

# Offer Information Statement

Smart Lifestyle Australia Limited ACN 652 113 561

An offer of up to 5,000,000 ordinary shares at an issue price of \$1.00 per Share to raise up to \$5,000,000 closing at 5:00pm on 23 September 2025 (unless extended).



## Leading Australia's Electrification Revolution

This Offer Information Statement (OIS) is issued pursuant to section 709(4) of the Corporations Act 2001 (Cth) and was lodged with ASIC on 19<sup>th</sup> of August 2025. This OIS is not a prospectus and has a lower level of disclosure than that which would be required under a prospectus.

This OIS is important and should be read in its entirety. If you are in doubt as to the meaning of the content of this OIS, including the Application, you should consult your financial adviser, stock broker or accountant and always consider the risks before investing.

# Important Information



## Issue of this Offer Information Statement

This Offer Information Statement is dated 19th of August 2025 and was lodged with ASIC on that date. Neither ASIC nor their officers take any responsibility for the content of this OIS or the merit of an investment into the Company by purchasing Shares.

This OIS has been prepared and issued by Smart Lifestyle Australia Limited (the Company) and contains an offer by the Company to apply for Shares for the Company to raise a maximum of \$5,000,000 (Maximum Raise Amount).

No Shares will be issued on the basis of this Offer Information Statement after the expiry date of this OIS, being the date that is 13 months after the date of this OIS.

## This Offer Information Statement is not a prospectus

This Offer Information Statement is issued pursuant to section 709(4) of the Corporations Act 2001 (Cth) – it is not a prospectus. The level of disclosure required to be included in an offer information statement is outlined in section 715 of the Corporations Act 2001 (Cth) and does not include the level of disclosure required to be included in a prospectus. As such, this OIS does not include all the information that would be included in a prospectus, or which may be required to make an informed decision about purchasing Shares.

## Professional advice

The information in this Offer Information Statement and any accompanying Application is not financial product advice and does not take into account your investment objectives, financial situation or particular needs. It is important that you read this OIS in its entirety before deciding whether or not to apply for Shares. In particular, you should:

- consider the risks of making an investment in the Company (some of which are outlined on page 35), which could affect the performance of the Company; and
- consider the aforementioned factors in light of your personal circumstances and seek professional advice before deciding whether to apply for Shares.

If you have any questions whatsoever, you should seek professional advice from your stockbroker, accountant or other professional adviser.

## Forward-looking statements

Except where made clear that information is historical, the information contained in this OIS includes forward-looking (or future-based) statements that are only predictions and as such are subject to uncertainty, which carries inherent risks.

Forward-looking statements are provided by the Company based on assumptions and estimates that have been aligned with the Company's future plans as well as anticipated market demand. Future-based statements in this OIS are identifiable by use of the words: 'expected', 'anticipated', 'opinion', 'considered', 'intends', 'estimates', 'comparable', or similar expressions.

Investors are cautioned not to place undue reliance on future-based statements as by their nature, forward looking information involves numerous assumptions, and uncertainties both general and specific that contribute to the possibility that those future-based statements will not occur. Those risks and uncertainties include factors and risks specific to the industry in which the Company operates as well as general economic conditions.

Forward-looking statements do not constitute a representation and should not be regarded as a representation that the relevant circumstances will eventuate and occur or that the underlying assumptions upon which those forward-looking statements have been determined are valid or correct. The eventuation of any forward-looking statement is difficult to predict and will likely be outside the control of the Company.

## Exposure Period

The Company is prohibited from accepting any Applications for Shares for a period of seven (7) days after this OIS is lodged with ASIC (the Exposure Period). ASIC may extend the Exposure Period at its discretion for a further seven (7) days, to be a total of no more than fourteen (14) days after the date of lodgment with ASIC. The purpose of the Exposure Period is to enable this Offer Information Statement to be examined by market participants before the raising of funds.

# Important Information Cont.



The examination may result in the identification of deficiencies in this Offer Information Statement and, in these circumstances, any Application received may need to be dealt with in accordance with section 724 of the Corporations Act.

Any Application's received during the Exposure Period will not be processed until after the Exposure Period has expired. No preference will be conferred on any Applications received during the Exposure Period.

## Foreign jurisdictions

This Offer Information Statement has been prepared to comply with Australian disclosure requirements only – the distribution of this OIS outside of Australia may be restricted by law and persons who come into possession of this OIS outside of Australia should seek advice on and observe any restrictions within their jurisdiction. Further, this Offer Information Statement does not include an offer or invitation in any jurisdiction outside of Australia where it would be unlawful to make such offer or invitation.

## Intermediary

The Company does not hold an Australian Financial Services Licence. Accordingly, offers under this Offer Information Statement will be made under an arrangement between the Company and the Intermediary under section 911A(2)(b) of the Corporations Act. The Company authorises the Intermediary to make offers to people to arrange for the issue of Shares under this OIS and will only issue Shares if those offers are accepted.

## No guarantee

Neither the Company, nor its Directors and officers or any other party makes any representations or gives any guarantee or assurance as to the performance or success of the Company, the rate of growth of the Company or that there will not be a loss or other consequence from investing in the Company. An investment in the Company is subject to various risks, some of which are discussed in the Risk Factors section on page 35.

## Directors' statement and consent

This Offer Information Statement is issued by the Company and its issue has been authorised by a resolution of the Directors. In accordance with section 720 of the Corporations Act, each Director has consented to this Offer Information Statement being lodged with ASIC and has not withdrawn that consent.

## Copies of this Offer Information Statement

An electronic version of this OIS can be downloaded from [www.onmarket.com.au](http://www.onmarket.com.au). The Company will also send a paper copy of this OIS free of charge if asked whilst the offer is open.

If you download a copy of this OIS, please review it to ensure all of the content has downloaded, and also review the Application which is available at [www.onmarket.com.au](http://www.onmarket.com.au).

## Financial Report

Pursuant to the terms of section 715 of the Corporations Act, the Auditor has prepared the Financial Report (a copy of which is contained the Appendix at pages 44 - 70), for a 12 month period that has a balance date of 31 March 2025, being within 6 months of the date of the Offer made under this Offer Information Statement. As it was not required to do so, the Company has not prepared a sustainability report (as defined in the Corporations Act).

## Defined terms and currency

Certain terms and abbreviations used in this Offer Information Statement are defined in the Glossary on page 40. References to \$ or dollars are to Australian dollars.

# Details of the Offer and Frequently Asked Questions



The full terms of the offer are included on page 31, however for ease of reference please see below:

Query on term of the offer	Answer
Who is issuing the Shares?	The Company, Smart Lifestyle Australia, ACN 652 113 561
What is the offer?	The Company is offering up to 5,000,000 new Shares at \$1.00 per Share, to raise up to \$5,000,000 (before expenses).
Is there a minimum subscription amount?	Yes, the minimum subscription amount is \$500.00 (for 500 Shares at \$1.00 per Share).
Is there a Minimum Raise Amount?	Yes, the Minimum Raise Amount is \$500,000. If the Company does not receive this amount before the Closing Date, any money received under an Application will be refunded.
Is there a Maximum Raise Amount?	Yes, the Maximum Raise Amount is \$5,000,000.
When does the offer open?	The offer opens at the expiry of the Exposure Period, which the Company expects will be Tuesday the 26th August 2025.
When does the offer close?	23rd of September 2025, (unless extended).

# Details of the Offer and Frequently Asked Questions



Additional anticipated questions and SLAs answers to those questions are contained below for ease of reference:

Additional anticipated queries	Answer
Does the Company have any other classes of shares on issue?	No, the Company only has ordinary shares on issue (which is what the new Shares will be).
What are the rights of the Shares?	The same as the existing shares, the new Shares will rank equally in all respects from the date of their issue.
Who is facilitating the offer?	The Intermediary is authorised by the Company to make offers to people to arrange for the issue of Shares by the Company under this Offer Information Statement.
Can I submit an Application during the Exposure Period / before the offer opens?	You can, however the Company is unable to process the Application until the Exposure Period has ended. No preference will be conferred on any Applications received during the Exposure Period.
What will the funds raised be used for?	The funds raised (less costs) will be used to assist the Company to expand its market opportunity by scaling inventory, improving distribution capability and undertaking additional R&D (research and development) to develop a SaaS (software as a service) product. Full details are included in the use of funds section on page 32.
What are the expenses of the offer?	The expenses of facilitating the offer are being borne by the Company (estimated to be \$175,000 excluding GST), including legal fees, design fees, registry fees, printing fees, advertising fees and other general costs.
Are there any other amounts payable in respect of the Shares?	Yes, a commission of up to 6.5% of the amount raised is payable to the Intermediary - which will be borne by the Company.
What are the risks to making an investment in the Company?	Any shareholder will be exposed to a number of risks by purchasing Shares, with details of some of those risks included on page 35.
Where can I see the Financial Report?	The Financial Report is included as an Appendix to this Offer Information Statement, and can be found on pages 44 - 70.
What type of company is SLA?	Smart Lifestyle Australia recently changed from a private company to a public company (unlisted), with the change recorded with ASIC on 14 August 2025.
Who can I get advice on the offer from?	The Company recommends that you seek your own professional advice (from your stock broker, accountant, or other professional adviser) before accepting the offer.
When will the Shares be issued?	In accordance with the Corporations Act, the Shares will be issued by the Company when your Application has been processed and once the Minimum Raise Amount has been satisfied.

# Table of Contents

Important Informaiton	2-3
Details of the Offer and FAQs	4-5
Table of contents	6
Corporate directory	7
Founders letter	8
<b>Details of the Company and its business</b>	
Who is Smart Lifestyle Australia	9
Company highlights	10
Investor Rewards	11
The opportunity	12
Problem	13
Solution	14
Traction	15

Market tailwinds	16
The SLA ecosystem	17
Products	18
Business model	19
SLA timeline	20
Potential pathway to ASX listing	21
Business strategy and operations	22
Distribution strategy	23
Customer segmentation	24
Software plans	25
Technology features and functionality	26
Executive-director and leadership team	27
Non-executive directors	28

<b>Details of the offer</b>	
Capital structure	29
Valuation	30
Terms of the offer	31
Use of funds	32
<b>Financial performance and expectations</b>	
Financial performance	33
5-year forecast	34
Risk factors	35-37
Additional information	38-39
Glossary	40-42
Appendix - Financial Report	44-70

# Corporate Directory

## Issuer

Smart Lifestyle Australia Limited ACN 652 113 561  
16 Fastline Road, Truganina VIC 3029  
[www.smartlifestyle.com.au](http://www.smartlifestyle.com.au)

## Directors

Saddam Hossain Naiem  
Vikki Leigh McLeod  
Rodney Charles Woolley

## Company Secretary

Andrew John Petris

## Share Registry

Automic Pty Ltd ACN 152 260 814 trading as Automic Group  
Deutsche Bank, Tower Level 5/126 Phillip Street, Sydney NSW 2000  
<https://www.automicgroup.com.au/>

## Intermediary

On-Market BookBuilds Pty Limited ACN 140 632 024 (AFS License No 421 535)  
International Towers, Level 31, Tower 2/200 Barangaroo Avenue, Barangaroo NSW 2000  
<https://www.onmarket.com.au/>

## Auditor

Finncorp Accountants Pty Limited ACN 105 197 831  
Suite 7/2-4 Northumberland Road, Caringbah NSW 2229  
PO Box 2606, Taren Point NSW 2229  
<https://www.finncorp.com.au/>



# Letter from the Founder

Dear Investors,

I'd like to personally invite you to join us on a rare and exciting opportunity: to become a shareholder in a fast-growing Australian clean energy company. In 2021, I started this company with a bold **mission: to reduce the cost of living and electrify Australian homes and businesses** with trusted energy solutions from a proudly Australian brand.

Today, that mission has become a movement. Since launch, we've generated **\$13 million in revenue, served over 11,500 customers** nationwide, built strategic partnerships with leading names in the energy industry, and this is just the beginning. The company executive team and board bring over **100 years of industry experience**, and together, we are building the foundation for a truly scalable clean energy company. SLA's first product, the Heat Pump Water Heater, launched in late 2022, and has already generated millions in sales.

In May 2025, we launched SLA's second flagship product, the Battery Energy Storage System, and it sold out before the shipment even landed. **We've invested over \$1 million in R&D**, with more energy efficiency products ready to launch.

As part of the companies **commitment to global impact, 5% of the companies profits fund clean cooking initiatives in Least Developed Countries** (LDCs), helping vulnerable communities transition to modern, renewable energy solutions.

We're **now developing SLA's AI-powered Home Energy Management System** (HEMS) with staged releases over the next 12 months. In July 2026, we'll begin development of a powerful Commercial Energy Management System (CEMS).

**We're inviting you to invest** for the first time in Smart Lifestyle Australia Limited, allowing everyday Australians to become real owners. We're building a community of believers. As a token of appreciation, every investor will receive access to Shareholder Reward Program, including **30% off SLA products** through your own Shareholder Wallet. T&C's Apply.

**This funding will help us:** ramp up national production and stock levels, expand the company team and attract top talent, accelerate software development, and expand into new markets and verticals. Why Now? Surging market demand, proven business model, innovative technology, and a massive growth potential. Whether you invest \$250 or \$100,000, you're not just buying shares, you're helping build the clean energy future of Australia.

Thank you for believing in SLA's mission. **I look forward to welcoming you as a valued investor** and partner in SLA's success.

