Note 6. Growth costs

	31 Dec 2021 \$	31 Dec 2020 \$
Technology costs not capitalised (a)	76,597	30,717
Employee and contractor costs	534,921	360,270
Other growth costs	277,074	1,268
	888,592	392,255

(a) *Technology costs not capitalised*

	31 Dec 2021 \$	31 Dec 2020 \$
Total technology costs	909,793	564,335
Less: capitalised technology costs	(833,196)	(533,618)
Technology costs not capitalised	76,597	30,717

Growth costs are investments made into improving the long-term performance of the Company that are not capitalised. These costs include the leadership team, technology costs not capitalised, and non-variable sales and marketing costs. The costs are considered to be more discretionary than other operational costs and are accordingly disclosed separately.



Note 7. Expenses

	31 Dec 2021 \$	31 Dec 2020 \$
Loss before income tax includes the following specific expenses:		
<i>Depreciation</i>		
Fixtures and fittings	120	1,538
Office buildings right-of-use assets	-	47,650
Computer equipment	12,609	10,247
Office equipment	-	24
Total depreciation	12,729	59,459
<i>Amortisation</i>		
Capitalised technology costs	566,573	426,314
Total depreciation and amortisation	579,302	485,773
<i>Finance costs</i>		
Interest and finance charges paid/payable on borrowings	48,362	184,725
Interest and finance charges paid/payable on lease liabilities	-	1,646
Unwinding of the discount on provisions and other	110,758	244
Total finance costs	159,120	186,615
<i>Superannuation expense</i>		
Defined contribution superannuation expense	136,979	86,279

Note 8. Loss per share

	31 Dec 2021 \$	31 Dec 2020 \$
Loss after income tax attributable to the owners of Jayride Group Limited	(2,547,727)	(2,148,195)
	Number	Number
Weighted average number of ordinary shares used in calculating basic loss per share	169,997,746	109,625,988
Weighted average number of ordinary shares used in calculating diluted loss per share	169,997,746	109,625,988
	Cents	Cents
Basic loss per share	(1.50)	(1.96)
Diluted loss per share	(1.50)	(1.96)

10,261,765 (31 December 2020: 12,977,128) options, 1,800,000 (31 December 2020: 4,850,000) performance options, 3,616,637 (31 December 2020: 3,616,637) warrants and 522,418 (31 December 2020: 768,875) shares held in Employees' Trust have been excluded from the above calculation as their inclusion would be anti-dilutive.



Note 9. Trade and other receivables

	31 Dec 2021 \$	30 Jun 2021 \$
<i>Current assets</i>		
Trade receivables	701,762	598,152
Less: Allowance for expected credit losses	(358,967)	(339,349)
	342,795	258,803
Other receivables	6,210	-
Goods and services tax receivable	39,629	40,254
Research and development incentive receivable	337,920	337,920
	726,554	636,977

Allowance for expected credit losses

The Company has recognised a loss of \$19,618 in profit or loss in respect of the expected credit losses for the half-year ended 31 December 2021 (31 December 2020: \$nil).

The ageing of the receivables and allowance for expected credit losses provided for above are as follows:

	Expected credit loss rate		Gross amount		Allowance for expected credit losses	
	31 Dec 2021 %	30 Jun 2021 %	31 Dec 2021 \$	30 Jun 2021 \$	31 Dec 2021 \$	30 Jun 2021 \$
Current	-	-	162,326	134,959	-	-
Less than 3 months overdue	14.117%	13.890%	86,698	46,279	12,239	6,428
3 to 6 months overdue	15.163%	14.889%	34,260	5,868	5,195	874
Over 6 months overdue	81.613%	80.781%	418,478	411,046	341,533	332,047
			701,762	598,152	358,967	339,349

The Company has increased its monitoring of debt recovery as there is an increased probability of customers delaying payment or being unable to pay due to COVID-19 pandemic.

Note 10. Plant and equipment

	31 Dec 2021 \$	30 Jun 2021 \$
<i>Non-current assets</i>		
Fixtures and fittings - at cost	3,097	3,648
Less: Accumulated depreciation	(2,656)	(3,011)
	441	637
Computer equipment - at cost	207,754	156,240
Less: Accumulated depreciation	(135,717)	(124,613)
	72,037	31,627
Office equipment - at cost	1,250	1,250
Less: Accumulated depreciation	(1,249)	(1,249)
	1	1
	72,479	32,265



Note 10. Plant and equipment (continued)