With warm regards,



**Saddam Naiem**  
Director, *Founder & CEO*  
*Smart Lifestyle Australia Limited*



# Who is Smart Lifestyle Australia?

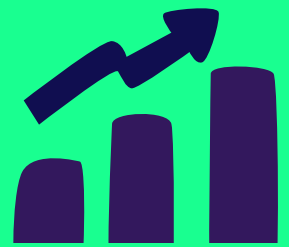
**Smart Lifestyle Australia (SLA)** is an Australian energy efficiency company creating the perfect home electrification ecosystem. Over the past **2.5 years**, Smart Lifestyle Australia has generated **\$13 million** in revenue by **manufacturing and supplying** Australian households with hot water heat pumps and battery energy storage systems. Air conditioning, ev chargers, induction cooktops, and a SLA HEMS app platform are all coming soon.

Smart Lifestyle Australia is experiencing strong growth, expanding rapidly in key markets driven by rising energy costs, government rebates, and Australia's clean energy transition.

Smart Lifestyle Australia's vertically integrated model and digital platform position SLA to potentially capture significant market share in the growing electrification sector.



# Company Highlights



## **\$13M Revenue, 11,500 Units Delivered: Demonstrated Commercial Traction**

Smart Lifestyle Australia has generated \$13 million in revenue from the sale of over 11,500 Australian-designed heat pump systems in just 2.5 years. Proving product market fit, scalable logistics and effective operational execution.



## **Positioned in a \$7B Market Projected to Grow 181% Over 5 years**

Australia's home electrification and clean energy appliance market is forecast to grow from **\$6.7 billion in 2024 to over \$19 billion by 2030**. Powered by rising energy bills (40% increase over 2 years), the transition to net-zero and up to \$12,300 in rebates per household.



## **Aiming to Offer a Fully Integrated Electrification Suite**

SLA is aiming to be one **of the fastest growing Australian companies to offer a vertically integrated, locally designed suite of smart electrification products**. Heat pumps, EV chargers, battery storage and cooktops are to be all connected via a single app-based ecosystem.



## **SaaS Upside: Recurring Revenue via HEMS App Monetisation**

The proprietary HEMS (Home Energy Management System) App, will unlock recurring revenue via premium features and AI tools. The **energy management software segment** is forecast to **grow at 14% CAGR through 2028**, with per-user subscription pricing potential of \$5 to \$10/month.



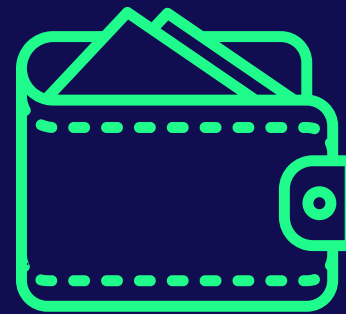
## **Aligned to the Federal Government Cheaper Homes Battery Program Rebates and Mandatory Gas Phase-Outs**

SLA products are eligible for major federal and state government programs across Australia. Including STCs (Small-scale Technology Certificates), Cheaper Home Batteries Program, Household Energy Upgrades Fund (HEUF), Solar Homes Program, VEU Scheme (VEECs), Peak Demand Reduction Scheme and the Energy Savings Scheme (ESS)

**For every dollar that you invest, you can make your investment back in discounts alone!\***

**30%**

Off all physical product  
to the amount of your  
investment up to  
\$10,000



This will go into your  
“investor wallet” where you  
hold discounts up until the  
amount you’ve invested.

**How it works**

if you invest **\$10,000**

you can get **\$10,000 off**  
**\$33,333** worth of  
product.

**All investors over \$2,500 will have priority on the waitlist for all new physical products**

*\*Investor Terms and Conditions: Investor rewards are capped at AUD \$10,000 in total discounts. Investments of AUD \$10,000 or more receive discounts equal to AUD \$10,000 (e.g., \$10,000 off \$33,333 RRP). Rewards must be redeemed within three (3) years through the Smart Lifestyle E-commerce platform, applicable only to full RRP products once the platform goes live on 1 November 2025. Rewards are non-transferable and cannot be redeemed through resellers.*

# The Opportunity

**Australia's** energy grid is undergoing a **once-in-a-century transformation**, shifting from centralised fossil fuels to decentralised renewable energy. Smart Lifestyle Australia is making it its **mission** to be the **leader in the Australian household electrification market**.



## Ecosystem

Integrated all-in-one household electrification platform

SLA aims to unify solar, battery, hot water, and air conditioning into one intelligent system, to create long-term customer value, cross-sell opportunities, and strong retention.

**Coming soon**



## Scalability

Proven model, built to scale nationally

SLA is rapidly expanding across multiple states with operational efficiency and replicable systems. Growth is further supported by federal and state government programs\* that reduce adoption friction.




## Net-zero

SLA is a leader in accelerating Australia's transition to net-zero

SLA is aligned with national climate goals, helping households electrify and decarbonise. SLA's role is amplified by consumer demand and government incentives, accelerating adoption.

*\*STCs (Small-scale Technology Certificates), Cheaper Home Batteries Program, Household Energy Upgrades Fund (HEUF), Solar Homes Program, VEU Scheme (VEECs), Peak Demand Reduction Scheme, Energy Savings Scheme (ESS)*

# Problem



Australia is in need of an all-in-one integrated, end-to-end solution that simplifies the transition away from gas and toward smarter, energy-efficient homes

## Rising Energy and Cost of Living Pressure

Millions of Australian homes still depend on fossil fuels for hot water, cooking, heating and transportation, exposing themselves to rising energy costs.

## Fragmented Upgrade Journey

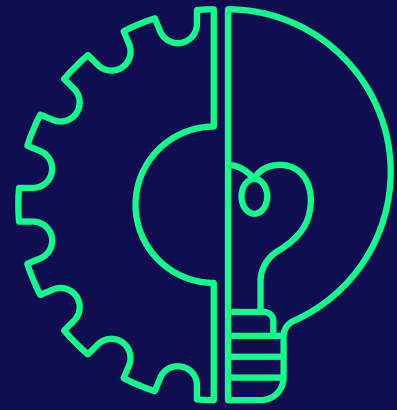
Electrifying requires dealing with multiple vendors - causing projects to stall and costs to blow out

## Siloed Devices, No Optimisation

Legacy appliances don't talk to each other, and owners lack a single view of usage, solar generation, tariffs and performance. Early maintenance alerts and savings are missed.

## Quality & Accountability Risk

Mix-and-match products from different brands create compatibility issues, a lack of accountability for faults, and long lead times for parts, eroding trust in electrification upgrades.



## All-in-One Electrification Platform

SLA aims to offer a locally designed, fully integrated suite of home electrification products, covering hot water, cooking, air conditioning, battery storage, and EV charging. All controlled through one ecosystem.

**\$13.1M Revenue**

**11,500 Units Sold**

**Federal Gov Rebates Approved**



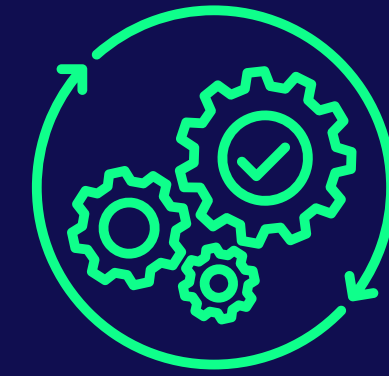
## Smart Energy Management

Giving households control over energy usage through real time energy insights and usage optimisation. Laying the foundation for future recurring revenue via subscription features.

**Tracks % Manages Energy Usage**

**Potential Subscription Based Model**

**Market Set to Grow at 14% CAGR**



## Vertically Integrated Operations

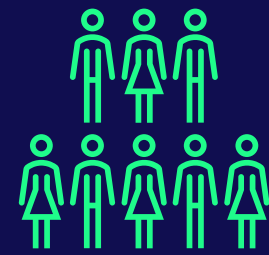
SLA owns the full product roadmap, design IP, supply chain, and customer journey, while leveraging high-quality subcontracted manufacturing to maintain flexibility, scale, and cost efficiency.

**Estimated 35% - 40% Gross Margin**

**Eliminates Import Delays**

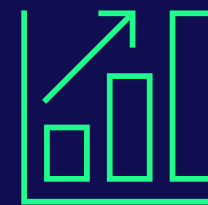
**14,000+ Database for Upsells**

# Traction



**11.5k**

Products successfully  
sold to the market



**\$13M+**

Actual revenue  
to date



**7k+**

Website visits  
per month



**14k**

Strong subscriber  
database



**100yrs**

Management team  
experience



**2**

Products in market  
with more to come

# Market Tailwinds

**\$19B**

Projected Addressable Market For  
All Electrification Products<sup>1</sup>  
2030

**181%**

Clean Energy & Electrification Market  
Growth<sup>2</sup>  
2025 - 2030

**24%**

Of Australia's electricity is consumed  
by residential buildings<sup>3</sup>

**40%**

Australian Electricity Price Surge  
Over the past 2 fiscal years<sup>4</sup>  
(2023 - 2025)

## Favourable Macro-Economic Trends

1. Federal and State Government rebate programs\* **lower upfront costs and support product demand e.g. 2.3 Billion cheaper homes battery program.**
2. Victoria's **January 2024 ban on gas connections** in new homes and similar initiatives in other states mandate all electric construction, further expanding SLA's market.
3. Sharply **rising energy costs** and increasing **consumer regard for sustainability** has created a significant and lucrative **multi-billion-dollar opportunity** for Smart Lifestyle Australia's comprehensive integrated solutions.
4. Decentralising of energy production and management etc raising demand for **virtual power plant (VPP).**

## Key Industry Challenges

1. **Fragmented Upgrade Process:** Most homeowners must coordinate multiple suppliers, causing friction, errors, and delays.
2. **No Unified Customer Experience:** Disconnected apps, limited support, and unclear ownership across different providers frustrate users.
3. **Product Supply Chain :** Despite industry wide supply demand imbalances, SLA's strong supplier partnerships and agile inventory management ensure consistent product availability and delivery.

### Sources:

1. CSIRO Report: "Australia's Energy Transition: Pathways to a Low-Carbon Future"
2. Smart Lifestyle Australia, Market Sizing Study, study sourced at <https://smartlifestyleaustralia.com.au/investor-center/>
3. CSIRO Report: "Australia's Energy Transition: Pathways to a Low-Carbon Future"
4. <https://www.energy.gov.au/news/australian-energy-regulator-releases-new-default-electricity-prices>

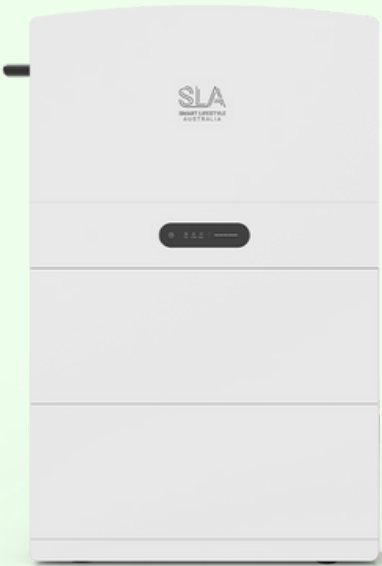
\*STCs (Small-scale Technology Certificates), Cheaper Home Batteries Program, Household Energy Upgrades Fund (HEUF), Solar Homes Program, VEU Scheme (VEECs), Peak Demand Reduction Scheme, Energy Savings Scheme (ESS)

# The SLA Ecosystem



SLA is on its way to creating the leading ecosystem for **total household electrification**

# Products



**\$220k**  
Pre-Sold Revenue

Battery Storage



EV Charger

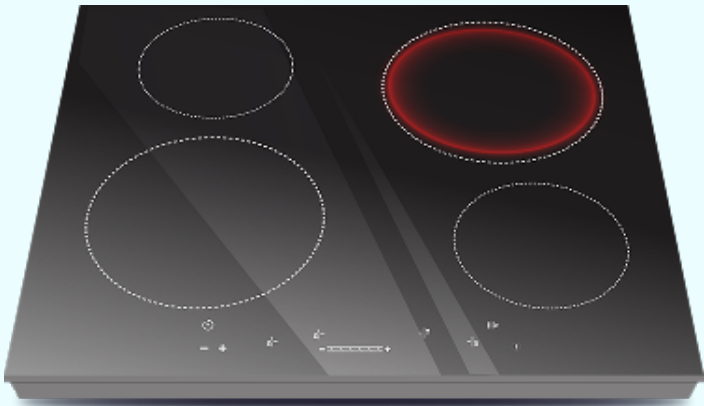


Air Conditioner



**\$13m**  
Revenue  
Generated to Date

Hot Water Heat Pump



Induction Cooker



Energy Management System

**Coming Soon**

# Business Model

## KEY ACTIVITIES

Supplying Australian households with **Hot Water Heat Pumps and Solar Storage Batteries. Air Conditioning, EV Chargers, Induction Cooktops, and the SLA HEMS App platform are coming soon**, which will showcase a vertically integrated model. Accelerating software development is vital for SaaS upside and ecosystem expansion. Marketing and customer acquisition, including D2C marketing and expanding retail and trade channels, driving revenue growth.

## VALUE PROPOSITION

An all-in-one integrated, end-to-end solution that simplifies the transition away from gas and toward smarter, energy-efficient homes. Products are eligible for major Federal Government programs\*, further enhancing affordability and market demand.

**\$13 million revenue** and **11,500 units delivered in 2.5 years**, showing proven market acceptance and commercialisation. Positioned in a \$19 billion market projected to grow at 181% p.a., indicating significant growth potential. Proposed recurring revenue via HEMS App monetisation provides a valuable and scalable recurring revenue stream.

**5% of profits towards clean cooking in less developed countries**, appealing to socially conscious investors and enhancing brand image. Shareholder Reward Program, **30% off SLA products for investors**, fostering investor loyalty and product adoption, valid for three years.

## COMPETITIVE ADVANTAGE

Locally designed suite of smart electrification products.

Executive team and board with over **100 years of industry experience**, providing proven leadership and expertise.

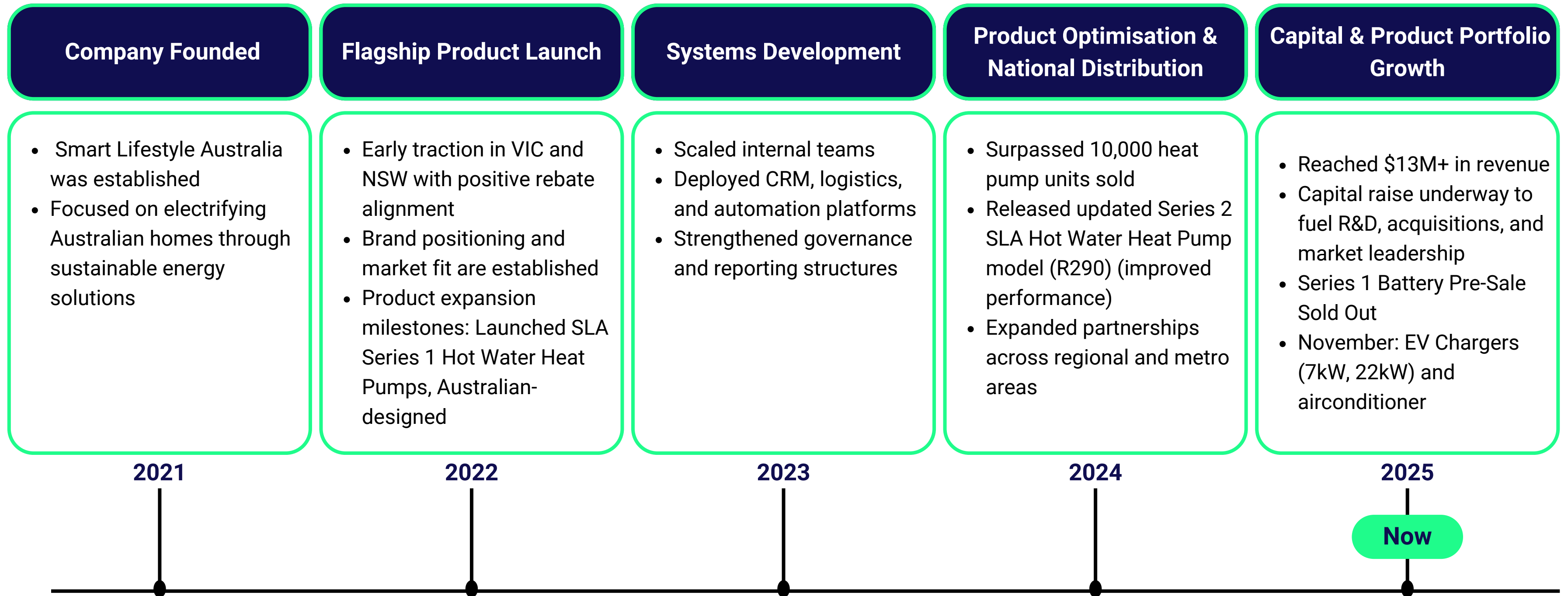
Existing **subscriber database of 14,000+** for upsells, offering low-cost customer acquisition opportunities.

Brand reputation as a proudly Australian brand, fostering customer trust and loyalty.

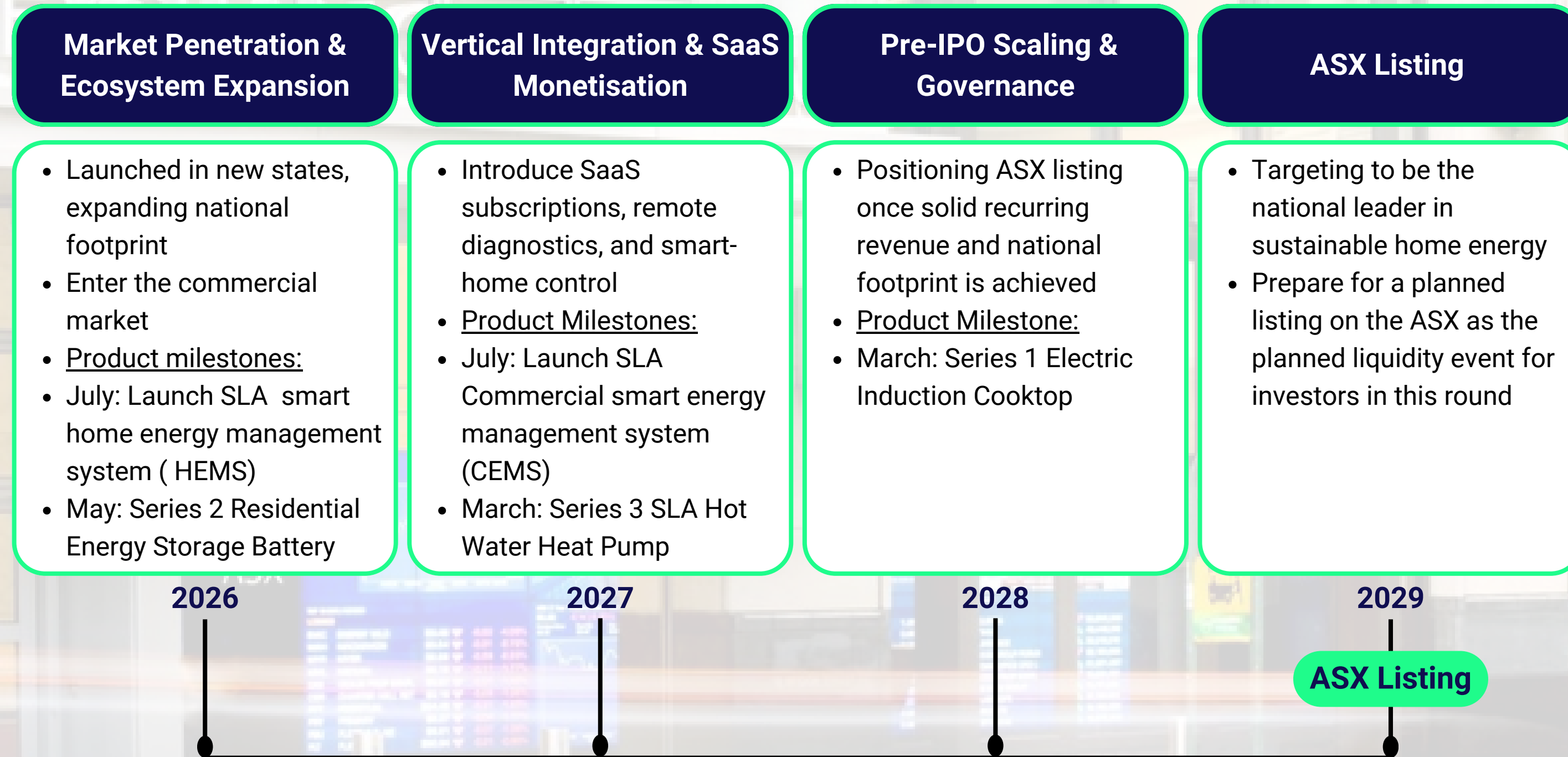
Digital platform, essential for scalability and customer engagement.

Repeat Customers average buy value of \$10k.

# SLA Timeline



# Potential Pathway to ASX Listing



“One of SLAs potential pathways is listing on the ASX. In support of this, and in order to take on additional shareholders (given that private companies are capped at 50), SLA has become a public unlisted company.” - *Saddam Naiem, Director, Founder & CEO*

# Business Strategy and Operations

Revenue Streams	<ul style="list-style-type: none"><li>• <b>Sale of electrification products to B2B, D2C, and B2C (Battery Energy Storage System and Hot Water Heat Pumps)</b> which are the primary high-margin revenue drivers. With Air Conditioning, EV Chargers and Induction Cooktops coming soon.</li><li>• Future recurring revenue via upcoming premium features and AI tools for the SLA HEMS App platform, with per-user subscription pricing potential of <b>\$5 to \$10/month</b>, providing a scalable and predictable revenue stream with significant upside.</li></ul>
Distribution Channels	<ul style="list-style-type: none"><li>• <b>SLA's eCommerce platform</b> for Direct-to-Consumer (D2C) sales, a cost-effective and scalable sales channel.</li><li>• <b>Wholesale partnerships</b> with trade and retail distributors, expanding market reach and distribution networks.</li><li>• <b>Developer partnerships</b>, volume contracts with builders and multi-unit developments.</li><li>• <b>Website:</b> <a href="http://www.smartlifestyleaustralia.com.au">www.smartlifestyleaustralia.com.au</a>, serving as a central hub for information and sales.</li></ul>
Customer Relationships	<ul style="list-style-type: none"><li>• <b>Direct-to-Consumer (DTC) sales</b> via SLA's eCommerce platform, enabling direct engagement and control over the customer journey.</li><li>• <b>Building a community of believers</b> and valuing investors as partners, fostering strong loyalty and advocacy.</li><li>• <b>Shareholder Reward Program</b> for investors, providing tangible benefits and engagement.</li><li>• <b>Dedicated customer support representatives</b> ensure customer satisfaction and retention. (Operations Manager)</li></ul>
Key Partnerships	<ul style="list-style-type: none"><li>• SLA has built strategic <b>partnerships with leading names in the energy industry</b>, including retailers, wholesale distributors and government programs to deploy its hardware across service areas, demonstrating a robust go-to-market strategy and scalability.</li><li>• Partnerships also include <b>wholesale for bulk sales</b> to trade and retail distributors, expanding their reach.</li></ul>

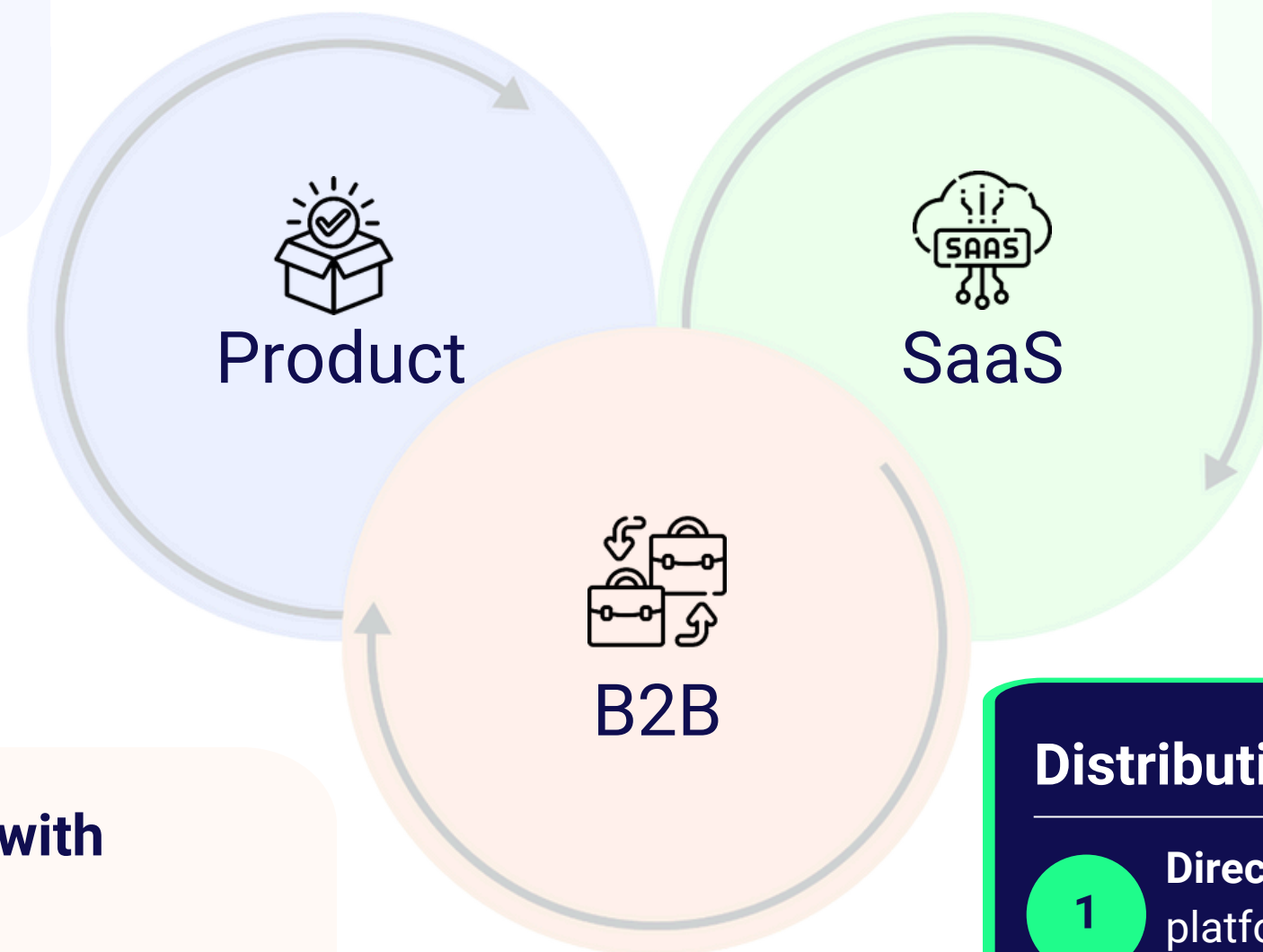
# Distribution Strategy

## Product Sales Core Growth Driver | Hardware-as-a-Platform

**SLA** designs, manufactures and distributes premium clean energy hardware, positioned for long-term customer retention and upsell opportunities.