Reconciliations

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

	Fixtures and fittings \$	Computer equipment \$	Office equipment \$	Total \$
Balance at 1 July 2021	637	31,627	1	32,265
Additions	-	53,388	-	53,388
Disposals	(76)	(369)	-	(445)
Depreciation expense	(120)	(12,609)	-	(12,729)
Balance at 31 December 2021	441	72,037	1	72,479

Note 11. Capitalised technology costs

	31 Dec 2021 \$	30 Jun 2021 \$
<i>Non-current assets</i>		
Capitalised technology costs	5,813,810	4,980,614
Less: Accumulated amortisation	(3,367,055)	(2,800,482)
	2,446,755	2,180,132

Reconciliations

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

	Capitalised technology costs \$
Balance at 1 July 2021	2,180,132
Additions	833,196
Amortisation expense	(566,573)
Balance at 31 December 2021	2,446,755

The recoverable amount of the capitalised technology costs has been determined by a value-in-use calculation using a discounted cash flow model ('DCF'), based on a five-year forecast.

Key assumptions are those to which the recoverable amount of an asset or cash-generating unit is most sensitive. The following key assumptions were used in the DCF model.

Key assumption	31 Dec 2021 %
Compounded annual growth rate	79.83%
Gross profit margin (after deducting variable and support costs)	50.00%
Cumulative return on sales	(11.14%)
Weighted average cost of capital ('WACC')	17.88%



Note 11. Capitalised technology costs (continued)

Sensitivity testing reveals impairment would have occurred if compounded annual growth rate was below 60.59%.

Management believes the compounded annual growth rate adopted is reasonable given the base position that growth is measured against, the size of the market, the structural shift to online booking, expected changes to the competitive landscape and the uncertainty caused by COVID-19. The value-in-use calculation assumes a return to pre-COVID-19 volumes in FY23 and historical growth rates after that point.

Sensitivity testing reveals impairment of the capitalised technology costs would have occurred if the gross profit margin was less than 31.31%.

Management believes the gross profit margin is reasonable given the gross profit margin exceeds 40% across H1FY22 despite refunds remaining above historical baseline also given there is an expectation that deployed capital will improve operating leverage.

Sensitivity testing reveals impairment of the capitalised technology costs would have occurred if the cumulative return on sales was less than -35.02%.

Management believes the cumulative return on sale is reasonable where the compounded growth rate and gross profit margins are achieved and also given there is an expectation that deployed capital will improve operating leverage.

Sensitivity testing reveals impairment of the capitalised technology costs would have occurred if the WACC was more than 34.58%.

Management believes the WACC adopted is a reasonable reflection of the Company's current and forecast WACC, the time value of money, risk-free interest rates and the volatility of the share price relative to market movements.

Note 12. Issued capital

	31 Dec 2021 Shares	30 Jun 2021 Shares	31 Dec 2021 \$	30 Jun 2021 \$
Ordinary shares - fully paid	175,861,841	135,825,080	37,810,268	29,805,556
Ordinary shares - held in Employees' Trust	522,418	27,244	-	-
	176,384,259	135,852,324	37,810,268	29,805,556

Ordinary shares

Ordinary shares entitle the holder to participate in any dividends declared and any proceeds attributable to shareholders should the Company be wound up, in proportions that consider both the number of shares held and the extent to which those shares are paid up. The fully paid ordinary shares have no par value and the Company does not have a limited amount of authorised capital.

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

Ordinary shares held in Employees' Trust

During the year 2019, the Jayride Employee Share Trust ('Trust') was established to streamline share-based compensation for employees. Fully paid ordinary shares in the Company were issued to Royal Exchange Nominees Pty Ltd, as trustee of the Trust. The Trust issues shares to employees as part of their remuneration package. The Trust controls the shares set aside for future share-based remuneration.



Note 12. Issued capital (continued)

Movements in ordinary share capital

Details	Date	Shares	Issue price	\$
Balance	1 July 2021	135,825,080		29,805,556
Issue of shares - placement	27 July 2021	34,520,000	\$0.2100	7,249,200
Issue of shares - share purchase plan	30 July 2021	4,761,935	\$0.2100	1,000,000
Issue of shares to employees under Employee Share Scheme ('ESS')	4 August 2021	467,885	\$0.2100	98,256
Issue of shares to employees under ESS	23 September 2021	28,009	\$0.1950	5,462
Issue of shares to employees under ESS	6 October 2021	258,932	\$0.2156	55,825
Share issue costs		-		(404,031)
Balance	31 December 2021	175,861,841		37,810,268