## Energy Management System | Predictable, Scalable, Sticky

**SLA Home** platform will enable customers to monitor, control, and optimise their home energy consumption using AI and smart automation.



## Institutional Upside | Volume with Efficiency

**SLA** to partner with large-scale developers, utility companies, and big box retailers to deploy its hardware and software across entire developments or service areas.

## Distribution Channels

- 1 Direct-to-Consumer (DTC):** Sales via SLA's eCommerce platform, reaching residential and commercial customers nationwide.
- 2 Wholesale Partnerships:** Bulk sales to trade and retail distributors for resale and integration into their offerings.

# Customer Segmentation

## Existing SLA Customers

- **11,500+ customers** who've already purchased SLA products across Australia are familiar with SLA's quality, trust the brand. They **represent strong upsell and subscription potential** and are likely to adopt new offerings like HEMS SaaS for automation and energy management
- Serve as evangelists for **word-of-mouth** and review-driven growth

## Residential Homeowners

- AU-wide households, **aged 35–70**, who are **environmentally conscious** and cost-driven
- Motivated by **rising energy bills, government rebates, and gas phase-outs**
- Value **simplicity, energy savings, and compliance** with changing regulations

## Retail / Trade Distribution Partners

- **Existing retailers and wholesalers** seeking to expand energy efficiency offerings
- AU-wide interest in white-label or drop-ship solutions
- Value reliable supply, warranty support, and rebate handling
- **Motivated by product diversification** and category leadership

## Builders and Property Developers

- **Volume buyers across multi-unit developments** and new estates
- Seeking scalable, cost-effective, and compliant all-electric solutions
- **Motivated by builder rebates, fast installation, and reduced coordination risk**
- Loyal to end-to-end partners who streamline delivery and compliance

## Government Buyers

- Agencies delivering AU-wide **low-income and sustainability programs**
- Value high-compliance, traceable, and scalable rollout capabilities
- **Prioritise ESG alignment** and impact tracking
- Long-term volume partnerships aligned with policy goals

# Software Plans



## STEP 01

### Full-Stack Decarbonization

Turnkey gas-to-electric conversion for homes and businesses.



## STEP 02

### Engineered Sustainable Energy Ecosystem

Australian designed and engineered green tech products with the ability reduce consumer energy by up to 100% and slash CO<sub>2</sub> emissions by 4+ tons/year.



## STEP 03

### AI powered Energy OS

SaaS platform enabling real-time energy optimization, predictive maintenance and product management and optimization.



# Planned Technology Features and Functionality

*CONNECTING HOMES AND BUSINESSES TO SMARTER, CLEANER,  
AND MORE EFFICIENT ENERGY.*



## TECHNOLOGY DEVELOPMENT PLANS

### STAGE 1 | CONNECT & CONTROL

**SLA Cloud** is a central hub that connects SLA energy storage systems to virtual power plants, integrates with industry platforms, and manages all SLA devices through the Internet of Things (IoT).

### STAGE 2 | YOUR ENERGY IN YOUR HANDS

**SLA Home** is a mobile app for monitoring and controlling SLA appliances, with staged product rollouts including energy storage, heating, cooling, and EV charging.

### STAGE 3 | SMART HOME ENERGY

**Home Energy Management System (HEMS)** that optimises household energy use, integrates dynamic tariffs, tracks emissions, and uses AI for recommendations.

### STAGE 4 | SMART BUSINESS ENERGY

**Commercial Energy Management (CEMS) System** that optimises business energy loads, ensures compliance, integrates dynamic tariffs, and delivers AI-driven insights.

# Executive-director and Leadership team



**Saddam Naiem**  
*Director, Founder & CEO*

Oversees the company's strategic direction, product development, supply chain, and growth strategy. Saddam has 15 years of experience in the household electrification market and is experienced in scaling companies



**Andrew Petris**  
*Company Secretary & CFO*

Over 25 years of global finance expertise, Andrew has held pivotal roles at Timelio (Co-Founder), Aberdeen Asset Management (UK/Singapore), and EY. A London Business School master's degree graduate and qualified Chartered Accountant, he has raised multiple capital rounds and has extensive M&A experience



**Suzi Nastevski**  
*Head of People & Culture*

20 years of experience in human resources, organisational leadership, and regulatory compliance. She has held senior roles at Accenture and the Essential Services Commission. Suzi leads people operations and ensures the company's growth is supported by strong governance, inclusive culture, and compliant internal systems.



**Vincent Sanza**  
*CMO*

15 years of strategic marketing experience, Vincent has helped transform traditional businesses into tech-forward, multi-million-dollar market leaders. His unique blend of brand strategy and performance-driven execution has driven growth across multiple brands under Tata Consumer Products and Fiat Chrysler.

# Non-executive Board Members



**Rod Woolley**  
*Chairman*

Rod drives sustainable innovation. Former President of the Energy Savings Industry Association and architect of the Victorian Energy Efficiency Target (VEET) scheme, Rod's expertise spans across policy, advocacy, and business development



**Dr Vikki McLeod**  
*Director*

PhD in energy policy needed to support Australia's clean energy transition with a background in electrical engineering. Vikki previously held Senior Executive positions across four government jurisdictions. She has 10 years of experience in the community energy sector. She is an experienced Board member and AICD Graduate

# Capital Structure

## Issued Capital

There are currently 39,000,000 ordinary shares issued in the Company. Under this raise the Company is offering up to 5,000,000 shares at an issue price of \$1.00 each to raise up to \$5,000,000.








Shares	Maximum Offer Size	%
Existing Shares	39,000,000	88.6%
Offer Information Statement Shares	5,000,000	11.4%
<b>Total Shares (fully diluted)</b>	<b>44,000,000</b>	<b>100.0%</b>

## Significant Shareholders

Shares	Ordinary Shares	Existing Ownership %
Naiem Investment Holdings Pty Ltd - ACN 685 280 997 (Founder & CEO Saddam Naiem)	39,000,000	100.0%
<b>Total</b>	<b>39,000,000</b>	<b>100.0%</b>



## Comparable Company & Trading Multiples

							
Annual Revenue	7,915,067	1,643,862	260,432	5,218,257	37,821,782	40,000,000	737,204
Multiple	3.5x	3.2x	67.2x	7.5x	1.01x	2.5x	16.7x
Pre-Money Valuation	28,092,290	5,239,179	17,518,960	39,000,000	38,200,000	100,000,000	12,250,000

## Valuation

- The value of SLA is a **pre-money equity valuation of \$39 million**. This valuation considers the inventory and fixed assets, know how, business relationships and experience.
- A **comparable transactions analysis** was performed, with companies within **similar industries** and with **similar operational capabilities** considered, including sustainable household technology such as solar panels, EV chargers, water heating pumps and home heating and cooling solutions.
- In calculating the company indicative value, we have applied a weighted average method, weighting the median valuation produced by Enterprise Value/Revenue multiples from select data, being **precedent transactions, Australian equity crowdfunding comparables and public company trading comparables**. The weightings consider the relative reliability and availability of data across the different sets. A selection of such data is provided above.

# Terms of the Offer



The Company is offering up to \$5,000,000 shares at an issue price of \$1.00 per share to raise up to \$5,000,000. The key terms and conditions of the Offer are set out in the Table below.

Terms	Details
Shares	Fully-paid ordinary shares
Price	\$1.00 per share
Minimum Raise Amount	\$500,000
Maximum Raise Amount	\$5,000,000
Minimum Parcel Size	\$500
Lodgement Date*	Aug 19, 2025
Closing Date	Sep 23, 2025 (unless extended)

*To participate in the Offer, you must submit an Application together with the application money via the Intermediary’s platform. The Intermediary’s website provides instructions on how to apply for shares under the Offer. The Company may at its discretion close the Offer early in certain circumstances. For example, if the Maximum Raise Amount is reached, the Offer must be closed.*

*\*This Offer Information Statement is dated 19th of August 2025 and was lodged with ASIC on that date. The Company is prohibited from accepting any Applications for Shares for a period of seven (7) days after this OIS is lodged with ASIC (the Exposure Period). ASIC may extend the Exposure Period at its discretion for a further seven (7) days, to be a total of no more than fourteen (14) days after the date of lodgment with ASIC. The purpose of the Exposure Period is to enable this Offer Information Statement to be examined by market participants before the raising of funds.*

# Use of Funds



The table below sets out the intended use of funds raised under this Offer based on the maximum raise amount.

Intended use	Fund Allocation	Description
National Operations Expansion	\$3,750,000	Scale inventory manufacturing, logistics and nationwide distribution capability to meet rising demand.
R&D and Saas Development	\$500,000	Advance SLA Home’s AI capabilities and expand our hardware line with EV-ready integrations and VPP functionality.
Marketing & Customer Acquisition	\$290,000	Accelerate D2C marketing, expand retail and trade channels, and drive nationwide brand recognition.
Offer Costs	\$285,000	The costs of the Offer include the Intermediary’s fees under the hosting agreement between the Company and the Intermediary, promotion and content creations costs. The Intermediary’s fees are up to 6.5% of the capital raised.
Other Offer Costs	\$175,000	Estimated legal, accounting and marketing costs associated with raising capital through this OIS offer.
Total funds	\$5,000,000	

Other than as specified above, no other payments from the funds raised will be paid (directly or indirectly) to Related Parties, controlling shareholders, or any other persons involved in promoting or marketing the Offer.

# Financial Performance



Profit & Loss Statement Year Ended 31 March	2025 (\$)	2024 (\$)
Revenue	5,220,411	4,686,357
Cost of Sales	(3,897,775)	(4,178,752)
<b>Gross Profit</b>	<b>1,322,636</b>	<b>507,605</b>
Operating Expenses	(394,758)	(1,095,018)
<b>Net Profit Before Tax</b>	<b>927,878</b>	<b>(587,413)</b>

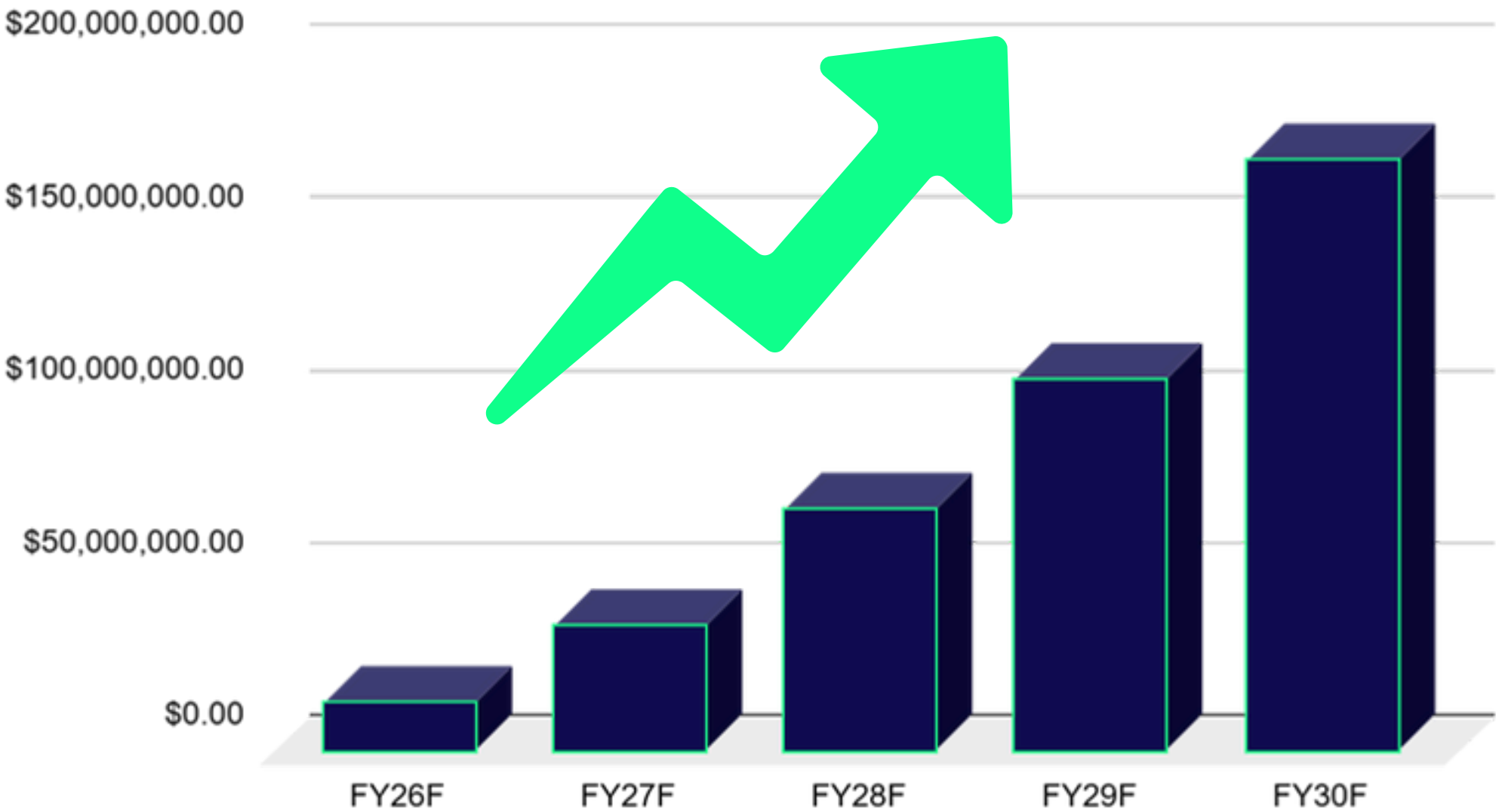
The above information is a summary of the information contained in the Annual Report audited by the auditor (a copy of which is included in the Appendix at pages 44 - 70).

Balance Sheet as at 31 March	2025 (\$)	2024 (\$)
Current Assets	459,347	788,837
Non-Current Assets	2,966	5,421
<b>Total Assets</b>	<b>462,313</b>	<b>794,258</b>
Current Liabilities	451,856	178,116
Non-Current Liabilities	11,235	1,661,525
<b>Total Liabilities</b>	<b>463,091</b>	<b>1,839,641</b>
<b>Net Assets</b>	<b>(788)</b>	<b>(1,045,381)</b>

# 5 Year Forecast

## Projected Revenue

Future revenue growth based on SLA full product offering



Projected revenue figures are estimate only and are not guaranteed and actual results may vary. We do not warrant or represent that these projections will be achieved.

## DIVERSE GROWTH BY PRODUCTS AND REVENUE STREAMS

BATTERY ENERGY STORAGE SYSTEM

HOT WATER HEAT PUMPS

AIR CONDITIONING UNITS

EV CHARGERS

INDUCTION COOKTOP

SLA HEMS APP

# Risk Factors



There are a number of factors, both specific to the Company and of a general nature, which may affect the future performance of the Company and the outcome of an investment in the Company. There can be no guarantees that the Company will achieve its stated objectives, that forecasts will be met or that forward-looking statements will be realised. This section describes certain, but not all, risks associated with an investment in the Company. Prior to making an investment decision, prospective investors should carefully consider the following risk factors, as well as the other information contained in this Offer Information Statement or of which they are otherwise aware.

SLA emphasises that the risk factors set out within are not the only risk factors that could affect the operations of the Company, its financial position and the value of Shares. Investors are strongly advised to regard any investment in the Company as a long-term proposition and to be aware that, as with any equity investment, substantial fluctuations in the value of their investment may occur.

Additionally, there is no guarantee with respect to the payment of dividends, returns of capital or the market value of the Shares. You should consider that an investment in the Company is speculative and consult your professional adviser before deciding whether to apply for the Shares. The risks mentioned below should be carefully evaluated before making a decision to invest in the Company. Please note that the below is not an exhaustive list of the risks of investing in the Company.

Risk	Detail
Investment in an unlisted public company	The Company is not listed on any stock exchange and the Shares are not quoted. As such, you will not be able to easily sell the Shares and it may be difficult or impossible to sell your Shares. The process to sell your Shares is outlined in the Constitution, which the Company recommends you read.
Early-stage company	The Company started operating in 2021, resulting in a limited trading history.
Related Party Transactions	In the financial year ending 30 June 2025, the Company received a significant percentage of its revenue (estimated to be 90%) from a distributor Cyanergy Pty Ltd (Cyanergy), an entity that is controlled by the founder of SLA, Saddam Naiem. If Naiem loses control of this entity, it might affect the distribution contract between SLA and Cyanergy, which would then impact on the revenue received by SLA.

# Risks Cont.

Type of Risk	Description of Risk
<b>Dilution</b>	If the Company raises any additional Shares in the future, then your shareholding in the Company will likely be diluted.
<b>Competition</b>	The energy efficiency and smart home technology market is rapidly evolving and highly competitive, with numerous established companies and new entrants continuously innovating. There is a risk that competitors may develop superior products, offer more attractive pricing, or secure strategic partnerships that could reduce our market share and negatively impact revenue growth. Maintaining a competitive edge requires ongoing investment in innovation, marketing, and customer service.
<b>Product Development</b>	Our business depends on successfully developing and launching new energy-efficient products and software solutions. There is a risk that product development timelines may be delayed due to technical challenges, unforeseen costs, or resource constraints. Failure to deliver products that meet customer expectations or keep pace with technological advancements could hinder growth and damage the company's reputation.
<b>Policy and legislation changes</b>	The energy efficiency sector is influenced by government policies, regulations, and incentives. Changes in legislation, subsidies, or standards could materially affect demand for our products or alter the competitive landscape. There is a risk that unfavorable policy shifts or delays in regulatory approvals could impact the company's ability to operate profitably or pursue certain market opportunities.
<b>Supply Chain</b>	Our operations rely on sourcing components and products from third-party suppliers, some of whom may be located internationally. Disruptions such as shortages, price fluctuations, geopolitical events, or transportation delays could impact our ability to manufacture or deliver products on time. Supply chain interruptions could result in increased costs, delayed product launches, and loss of customer trust.
<b>Product</b>	There is an inherent risk that our products may not perform as intended, contain defects, or fail to comply with safety and regulatory standards. Such issues could lead to product recalls, warranty claims, or reputational damage. Continuous quality control, rigorous testing, and compliance efforts are critical to mitigating product risk and ensuring customer satisfaction.

# Risks Cont.

Type of Risk	Description of Risk
<b>Customers</b>	The Company could lose a key contract with a customer, which would affect its expected turnover.
<b>Reliance on key personnel</b>	SLA relies on its key executives and officers. A failure to recruit and retain any of those key executives may impact SLA's performance.
<b>Limited proceeds raised</b>	The Company may not raise the full amount of the proceeds sought under this OIS, which may impact on its performance and ability to achieve its distribution strategy.
<b>Operational risks</b>	There might be a fire or other damage sustained to a distribution centre which would affect SLA's ability to achieve its sales projections and could impact on customer satisfaction and in turn trigger the customer risk.
<b>Implementation of growth strategies</b>	The ability for SLA to achieve its growth strategies and its cashflow forecasts depends on the ability of its Board and management team to successfully grow its customer base and acquire addressable market. There is no assurance that SLA will be able to achieve its growth strategies and in turn its cashflow forecasts, and in turn reach an expected profit . . . .
<b>Profitability</b>	The Company's ability to achieve profitability depends on its ability to secure revenue and keep its costs of goods and operational expenditure in order. This may not occur due to any of the other risks eventuating.
<b>Dividends</b>	The Company may not ever pay a dividend.

# Additional Information



## Related Party Transactions

As outlined in the Corporations Act, a Related Party Transaction is any transaction through which a public company (which the Company is) provides a financial benefit to a Related Party (such as a director, a spouse of a director and any other company controlled by one of the aforementioned). The Company's Related Party Transactions are outlined within the Financial Report. All Related Party Transactions are on an arm's length basis, which the Company ensures are on an arm's length basis pursuant to the terms of its Related Party policy[L1] .

## Disclaimer of representatives

Any information or representation that is not in this Offer Information Statement may not be relied on as having been authorised by the Company. Except as required by law, and only to the extent so required, neither the Company, its officers or any other person, warrants or guarantees the future performance of the Company or any return on any investment made pursuant to this OIS. No person is authorised to give any information, or to make any representation, in connection with the offer that is not contained in this OIS.

## Withdrawal of Offer

The Company reserves the right to withdraw all or part of the Offer and this Offer Information Statement at any time, subject to applicable laws, in which case the Company will refund Application monies in relation to Shares not already issued in accordance with the Corporations Act and without payment of interest.

## Interest on Application monies

To the fullest extent permitted by law, you agree that any Application monies paid by you to the Company will not entitle you to receive any interest and that any interest earned in respect of Application monies will belong to the Company.

## Governing law

This Offer Information Statement, the offer, the Application and the contract formed upon acceptance of an offer are governed by the laws of New South Wales, Australia. Each Application of Shares submits to the non-exclusive jurisdiction of the courts of New South Wales, Australia.

## Overseas investors

The offer is made to Australian investors and does not constitute an offer in any place in which, or to any person to whom, it would be unlawful to make such an offer. It is your responsibility to ensure compliance with all laws of any country relevant to your Application. You acknowledge that completion of an Application will constitute a representation and warranty by you to the Company that there has not been a breach of such laws and that all necessary consents and approvals have been obtained.

## Privacy

By applying for Shares, you are providing information to the Company (and the Intermediary and Share Registry) that may constitute personal information for the purposes of the Privacy Act 1988 (Cth). The Company (and the Share Registry on its behalf) collects, holds and uses personal information provided to it to assess your Application and administer your holding of Shares.

# Additional Information

If you do not provide the information requested, the Company and the Share Registry may not be able to process or accept your Application. Access to your personal information may be provided to third parties who carry out functions on behalf of the Company, including marketing and administration functions, on a confidential basis; third parties if that disclosure is required by law; and related bodies corporate (as that term is defined in the Corporations Act, including Cyanergy) which carry out functions on behalf of the Company.

You have a right to request access to the personal information that the Company holds about you subject to certain exemptions under law. A fee may be charged for access. Applicants may request access to personal information by telephoning or writing to the Company.

## **Access to the Constitution**

Full rights and liabilities attaching to the Shares are set out in the Constitution, a copy of which is available on the Intermediary's website. The Company will also send a paper copy of the Constitution free of charge if asked whilst the offer is open.

## **Consents**

The Corporations Act imposes a liability regime on the Company (as offeror of the Shares), the Directors and persons named in the Offer Information Statement with their consent as having made a statement in the OIS involved in a contravention in relation to the OIS with regard to misleading and deceptive statements made in this OIS.

Although the Company bears primary responsibility for the Offer Information Statement, the other parties involved in the preparation of the Offer Information Statement can also be responsible for certain statements made in it.

Each of the parties referred to in this OIS does not make, or purport to make, any statement other than those referred to in this section and to the maximum extent permitted by law, expressly disclaim and take no responsibility for any part of this OIS other than a reference to its name.

On-Market BookBuilds Pty Limited has given its written consent to being named as the Intermediary to the offer in this Offer Information Statement, in the form and context in which the information is included. On-Market BookBuilds Pty Limited has not withdrawn its consent prior to the lodgement of this Offer Information Statement with ASIC.

Finncorp Accountants Pty Limited has given its written consent to being named as Auditor to the Company in this Offer Information Statement and for the inclusion of the audited financial information of the Company in the Appendix, in the form and context in which the information and the report are included. Finncorp Accountants Pty Limited has not withdrawn its consent prior to the lodgement of this Offer Information Statement with ASIC.

Automic Pty Ltd has given its written consent to being named as the Share Registry in this Offer Information Statement, in the form and context in which the information is included. Automic Pty Ltd has not withdrawn its consent prior to the lodgement of this Offer Information Statement with ASIC.

# Glossary



**Application** means a valid application made to subscribe for Shares under the Offer, with the form accompanying this Offer Information Statement.

**ASIC** means the Australian Securities and Investments Commission.

**Auditor** means Finncorp Accountants Pty Limited.

**Board** means the board of Directors of the Company.

**Closing Date** means the date that the offer under this Offer Information Statement closes, being 5:00pm Sydney time on 23 September 2025, unless extended or closed early.

**Company** means Smart Lifestyle Australia Limited ACN 652 113 561.

**Constitution** means the constitution for the Company as amended from time to time.

**Corporations Act** means the Corporations Act 2001 (Cth).

**Cyanergy** means Cyanergy Pty. Ltd. ACN 147 003 941.

**Directors** means the directors of the Company.

**Exposure Period** has the meaning applied to that term in the Important information section.

**Annual Report** means the financial report for the Company prepared by the Auditor and included at the Appendix on pages 44 – 70.

**Intermediary** means On-Market BookBuilds Pty Limited (AFS License No 421 535).

**Issuer** means the issuer of the Shares, being the Company.

**Maximum Raise Amount** means \$5,000,000.

**Minimum Raise Amount** means \$500,000.

**Offer or offer** means the Company's offer of 5,000,000 new Shares at \$1.00 per Share.

**OIS or Offer Information Statement** means this document and any replacement or supplementary document.

**Related Party** has the meaning applied to that term in the Corporations Act.

**Related Party Transaction** has the meaning applied to that term in the Corporations Act.

**Share** means fully paid ordinary shares in the capital of the Company.

**Share Registry** means Automic Pty Ltd.

**SLA or Smart Lifestyle Australia** means the Company.

**ACN (Australian Company Number)** is a unique identifier issued to companies registered in Australia.

**AI (Artificial Intelligence)** Computer systems capable of performing tasks that normally require human intelligence, such as decision-making, data analysis, and prediction.

**ASX (Australian Securities Exchange)**, the primary securities exchange in Australia, where companies can list and trade their shares.

**B2B (Business-to-Business)**; transactions between businesses (e.g., SLA selling to trade distributors).

**B2C (Business-to-Consumer)**; direct sales to end-users.

**Capital Raise** The process of obtaining funds from investors in exchange for shares or other securities.

**CEMS (Commercial Energy Management System)** SLA's software platform for managing and optimising commercial energy use, integrating tariffs, AI insights, and compliance.

**CSIP AUS (Common Smart Inverter Profile Australia)** a technical compliance standard for connecting to energy networks.

**CAGR (Compound Annual Growth Rate)** The rate of return required for an investment to grow from its beginning value to its ending value over a set time period.

**DERMS (Distributed Energy Resource Management System)** is Software that manages and coordinates distributed energy resources such as solar, batteries, and EV chargers.