Movements in shares held in Employees Trust

Details	Date	Shares	Issue price	\$
Balance	1 July 2021	27,244		-
Shares issued to Employee Share Trust	2 August 2021	1,250,000	\$0.0000	-
Issue of shares to employees	4 August 2021	(467,885)	\$0.2100	98,256
Issue of shares to employees	23 September 2021	(28,009)	\$0.1950	5,462
Issue of shares to employees	6 October 2021	(258,932)	\$0.2156	55,825
Balance	31 December 2021	522,418		159,543

Note 13. Reserves

	31 Dec 2021	30 Jun 2021
	\$	\$
Share-based payments reserve	2,382,865	2,630,041

Movements in share-based payments reserve

	Equity	Share-based payments	Warrants	Total
	\$	Options	\$	
		\$		
Balance at 1 July 2021	112,281	2,150,674	367,086	2,630,041
Share-based payments (shares)	(53,402)	-	-	(53,402)
Share-based payments (options)	-	160,838	-	160,838
Transfer in relation to expiry of share options	-	(354,612)	-	(354,612)
Balance as at 31 December 2021	58,879	1,956,900	367,086	2,382,865

Note 14. Dividends

There were no dividends paid, recommended or declared during the current or previous financial half-year.

Note 15. Contingent liabilities

The Company has no contingent liabilities as at 31 December 2021 and 30 June 2021.



Note 16. Share-based payments

Employee Share Scheme ('ESS')

In 2017, the Company established an ESS that incentivises employees to become shareholders of the Company.

The Company issued shares to key employees as part of their base package as well as on a performance basis for achieving net revenue, profitability, or cash milestones in the financial half-year ended 31 December 2021. The shares issued were as follows:

Actual issue date	Issue price	Base package Number of shares issued	Performance Number of shares issued	Total Number of shares issued
04/08/2021	\$0.2100	360,401	107,484	467,885
23/09/2021	\$0.1950	-	28,009	28,009
06/10/2021	\$0.2156	235,709	23,223	258,932
Reversal of prior year accruals	\$0.2205	(171,130)	(338,037)	(509,167)
Accrued	\$0.1650	56,461	300,380	356,841
		481,441	121,059	602,500

Options

The terms and conditions of options granted during the half-year ended 31 December 2021 are as follows:

Grant date	Type and vesting condition	Expiry date	Exercise price	Number
03/12/2021	17/49 of total Class D Employee Options will vest immediately at the grant date and 31/49 will vest at a rate of 1/48 every month until 30/06/2024.	30/06/2025	\$0.3000	215,767
08/08/2021	1/48 of total Class E Employee Options will vest immediately at the grant date and 47/48 will vest at a rate of 1/48 every month until 30/06/2025.	30/06/2026	\$0.3000	1,228,573



Note 16. Share-based payments (continued)

Performance options

During the half-year ended 31 December 2021, the Company granted 1,300,000 performance options to the directors. The terms and conditions of each grant of performance options over ordinary shares are as follows:

Grant date	Type and performance milestone	Expiry date	Exercise price	Number
03/12/2021	Class I Dir Performance Options - 1/12 will vest every month until 30/6/2024.	30/06/2024	\$0.3000	300,000
03/12/2021	FY22 LTI Performance Options SRM1 - Achieving VWAP for the first 5 trading days in July 2022 of between 26.62 cents and 27.83 cents. On achieving the milestone, 1/3 will vest every 12 months until 30 June 2024.	30/06/2025	\$0.2420	250,000
03/12/2021	FY22 LTI Performance Options SRM2 - Achieving a VWAP for the first 5 trading days in July 2022 of between 27.84 cents and 29.04 cents. On achieving the milestone, 1/3 will vest every 12 months until 30 June 2024.	30/06/2025	\$0.2420	125,000
03/12/2021	FY22 LTI Performance Options SRM3 - Achieving a VWAP for the first 5 trading days in July 2022 of above 29.04 cents. On achieving the milestone, 1/3 will vest every 12 months until 30 June 2024.	30/06/2025	\$0.2420	125,000
03/12/2021	FY22 LTI Performance Options RGM1 - The Company achieving organic revenue in FY22 of between \$2,500,000 and \$2,750,000. On achieving the milestone, 1/3 will vest every 12 months until 30 June 2024.	30/06/2025	\$0.2420	250,000
03/12/2021	FY22 LTI Performance Options RGM2 - The Company achieving organic revenue in in FY22 of between \$2,750,001 and \$3,000,000. On achieving the milestone, 1/3 will vest every 12 months until 30 June 2024.	30/06/2025	\$0.2420	125,000
03/12/2021	FY22 LTI Performance Options RGM3 - The Company achieving organic revenue in FY22 above \$3,000,000. On achieving the milestone, 1/3 will vest every 12 months until 30 June 2024.	30/06/2025	\$0.2420	125,000