**D2C (Direct-to-Consumer)** Sales model, where products are sold directly to customers without intermediaries.

**EBITDA (Earnings Before Interest, Taxes, Depreciation, and Amortisation)**; a measure of a company's profitability.

**ESG (Environmental, Social, and Governance)** A set of standards for assessing a company's sustainability and ethical impact:

- Environmental: How it manages environmental impact (e.g., emissions reduction, renewable energy).
- Social: How it treats employees, customers, suppliers, and communities.
- Governance: How it is directed and controlled, including transparency and shareholder rights.

**EV (Electric Vehicle)** A vehicle powered by electricity, typically via rechargeable batteries.

**EV Charger** A device that supplies electricity to recharge electric vehicle batteries.

**Fully-paid Ordinary Shares:** Shares that have been paid for in full by the shareholder and provide equal rights to vote and receive dividends.

Gross Margin – Revenue minus the cost of goods sold, expressed as a percentage of revenue.

.

**Gross Margin:** Revenue minus the cost of goods sold, expressed as a percentage of revenue.

**HEMS (Home Energy Management System)** – SLA’s software platform for managing and optimising household energy use, integrating tariffs, AI insights, and emissions tracking.

**IoT (Internet of Things)** The network of physical devices connected via the internet, enabling them to send and receive data.

**IPO (Initial Public Offering)** The first sale of shares by a company to the public on a stock exchange.

**KPI (Key Performance Indicator)** A measurable value used to track performance against objectives.

**LDCs (Least Developed Countries)** Nations classified by the United Nations as having the lowest socioeconomic development indicators.

**Market Capitalisation (Market Cap)** The total value of a company’s shares in the market (share price multiplied by total shares).

**Net-zero** A state where the greenhouse gases emitted are balanced by those removed from the atmosphere.

**Note:** all persons in this offer document have provided their consent to be named in this document.

**Pre-Money Valuation** The estimated value of a company before receiving new investment capital.

**R&D (Research & Development)** Business activities focused on creating and improving products or services.

**RRP (Recommended Retail Price)** The suggested selling price of a product set by the manufacturer or supplier.

**Retail investor** has the meaning given to the term “retail client” under the Corporations Act.

**SaaS (Software-as-a-Service)** Software delivered online via subscription rather than as a one-time purchase.

**Subscription Model** A recurring revenue model where customers pay regularly (e.g., monthly) for ongoing access to a product or service.

**Supply Chain** The network of suppliers, manufacturers, and distributors involved in producing and delivering a product to the customer.

**VPP (Virtual Power Plant)** A network of decentralised energy resources (e.g., batteries, solar systems) that are aggregated and managed as a single power source.

# Invest in Australia's Electrification Revolution



**SMART LIFESTYLE  
AUSTRALIA**

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

**Smart Lifestyle Australia Pty Ltd**  
**ABN: 54 652 113 561**

**ANNUAL REPORT**  
**FOR THE YEAR ENDED 31 MARCH 2025**

**REGISTERED OFFICE:**  
16 Fastline Road,  
Truganina, VIC 3029

Corporate Directory ..... 2

Directors’ Report..... 3

Directors’ Declaration ..... 5

Statement of Profit or Loss and Other Comprehensive Income..... 6

Statement of Financial Position ..... 7

Statement of Changes in Equity ..... 8

Statement of Cash Flows..... 9

Notes to the Financial Statements..... 10

**Director**

- Md Saddam Hossain Naiem

**Registered Office and Business Address**

16 Fastline Road,  
Truganina VIC 3029

**Auditors**

Finncorp Chartered Accountants  
Suite 7, 2-4 Northumberland Drive, Caringbah  
P O Box 2606, Taren Point NSW 2229

The director presents their report on Smart Lifestyle Australia Pty Ltd for the year ended 31 March 2025.

**Director**

Md Saddam Hossain Naiem was director of Smart Lifestyle Australia Pty Ltd (the 'Company') during the financial year and until the date of this report, unless otherwise stated:

**Corporate Information**

Smart Lifestyle Australia Pty Ltd (incorporated on 20 July 2021) is a proprietary company limited by shares that is incorporated and domiciled in Australia.

The registered office and principal place of business is at 16 Fastline Road, Truganina VIC 3029.

**Principal Activities**

The principal activity of Smart Lifestyle Australia Pty Ltd is Wholesale of Electronics.

**Review of Operation**

The net profit after tax of the company for the year ended March 2025 is \$1,044,603 (2024: -\$587,414).

**Significant Changes in State of Affairs**

There have been no significant changes in the state of affairs of the Company, except as otherwise disclosed in this Directors' Report or the Financial Statements and the notes thereto.

**Dividends**

No dividends were declared for the year ended March 2025 (2024: Nil).

**Share Options and Unissued Shares**

The Director holds 100 shares fully paid in the Company throughout the year. There are no options outstanding at the date of this report.

**Environmental Legislation**

The Company is not subject to environmental legislation.

**Indemnification of Officers and Auditors**

- The Company has indemnified the director and executives of the Company for costs incurred, in their capacity as a director or executive, for which they may be held personally liable, except where there is a lack of good faith.
- The Company has not, during or since the financial year, indemnified or agreed to indemnify the auditor of the Company or any related entity against a liability incurred by the auditor.

**Proceedings on Behalf of the Company**

No person has applied for leave of court to bring proceedings on behalf of the Company or intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the Company for all or any part of those proceedings.

No proceedings have been brought or intervened in on behalf of the Company with leave of the Court under section 237 of the *Corporations Act 2001*.



Md Saddam Hossain Naiem  
Director

*[The remainder of this page is intentionally blank]*

# Smart Lifestyle Australia Pty Ltd

## Directors' Declaration

In accordance with a resolution of the director of Smart Lifestyle Australia Pty Ltd, the director of the Company declares that:

(a) The financial statements and notes to the financial statements of the Company are in accordance with the *Corporations Act 2001*, and:

- (i) comply with Australian Accounting Standards; and
- (ii) give a true and fair view of the Company's financial position as at 31 March 2025 and of its performance for the year ended on that date.

(b) In the directors' opinion there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.



Md Saddam Hossain Naiem  
Director

*[The remainder of this page is intentionally blank]*

# Smart Lifestyle Australia Pty Ltd

## Statement of Profit or Loss and Other Comprehensive Income for the year ended 31 March 2025

	Note	31-Mar-25 \$	31-Mar-24 \$
<b>Continuing Operations</b>			
<b>Revenue:</b>			
Revenue	2	5,218,257	4,686,357
Other income	3	2,154	—
<b>Expenses:</b>			
Cost of goods sold	4	(3,897,775)	(4,178,752)
Employee benefits expense	5	(313,139)	(762,399)
Depreciation and amortisation expense	6	(2,455)	(5,271)
Finance cost	7	(11,133)	(2,340)
Other expenses	8	(68,031)	(325,008)
<b>Profit/(Loss) Before Tax</b>		<b>927,878</b>	<b>(587,414)</b>
Income tax benefits/(expense)	9	116,725	—
<b>Profit/(Loss) After Tax</b>		<b>1,044,603</b>	<b>(587,414)</b>

The accompanying notes form part of these financial statements.

## Smart Lifestyle Australia Pty Ltd

Statement of Financial Position  
for the year ended 31 March 2025

	Note	Year ended 31-Mar-25	Year ended 31-Mar-24
		\$	\$
<b>ASSETS</b>			
<b>Current Assets</b>			
Cash and cash equivalents	10	50,161	1,924
Inventory	11	121,921	716,199
Trade and other receivables	12	39,786	70,713
Deferred Tax Assets & Other Tax Benefits	13	247,479	-
<b>Total Current Assets</b>		<b>459,347</b>	<b>788,837</b>
<b>Non-Current Assets</b>			
Property, plant and equipment	14	568	1,057
Intangibles	15	2,397	4,364
<b>Total Non-Current Assets</b>		<b>2,966</b>	<b>5,421</b>
<b>Total Assets</b>		<b>462,313</b>	<b>794,258</b>
<b>LIABILITIES</b>			
<b>Current Liabilities</b>			
Income Tax Provision	16	130,754	-
Trade and other payables	17	166,155	169,369
Leave Provisions	18	8,747	17,362
Financial and Other Borrowings	19	146,200	-
<b>Total Current Liabilities</b>		<b>451,856</b>	<b>178,116</b>
<b>Non-Current Liabilities</b>			
Related Party Loan	20	11,235	1,661,525
<b>Total Non-Current Liabilities</b>		<b>11,235</b>	<b>1,661,525</b>
<b>Total Liabilities</b>		<b>463,091</b>	<b>1,839,641</b>
<b>Net Assets</b>		<b>(778)</b>	<b>(1,045,381)</b>
<b>Equity</b>			
Issued capital	21	100	100
Retained earnings	22	(878)	(1,045,481)
<b>Total Equity</b>		<b>(778)</b>	<b>(1,045,381)</b>

The accompanying notes form part of these financial statements.

**Smart Lifestyle Australia Pty Ltd****Statement of Changes in Equity**  
for the year ended 31 March 2025

	<b>Issued Capital</b>	<b>Retained Earnings</b>	<b>Total</b>
	\$	\$	\$
<b>Balance at 1 April 2023</b>	100	(458,067)	<b>(457,967)</b>
<b>Comprehensive income</b>			
Profit/ (loss) after tax for the year	—	(587,414)	<b>(587,414)</b>
Dividend	—	—	—
<b>Total Comprehensive Income for the Period</b>	<b>—</b>	<b>(587,414)</b>	<b>(587,414)</b>
<b>Balance at 31 March 2024</b>	<b>100</b>	<b>(1,045,481)</b>	<b>(1,045,381)</b>
<b>Balance at 1 April 2024</b>	100	(1,045,481)	<b>(1,045,381)</b>
<b>Comprehensive income</b>			
Profit/ (loss) after tax for the year	—	1,044,603	<b>1,044,603</b>
Dividend	—	—	—
<b>Total Comprehensive Income for the Period</b>	<b>—</b>	<b>(878)</b>	<b>(778)</b>
<b>Balance at 31 March 2025</b>	<b>100</b>	<b>(878)</b>	<b>(778)</b>

The accompanying notes form part of these financial statements.

## Smart Lifestyle Australia Pty Ltd

Statement of Cash Flows  
for the year ended 31 March 2025

	Note	31-Mar-25 \$	31-Mar-24 \$
<b>Cash Flow from Operating Activities</b>			
Receipts from customers		5,213,857	493,593
Payments to suppliers and employees		(3,659,606)	(1,271,930)
<b>Net Cash Flow from Operating Activities (A)</b>	<b>21</b>	<b>1,554,251</b>	<b>(778,337)</b>
<b>Cash Flow from Investing Activities</b>			
Acquisition of property, plant and equipment		—	—
<b>Net Cash Flow from Investing Activities (B)</b>		<b>—</b>	<b>—</b>
<b>Cash Flow from Financing Activities</b>			
Net payments of related parties borrowings		(1,650,290)	767,429
Proceeds from/(repayments of) borrowings		146,200	—
Repayment of principle portion of lease liabilities		—	—
Repayment of credit card liabilities		—	—
<b>Net Cash Flow from Financing Activities (C)</b>		<b>(1,504,090)</b>	<b>767,429</b>
<b>Net Increase/(Decrease) in Cash and Cash Equivalents (A) + (B) + (C)</b>		<b>48,237</b>	<b>(10,908)</b>
Cash and cash equivalents at the beginning of the year		1,924	12,833
<b>Cash and Cash Equivalents at the end of the year</b>		<b>50,161</b>	<b>1,924</b>

The accompanying notes form part of these financial statements.

**1. Statement of Significant Accounting Policies****1.1 Corporate information**

Smart Lifestyle Australia Pty Ltd (the 'Company') is a Company incorporated and registered in Australia. The address of the Company's registered office and principal place of business is:

Smart Lifestyle Australia Pty Ltd  
16 Fastline Road,  
Truganina VIC 3029

The principal activities of the company and the nature of the Company's operations are set out in the Directors' Report

**1.2 Summary of material accounting policies****a) Basis of Preparation**

These general-purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board and the Corporations Act 2001.

Australian Accounting Standards set out accounting policies that the Australian Accounting Standards Board has concluded would result in financial statements containing relevant and reliable information about transactions, events, and conditions. Material accounting policies adopted in the preparation of the financial statements are presented below and have been consistently applied unless stated otherwise.

The financial statements, except for the cash flow information, have been prepared on an accrual basis and are based on historical costs, modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities. The amounts presented in the financial statements are in Australian Dollars and have been rounded to the nearest dollar.

**b) 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 amendments adopted did not have any impact on the amounts recognised in prior periods and are not expected to materially affect the current or future periods.

The Company has also early-adopted *AASB 2021-2: Amendments to Australian Accounting Standards – Disclosure of Accounting Policies and Definition of Accounting Estimates* from 1 July 2023. Although the amendments did not result in any changes to the accounting policies themselves, they impacted the accounting policy information disclosed in the financial statements. The amendments require the disclosure of 'material', rather than 'significant', accounting policies. The amendments also provide guidance on the application of materiality to disclosure of accounting policies, assisting entities to provide useful, entity-specific accounting policy information that users need to understand other information in the financial statements.

**c) Current and Non-Current Classification**

Assets and liabilities are presented in the Statement of Financial Position based on current and non-current classification.

An asset is classified as current when: it is either expected to be realised or intended to be sold or consumed in the Company's normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within 12 months after the reporting period; or the asset is cash or cash equivalents unless restricted

from being exchanged or used to settle a liability for at least 12 months after the reporting period. All other assets are classified as non-current.

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

#### **d) Cash and Cash Equivalents**

Cash and cash equivalents in the Statement of Financial Position comprise cash at bank and in hand, cash in transit and short-term deposits with an original maturity of three months or less.

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

#### **e) Inventories**

Inventories are measured at the lower of cost and net realizable value. Costs are assigned on a first-in first-out basis. Costs are assigned on the basis of weighted average costs. The cost of inventories includes purchase cost and transportation cost.

#### **f) Trade and Other Receivables**

Trade receivables are recognised initially at the amount of consideration that is unconditional, unless they contain significant financing components when they are recognised at fair value. They are subsequently measured at amortised cost using the effective interest method, less loss allowance.

The Company applies the simplified approach for trade and other receivables, which requires the recognition of lifetime Expected Credit Losses (ECL) from the date of initial recognition. The ECL model takes into account both historical loss experience and forward-looking information to estimate the credit losses over the life of the receivable.

Trade and other receivables are grouped based on shared credit risk characteristics and are analysed by days past due. Expected loss rates are applied to these groupings to calculate the impairment. The majority of trade and other receivables are cleared in the short term, but receivables are written off when there is no reasonable expectation of recovery.

Impairment losses are recognised in the statement of profit or loss and are reflected as an allowance against trade and other receivables.

#### **g) Goods and Services Tax (GST)**

Transactions are recognised net of GST, except where the amount of GST incurred is not recoverable from the ATO.

Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST on an accrual basis for the Company, recovered from or paid to the ATO has been recognised in the Statement of Financial Position.

#### **h) Income Tax**

The income tax expense or revenue for the period is the tax payable on the current period's taxable income or loss based on the national income tax rate 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. The relevant tax rates are applied to the cumulative amounts of deductible and taxable temporary differences to measure the deferred tax asset or liability. An exception is made for certain temporary differences arising from the initial recognition of an asset or a liability. No deferred tax asset or liability is recognised in relation to these temporary differences if they arose in a transaction, other than a business combination, that at the time of the transaction did not affect either accounting profit or taxable profit or loss.

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

Deferred tax liabilities and assets are offset when there is a legally enforceable right to offset the current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

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

#### **i) Property, Plant and Equipment**

Each class of property, plant and equipment is carried at cost or fair value as indicated less, where applicable, any accumulated depreciation and impairment losses.

##### ***Property***

Freehold land and buildings are shown at their fair value, based on periodic, but at least triennial, valuations by external independent valuers, less accumulated depreciation for buildings.

Increases in the carrying amount arising on revaluation of land and buildings are credited to a revaluation reserve in equity. Decreases that offset previous increases of the same asset are recognised against revaluation reserve directly in equity; all other decreases are recognised in profit or loss.

For any revaluation increase or decrease recognised on freehold land and buildings management have made an assessment surrounding the apportionment of this increase or decrease between the land and building component. Any accumulated depreciation at the date of revaluation is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset.

##### ***Plant and Equipment***

Plant and equipment are measured on the cost basis and are therefore carried at cost less accumulated depreciation and any accumulated impairment losses. In the event the carrying amount of plant and equipment is greater than the estimated recoverable amount, the carrying amount is written down immediately to the estimated recoverable amount and impairment losses recognised either in profit or loss or as a revaluation decrease if the impairment losses relate to a revalued asset. A formal assessment of recoverable amount is made when impairment indicators are present.

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 Company and the cost of the item can be measured reliably. All other repairs and maintenance are recognised as expenses in profit or loss during the financial period in which they are incurred.

##### ***Depreciation***

The depreciable amount of all fixed assets, including buildings but excluding freehold land, is depreciated over the asset's useful life commencing from the time the asset is held ready for use. Leasehold improvements are depreciated over the shorter of either the unexpired period of the lease or the estimated useful lives of the improvements. Depreciation is recognised in profit or loss.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

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 the carrying amount. These gains or losses are recognised in profit or loss when the item is derecognised. When revalued assets are sold, amounts included in the revaluation surplus relating to that asset are transferred to retained earnings.

#### **j) Trade and Other Payables**

Trade and other payables represent the liabilities for goods and services received by the Company that remain unpaid at 31 March 2025. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method. They are subject to standard credit terms and do not bear interest.

#### **k) Provisions**

Provisions are recognised when the Company has a present (legal or constructive) obligation because of a past event, it is probable the Company 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, considering the risks and uncertainties surrounding the obligation.

#### **l) Revenue Recognition**

The Company wholesales electronic products. Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. For sales of goods, revenue is recognised at the point in time when control of the goods has transferred, being when the goods have been shipped to the customer's specific location (delivery) and when the customer bears the risks of obsolescence and loss in relation to the goods. For sale of goods on consignment basis revenue is recognised at the point in time of receiving notification of sale /consumption after the close of the month. Interest is recognised over time on a proportional basis taking into account the interest rates applicable to the financial assets. All revenue is stated net of the amount of goods and service tax (GST).

#### **m) Critical Accounting Judgements, Estimates and Assumptions**

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue, and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors which, including expectations of future events, management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results.

The Judgements, estimates or assumptions have been identified of the following:

- Impairment of property, plant and equipment
- Provisions
- Receivables
- Inventory
- Fair Value of financial instruments

**Key estimates – impairment of property, plant and equipment**

The Company assesses impairment at the end of each reporting period by evaluating conditions specific to the Company that may be indicative of impairment triggers. Recoverable amounts of relevant assets are reassessed using value-in-use calculations which incorporate various key assumptions.

**Key estimates – provisions**

As described in the accounting policies, provisions are measured at management's best estimate of the expenditure required to settle the obligation at the end of the reporting period. These estimates are made taking into account a range of possible outcomes and will vary as further information is obtained.

**Key estimates – receivables**

The receivables at reporting date have been reviewed to determine whether there is any objective evidence that any of the receivables are impaired. An impairment provision is included for any receivable where the entire balance is not considered collectible. The impairment provision is based on the best information at the reporting date.

**Key estimates – inventory**

Each item on inventory is reviewed on an annual basis to determine whether it is being carried at higher than its net realisable value. During the year, management have written down inventory based on best estimate of the net realisable value, although until the time that inventory is sold this is an estimate.

**Key estimates - fair value of financial instruments**

The Company has certain financial assets and liabilities which are measured at fair value. Where fair value has not able to be determined based on quoted price, a valuation model has been used. The inputs to these models are observable, where possible, however these techniques involve significant estimates and therefore fair value of the instruments could be affected by changes in these assumptions and inputs.

**n) Foreign Currency Transactions & Balances**

Foreign currency transactions are recorded at the spot rate on the date of the transaction. At the end of the reporting period:

- Foreign currency monetary items are translated using the closing rate;
- Non-monetary items that are measured at historical cost are translated using the exchange rate at the date of the transaction; and
- Non-monetary items that are measured at fair value are translated using the rate at the date when fair value was determined.

Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were translated on initial recognition or in prior reporting periods are recognised through profit or loss, except where they relate to an item of other comprehensive income or whether they are deferred in equity as qualifying hedges.

## Smart Lifestyle Australia Pty Ltd

## Notes to the Financial Statements

2	<b>Trading Revenue</b>	<b>31-Mar-25</b>	<b>31-Mar-24</b>
		\$	\$
	<b>Continuing operations</b>		
	Trade sales	5,218,257	4,686,357
		<b>5,218,257</b>	<b>4,686,357</b>
3	<b>Other Income</b>	<b>31-Mar-25</b>	<b>31-Mar-24</b>
		\$	\$
	Product Development Adjustments	2,154	–
		<b>2,154</b>	<b>–</b>
4	<b>Cost of Goods Sold</b>	<b>31-Mar-25</b>	<b>31-Mar-24</b>
		\$	\$
	Opening Stock	716,199	729,738
	Purchases	3,303,497	4,165,213
	Closing Stock	(121,921)	(716,199)
	<b>Cost of Goods Sold</b>	<b>3,897,775</b>	<b>4,178,752</b>
5	<b>Employee Benefits Expense</b>	<b>31-Mar-25</b>	<b>31-Mar-24</b>
		\$	\$
	Offshore Employee Wages	84,625	122,500
	Payroll tax	13,482	27,811
	Superannuation	17,861	53,793
	Training and Development	3,583	29,495
	Wages	193,588	528,801
		<b>313,139</b>	<b>762,399</b>
6	<b>Depreciation and Amortisation Expense</b>	<b>31-Mar-25</b>	<b>31-Mar-24</b>
		\$	\$
	Depreciation	488	2,485
	Amortisation	1,967	2,786
		<b>2,455</b>	<b>5,271</b>
7	<b>Finance Cost</b>	<b>31-Mar-25</b>	<b>31-Mar-24</b>
		\$	\$
	Bank charges	9,208	706
	Interest expense	1,924	1,635
		<b>11,133</b>	<b>2,340</b>

## Smart Lifestyle Australia Pty Ltd

## Notes to the Financial Statements

8	<b>Other Expenses</b>	<b>31-Mar-25</b>	<b>31-Mar-24</b>
		<b>\$</b>	<b>\$</b>
	Advertising	3,597	7,767
	ASIC Fee	331	349
	Consulting & Accounting	23,183	9,131
	Entertainment	–	358
	Foreign Currency Gains and Losses	8,817	50,569
	Insurance	11,215	22,299
	Legal Expenses	8,205	7,466
	Motor Vehicle Expenses	–	135
	Office Expenses	2,118	22,641
	Research and Development	–	176,339
	Subscriptions	10,565	10,985
	Travel and Accommodation	–	16,970
		<b>68,031</b>	<b>325,008</b>
9	<b>Income Tax Benefits/(Expense)</b>	<b>31-Mar-25</b>	<b>31-Mar-24</b>
		<b>\$</b>	<b>\$</b>
	<b>The components of tax expense comprise:</b>		
	2025 Income Tax Expense – 1 July 2024-31 March 2025	(59,269)	–
	2024 Income Tax Expense – 2024 Financial Year	(71,485)	
	Non-Refundable R & D Tax Credits C/F from 2023 FY	35,169	
	Non-Refundable R & D Credits from 2024 FY	210,265	
	DTA/(DTL) Adjustment	2,045	
	<b>Income Tax Benefits</b>	<b>116,725</b>	<b>–</b>
10	<b>Cash and Cash Equivalents</b>	<b>31-Mar-25</b>	<b>31-Mar-24</b>
		<b>\$</b>	<b>\$</b>
	Cash at Bank	50,061	1,824
	Cash on Hand	100	100
		<b>50,161</b>	<b>1,924</b>

**Accounting Policy Note:**

Cash and cash equivalents include cash on hand, deposits held at call with banks, other short-term highly liquid investments and bank overdrafts. Bank overdrafts (if any) are shown within short-term borrowings in current liabilities on the statement of financial position.

11	<b>Inventory</b>	<b>31-Mar-25</b>	<b>31-Mar-24</b>
		<b>\$</b>	<b>\$</b>
	Inventory	121,921	716,199
		<b>121,921</b>	<b>716,199</b>

# Smart Lifestyle Australia Pty Ltd

# Notes to the Financial Statements

12	Trade & Other Receivables	31-Mar-25	31-Mar-24
		\$	\$
	Accounts receivable	4,400	11,660
	Other Receivables: Advances	—	2,500
	Inventory Deposits	35,386	56,553
		<b>39,786</b>	<b>70,713</b>

## Accounting Policy Note:

Trade and other receivables are recorded at amounts due less any provision for doubtful debts. An estimate for doubtful debts is made when collection of the full amount is no longer probable. Bad debts are written off when considered non-recoverable.

### Risk exposure

Information about the Company's exposure to credit risk, foreign exchange risk and interest rate risk is in Note 22.

### Impaired receivables

None of the above receivables are impaired or past due.

13	Deferred Tax Assets & Other Tax Benefits	31-Mar-25	31-Mar-24
		\$	\$
	Deferred Tax Assets	2,045	-
	Non-Refundable R & D Tax Credits C/F from 2023 FY	35,169	-
	Non-Refundable R & D Credits from 2024 FY	210,265	-
		<b>247,479</b>	<b>-</b>

14	Property, Plant and Equipment	Computer Equipment	Office Equipment	Total
		\$	\$	\$
	Cost	2,361	1,707	4,068
	Accumulated depreciation	(2,361)	(1,139)	(3,500)
	<b>Carrying amount as at 31 Mar 2025</b>	<b>0</b>	<b>568</b>	<b>568</b>

	Property, Plant and Equipment	Computer Equipment	Office Equipment	Total
		\$	\$	\$
	Cost	2,361	1,707	4,068
	Accumulated depreciation	(2,361)	(651)	(3,012)
	<b>Carrying amount as at 31 Mar 2024</b>	<b>0</b>	<b>1,057</b>	<b>1,057</b>

# Smart Lifestyle Australia Pty Ltd

# Notes to the Financial Statements

Movements in Carrying Amounts	Computer Equipment \$	Office Equipment \$	Total \$
<b>Carrying amount at 1 April 2024</b>	–	1,057	1,057
Depreciation expense	–	(488)	(488)
<b>Closing carrying amount at 31 March 2025</b>	–	<b>568</b>	<b>568</b>
<b>Carrying amount at 1 April 2023</b>	–	–	–
Additions	–	1,181	1,181
Depreciation expense	–	(124)	(124)
<b>Closing carrying amount at 31 March 2024</b>	–	<b>1,057</b>	<b>1,057</b>

## Accounting Policy Note:

All plant and equipment are stated at historical cost less accumulated depreciation and impairment losses. Historical cost includes expenditure that is directly attributable to the acquisition of the items. The carrying amount of plant and equipment is reviewed annually by director to ensure it is not in excess of the recoverable amount from these assets. The recoverable amount is assessed on the basis of the expected net cash flows that will be received from the asset's employment and subsequent disposal. The expected net cash flows have been discounted to their present value in determining recoverable amount. 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 Company and the cost of the item can be measured reliably. All other repairs and maintenance are charged to profit or loss during the financial period in which they are incurred. The depreciable amount of all fixed assets is depreciated on a diminishing value basis over the asset's useful life to the Company commencing from the time the asset is held ready for use unless it relates to amortisation of the Right of Use Asset which is on a straight-line basis. The useful life used for each class of depreciable assets are:

Class of Fixed Asset	Useful Life
Computer equipment	2 – 3 years
Office and equipment	2 – 5 years

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each reporting 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 Statement of Profit or Loss and Other Comprehensive Income. When revalued assets are sold, amounts included in the revaluation reserve relating to that asset are transferred to retained earnings.