Note 16. Share-based payments (continued)

The options and performance options granted during the half-year ended 31 December 2021 were valued using the Binomial Model option pricing. Inputs used to determine the fair value at the grant date are as follows:

Type	Grant date	Expiry date	Share price at grant date	Exercise price	Expected volatility	Dividend yield	Risk-free interest rate	Fair value at grant date
Options								
Class D Employee Options	03/12/2021	30/06/2025	\$0.2000	\$0.3000	95.00%	-	0.86%	0.0979
Class E Employee Options	08/08/2021	30/06/2026	\$0.2200	\$0.3000	95.00%	-	0.86%	0.1557
Performance options								
Class I Dir Performance Options	03/12/2021	30/06/2024	\$0.2000	\$0.3000	95.00%	-	0.86%	0.8706
FY22 LTI Performance Options SRM1	03/12/2021	30/06/2025	\$0.2000	\$0.2420	95.00%	-	0.86%	0.0550
FY22 LTI Performance Options SRM2	03/12/2021	30/06/2025	\$0.2000	\$0.2420	95.00%	-	0.86%	0.0530
FY22 LTI Performance Options SRM3	03/12/2021	30/06/2025	\$0.2000	\$0.2420	95.00%	-	0.86%	0.0518
FY22 LTI Performance Options RGM1	03/12/2021	30/06/2025	\$0.2000	\$0.2420	95.00%	-	0.86%	0.1227
FY22 LTI Performance Options RGM2	03/12/2021	30/06/2025	\$0.2000	\$0.2420	95.00%	-	0.86%	0.1318
FY22 LTI Performance Options RGM3	03/12/2021	30/06/2025	\$0.2000	\$0.2420	95.00%	-	0.86%	0.1402

The expected volatility was calculated at the time of issue of performance options by measuring the standard deviation of the Company's share price in the prior year.

Warrants

The Company did not issue any warrants during the half-year ended 31 December 2021. In consideration of the grant of \$2,000,000 financing facility, the Company issued 3,616,637 warrants over ordinary shares on 2 February 2019.

Share-based payment expense recognised

	31 Dec 2021	31 Dec 2020
	\$	\$
Shares	106,141	308,890
Options and performance options	160,838	198,166
	266,979	507,056

Note 17. Events after the reporting period

No matter or circumstance has arisen since 31 December 2021 that has significantly affected, or may significantly affect the Company's operations, the results of those operations, or the Company's state of affairs in future financial years.

Jayride Group Limited
Directors' declaration
31 December 2021



In the directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, Australian Accounting Standard AASB 134 'Interim Financial Reporting', the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- the attached financial statements and notes give a true and fair view of the Company's financial position as at 31 December 2021 and of its performance for the financial half-year ended on that date; and
- there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

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

On behalf of the directors

Handwritten signature of Rodney Bishop in black ink.

Rodney Bishop
Managing Director

Handwritten signature of Rod Cuthbert in black ink.

Rod Cuthbert
Chairman

23 February 2022
Sydney

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**INDEPENDENT AUDITOR'S REVIEW REPORT
TO THE MEMBERS OF JAYRIDE GROUP LIMITED****Report on the Half-Year Financial Report***Conclusion*

We have reviewed the accompanying half-year financial report of Jayride Group Limited ('the Company'), which comprises the statement of financial position as at 31 December 2021, the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the half-year then ended, notes comprising a summary of significant accounting policies and other explanatory information, and the director's declaration.

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

- (a) giving a true and fair view of the Company's financial position as at 31 December 2021 and of its performance for the half-year ended on that date; and
- (b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and *Corporations Regulations 2001*.

Basis for Conclusion

We conducted our review in accordance with ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity* ('ASRE 2410'). Our responsibilities are further described in the *Auditor's Responsibilities for the Review of the Financial Report* section of our report. We are independent of the Company in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of Jayride Group Limited, would be in the same terms if given to the directors as at the time of this auditor's review report.

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Directors' Responsibility for the Half-Year Financial Report

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

Auditor's Responsibility for the Review of the Financial Report

Our responsibility is to express a conclusion on the half-year financial report based on our review. ASRE 2410 requires us to conclude whether we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the Company's financial position as at 31 December 2021 and of its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

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



RSM AUSTRALIA PARTNERS



R J MORILLO MALDONADO
Partner

23 February 2022
Melbourne, Victoria

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