15	Intangible	31-Mar-25 \$	31-Mar-24 \$
	Trademarks	1,250	1,250
	Intangible Assets	5,900	5,900
	Less Accumulated Amortisation on Intangible Assets	(4,753)	(2,786)
		<b>2,397</b>	<b>4,364</b>

## Patents and trademarks

Patents and trademarks are recognised at cost of acquisition. Patents and trademarks have a finite life and are carried at cost less any accumulated amortisation and any impairment losses. Patents and trademarks are amortised over their useful life of 3 years.

## Amortisation

Amortisation is recognised in profit or loss on a straight-line basis over the estimated useful lives of intangible assets, from the date that they are available for use. Amortisation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

# Smart Lifestyle Australia Pty Ltd

# Notes to the Financial Statements

16	Income Tax Provision	31-Mar-25	31-Mar-24
		\$	\$
	2025 Income Tax Provision – 1 Jul 2024-31 Mar 2025	59,269	-
	2024 Income Tax Provision – 2024 Financial Year	71,485	-
		<b>130,754</b>	<b>-</b>

17	Trade and Other Payables	31-Mar-25	31-Mar-24
		\$	\$
	<b>Current</b>		
	GST	163,414	(31,285)
	ATO Integrated Client Account	–	(6)
	Accounts payable	(24,954)	74,521
	Payroll Tax Payable	22,396	26,983
	Superannuation Payable	3,355	12,417
	PAYG withholding payable	1,944	78,124
		<b>166,155</b>	<b>169,369</b>

Due to the short-term nature of the trade and other payables, their carrying value is assumed to approximate their fair value.

18	Leave Provisions	31-Mar-25	31-Mar-24
		\$	\$
	Provision for Annual Leave	8,747	17,362
		<b>8,747</b>	<b>17,362</b>

## Accounting Policy Note:

### *Employee benefits*

The liability for employee benefits expected to be settled more than 12 months from the reporting date are recognised and measured at the present value of the estimated future cash flows to be made in respect of all employees at the reporting date.

### *Short-term employee benefits*

Short-term employee benefits are benefits, other than termination benefits, that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. Examples of such benefits include wages and salaries, non-monetary benefits and accumulating annual leave. Short-term employee benefits are measured at the undiscounted amounts expected to be paid when the liabilities are settled including on costs.

The liability for annual leave is recognised in Provisions together with other Employee Benefits Expense.

### *Other long-term employee benefits*

The Company does not record any liability for long service leave as all employees have been employed for a period of less than five years. The Company will assess its long service leave obligations on an annual basis and included any liabilities arising from employees with a service period exceeding five years in the future.

# Smart Lifestyle Australia Pty Ltd

# Notes to the Financial Statements

The Company presents employee benefit obligations as current liabilities in the statement of financial position if the Company does not have an unconditional right to defer settlement for at least 12 months after the reporting period, irrespective of when the actual settlement is expected to take place.

*Amounts not expected to be settled within the next 12 months*

The entire annual leave obligation is presented as current as the Company does not have an unconditional right to defer settlement.

19	Financial and Other Borrowings	31-Mar-25	31-Mar-24
		\$	\$
	Trade Finance	146,200	-
		<b>146,200</b>	<b>-</b>

The facility relates to purchase of stock, primarily for the purchase of heat pumps from our manufacturing supplier in China, CNPAT Co. SLA pays the final payment to CNPAT Co (via ScotPac), as goods are being prepared for shipment. Upon the presentation of the Bill of Lading to ScotPac, funds are drawdown from the ScotPac facility on 60 day terms, the implied interest rate for a 90 day borrowing is 3% or equivalent to 20% per annum.

20	Related Party Loan	31-Mar-25	31-Mar-24
		\$	\$
	Loan - Cyanergy Pty Ltd	19,077	1,660,025
	Loan - Md Saddam Naiem	(7,842)	1,500
		<b>11,235</b>	<b>1,661,525</b>

Transactions between related parties are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated.

The Company confirms that the intercompany loan remains intra-group in nature and does not affect the Company's external financial commitments or covenant compliance.

The ultimate parent entity, which exercises control over the Company, is Naiem Investment Holdings Pty Ltd which is incorporated in Australia and owns 100% of Smart Lifestyle Australia Pty Limited.

The Company's main related parties are as follows:

Key management personnel and directors. Other related parties include close family members of key management personnel and entities that are controlled or significantly influenced by those key management personnel or their close family members.

## Key Management Personnel Compensation

The aggregate compensation made to directors and other members of key management personnel of the company is set out below:

	2025	2024
Short-term employee benefits	-	-
Post-employment benefits	-	-
Other long-term benefits	-	-
Termination benefits	-	-
Share-based payments	-	-

The following transactions occurred with related parties:

Related Party	Relationship to Company	Nature of Transactions	2025
Cyanergy Pty Ltd	KMP Related party	Sales	\$4,507,941

# Smart Lifestyle Australia Pty Ltd

# Notes to the Financial Statements

Transactions between related parties are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated.

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

Related Party	Relationship to Company	Receivable	Payable
Cyanergy Pty Ltd	KMP Related party		\$19,077
Md Saddam Naiem	KMP	\$7,842	

All outstanding balances with related parties are repayable in cash and are unsecured. No guarantees have been given or received for any related party balances.

21	Issued Capital	31-Mar-25		31-Mar-24	
	Fully paid ordinary shares	Nos	\$	Nos	\$
	Fully paid ordinary shares of \$ 1 each	100	100	100	100
	Shares issued during the year	-	-	-	-
		100	100	100	100

Ordinary shareholders have the right to participate in dividends, hold equal voting rights and participate in the proceeds on winding up of the Company in proportion to each share held.

## Accounting Policy Note:

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. Incremental costs directly attributable to the issue of new shares or options, or for the acquisition of a business, are included in the cost of the acquisition as part of the purchase consideration.

22	Retained Earnings	31-Mar-25	31-Mar-24
		\$	\$
	Retained Earnings at the beginning of the financial year	-1,045,481	-458,067
	Net Profit attributable to members of the company	927,878	-587,414
	Dividend paid	-	-
	Income tax attributable to operating profit	116,725	-
	<b>Retained Earnings at the end of the financial year</b>	<b>(878)</b>	<b>-1,045,481</b>

23	Reconciliation of Net Profit/(Loss) after Tax to Net Cash Flow from Operations	31-Mar-25	31-Mar-24
		\$	\$
	Profit for the year	923,633	(587,414)
	<b>Non-Cash and Non-Operating Items</b>		
	Depreciation	2,455	1,729
	<b>Movements in Working Capital</b>		
	(Increase) / Decrease in trade and other receivables	7,260	(5,720)
	Decrease / (Increase) in inventories	594,278	13,539

(Increase)/decrease in prepayments	20,728	(59,053)
Increase/(decrease) in payables	5,897	(141,418)
<b>Net Cash from/ (used in) Operating Activities</b>	<b>1,554,251</b>	<b>(778,337)</b>

## 24 Financial Instruments

### a. Classes and categories of financial instruments and their fair values

The following table combines information about:

- Classes of financial instruments based on their nature and characteristics.
- The carrying amounts of financial instruments.
- Fair values of financial instruments (except financial instruments when carrying amount approximates their fair value); and
- Fair value hierarchy levels of financial assets and financial liabilities for which fair value was disclosed

Fair value hierarchy levels 1 to 3 are based on the degree to which the fair value is observable:

- **Level 1:** Fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities.
- **Level 2:** fair value measurements are those derived from inputs other than quoted prices included within Level that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e. derived from prices);
- **Level 3:** fair value measurements are those derived from valuation techniques that include inputs for the assets or liability that are not based on observable market data (unobservable inputs).

### b. Financial risk management objectives

The Company's financial risk management objectives are to identify, assess, and manage risks that could adversely affect its financial performance and position. These risks primarily include credit risk, liquidity risk, and market risk (including interest rate risk and foreign currency risk). The Company seeks to minimize the potential impact of these risks through a combination of risk assessment and internal controls. Management regularly monitors the Company's exposure to these risks and takes action to mitigate them in accordance with established policies and procedures.

### c. Market risk

The Company's activities expose it primarily to the financial risks of changes in foreign currency exchange rates and interest rates. The Company does not enter into a variety of derivative financial instruments to manage its exposure to interest rate and foreign currency risk.

# Smart Lifestyle Australia Pty Ltd

# Notes to the Financial Statements

Particulars	Carrying Value					Fair Value							
	Financial Assets					Financial Liabilities				Level			
	FVTPL - Designated	FVTPL Mandatorily Measured	FVTOCI	FVTOCI - Designated	Amortised Cost	FVTPL - Designated	FVTPL Mandatorily Measured	Amortised Cost	Total	1	2	3	Total
	AUD	AUD	AUD	AUD	AUD	AUD	AUD	AUD	AUD	A	AUD	AUD	AUD
Cash and bank balances (Note 10)	50,161	Nil	Nil	Nil	Nil	Nil	Nil	Nil	50,161	Nil	50,161	Nil	Nil
Trade and other receivables (Note 12)	42,725	Nil	Nil	Nil	Nil	Nil	Nil	Nil	42,725	Nil	42,725	Nil	Nil
Borrowings	-	Nil	Nil	Nil	Nil	Nil	Nil	Nil	-	Nil	-	Nil	
Trade and other payables (Note 16)	182,085	Nil	Nil	Nil	Nil	Nil	Nil	Nil	182,085	Nil	182,085	Nil	Nil

## 25 Auditor's Remuneration

FinnCorp Auditors Pty Ltd is the auditor and that no remuneration has been taken up for the 31 March 2025 accounts and will be shown in the 2026 audit period.

## 26 Contingencies

In the opinion of the Directors, the Company did not have any contingencies at 31 March 2025 (31 March 2024: None).

## 27 Dividends Paid

No franked dividends were declared or paid during the year and the dividend franking account is currently nil.

## 28 Subsequent Events

The Company has decided to raise equity in future years and has commenced the process of converting from a private to a public company in preparation for raising additional equity capital.

## 29 Authorisation of the Financial Statements

The financial statements were approved by the board of director and authorised for issue on 13 August 2025



**FINNcorp**  
AUDITORS PTY LIMITED

Andrew Finney B Com FCA  
Peter Cunneen B Bus FCA  
Amanda McHugh B Fin Admin CA

Suite 7, 2-4 Northumberland Drive,  
Caringbah NSW 2229  
PO Box 2606, Taren Point 2229

**p** 02 9531 0201 **f** 02 9531 1632  
**[www.finncorp.com.au](http://www.finncorp.com.au)**

ABN 50 161 567 013  
Liability limited by a Scheme approved under  
the Professional Standards Legislation

## **Smart Lifestyle Australia Pty Limited**

### **Auditor's Independence Declaration under Section 307C of the Corporations Act 2001 to the Directors of Smart Lifestyle Australia Pty Limited**

I declare that, to the best of my knowledge and belief, during the year ended 31 March 2025, there have been:

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

Finncorp Auditors Pty Ltd  
Auditor No: 438643  
Andrew Stephen Finney

## Smart Lifestyle Australia Pty Limited

# Independent Audit Report to the members of Smart Lifestyle Australia Pty Limited

## Report on the Audit of the Financial Report

### Opinion

We have audited the financial report of Smart Lifestyle Australia Pty Limited (the Company), which comprises the statement of financial position as at 31 March 2025, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

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

- (i) giving a true and fair view of the Company's financial position as at 31 March 2025 and of its financial performance for year ended; and
- (ii) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

### Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Company in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (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.

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

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

### Responsibilities of 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 Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.



**FINNcorp**  
AUDITORS PTY LIMITED

Andrew Finney B Com FCA  
Peter Cunneen B Bus FCA  
Amanda McHugh B Fin Admin CA

Suite 7, 2-4 Northumberland Drive,  
Caringbah NSW 2229  
PO Box 2606, Taren Point 2229

p 02 9531 0201 f 02 9531 1632  
[www.finncorp.com.au](http://www.finncorp.com.au)

ABN 50 161 567 013  
Liability limited by a Scheme approved under  
the Professional Standards Legislation

## **Smart Lifestyle Australia Pty Limited**

# **Independent Audit Report to the members of Smart Lifestyle Australia Pty Limited**

### **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 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.

Finncorp Auditors Pty Ltd  
Auditor No: 438643  
Andrew Stephen Finney