APPENDIX 4E

Preliminary final report

1. Company details

Name of entity:	333D Limited (ASX: T3D)
ABN:	24 118 159 881
Reporting period:	Year ended 30 June 2024
Previous period:	Year ended 30 June 2023

2. Results for announcement to the market

				$
Revenue from ordinary activities	up	695%	to	190,310
Loss from ordinary activities after tax attributable to the members of 333D Limited	down	30%	to	(506,606)
Loss attributable to the members of 333D Limited	down	30%	to	(506,606)

Dividends

No dividend has been declared by the directors in respect of the current or the previous financial year.

Operational and financial review

The net loss attributable to members amounted to $506,606 (30 June 2023: $724,966) for the year.

Operational update

The group has continued to follow its strategy of commercialising its 3D printing IP during the financial year. Overall, sales revenue has increased by 694.7% to $190,310 (2023: $23,946), derived across three main revenue streams:

- the sale of figurines through the mini league platform,
- the sale of digital assets through its respective channels, and
- consulting work and the 3D printing of parts to customer specification

The group's loss after income tax for the financial year was $506,606 (2023: loss of $724,966).

The decrease in the operating loss was mainly attributable to increased revenue and lower cost of raw materials than in the prior year. The increased revenue was largely from engineering consulting work.

Financial position

Net cash position has reduced by $60,461 during the financial year.

As at 30 June 2024, the group had cash and cash equivalents of $4,585 (2023: $65,046).

The group intends to continue to finance the operations through capital raising and debt funding when there is an opportunity to do so.

3. Net tangible asset (NTA) backing per share

	2024 Cents per share	2023 Cents per share
Net tangible assets / (liabilities) per ordinary security	(0.466)	(0.013)

4. Control gained over entities

None

5. Loss of control over entities

On 14 August 2022, the Directors approved the deregistration of 3D Industries Pty Ltd, an entity over which the Company had control and 100% ownership.

6. Audit qualification or review

The accounts have been audited and the audit report contains material uncertainty for Going Concern. See note 3 of the notes to the accounts for 333D Limited and controlled entities financial report for year ended 30 June 2024.

7. Annual general meeting

333D advises that its annual general meeting will be held on or about 30 November 2024. The time and other details relating to the meeting will be advised in the Notice of Meeting to be sent to all shareholders and released to ASX immediately after dispatch.

8. Attachments

The Financial Report for the year ended 30 June 2024 is attached.

John Conidi
Executive Chairman
29 August 2024
Melbourne

333D Limited and controlled entities

ABN 24 118 159 881

Annual report

for the year ended 30 June 2024

The directors present their report, together with the financial statements, consisting of 333D Limited (referred to hereafter as the 'Company', or 'parent entity') and the entities it controlled (referred to hereafter as the 'consolidated entity' or 'group') at the end of, or during, the year ended 30 June 2024.

Directors

The following persons were directors of 333D Limited during the whole of the financial year and up to the date of this report, unless otherwise stated:

John Conidi
Dr. Nigel Finch
Dr. Richard Petty

Principal activities

During the financial year the principal activity of the consolidated entity was the commercialisation of its 3D printing, 3D digital and research and development capabilities.

Dividends

No dividends were paid during the financial year.
No dividend has been declared for payment subsequent to balance date.

Operational and financial review

Operational update

The group has continued to follow its strategy of commercialising its 3D printing assets during the financial year. Overall, sales revenue has increased by 694.7% to $190,310 (2023: $23,946), through a focus on three main revenue streams:

- the sales of figurines through the mini league platform,
- the sale of bobbleheads through its respective channels, and
- consulting work and the 3D printing of parts to customer specification

The group's loss after income tax for the financial year was $506,606 (2023: loss of $724,966).

The decrease in the operating loss was mainly attributable to increased revenue and lower cost of raw materials than in the prior year. The increased revenue was largely from engineering consulting work.

Financial position

Net cash outflows from operations was an outflow of $60,461 during the financial year (2023: outflow of $350,685).
As at 30 June 2024, the group had cash and cash equivalents of $4,585 (2023: $65,046).
The group intends to continue to finance the operations through capital raising and debt funding when there is an opportunity to do so.

Significant changes in the state of affairs

Apart from the above, and the matters stated in the Operational and Financial Review, there were no other significant changes in the affairs of the consolidated entity during the financial year.

Matters subsequent to the end of the financial year

No matter or circumstance has arisen since 30 June 2024 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

Likely developments and expected results of operations

There has been a continuation of the rapid development of technology in the 3D printing industry. Management plans to continue its strategy of investment in the most advanced of these technologies to support its established printing bureau service. Management are confident that the prospects of the consolidated entity will continue to improve in the foreseeable future.

Environmental regulation

The consolidated entity is not subject to any significant environmental regulation under Australian Commonwealth or State law.

Information on directors

Name:	**John Conidi**
Title:	**Executive Chairman**
Qualifications:	B.Bus, FCPA
Experience and expertise:	Mr John Conidi has over 20 years experience developing, acquiring and managing businesses in healthcare and tech, with a focus on diagnostic imaging, 3D printing and AI. Mr Conidi has a further 10 years as managing director of an ASX 300 company involved in operations, M&A, capital raising and debt financing.
Other current directorships:	EcoGraf Limited – 4 May 2015 – Current
Former directorships (last 3 years):	Nil
Special responsibilities:	Nil
Interests in shares:	21,422,623 ordinary shares
Interests in options:	Nil

Name:	**Dr. Nigel Finch**
Title:	**Non Executive Director**
Qualifications	MCom, LLM, MBA, PhD, CA, FCPA, FGIA, FAICD
Experience and expertise:	Dr. Nigel Finch is a company director and advisor with experience working with early stage and emerging ASX-listed companies. He is managing director of Saki Partners which assists clients with strategy execution and financial performance. He is a Chartered Accountant and a Fellow of CPA Australia, the Governance Institute of Australia and the Australian Institute of Company Directors. Pursuant to *ASX Listing Rule 12.6* , Dr Finch has completed and passed an examination in an approved education course covering listing rule compliance matters.
Other current directorships:	Nil
Former directorships (last 3 years):	Nil
Interests in shares:	17,241,836 ordinary shares
Interests in options:	Nil
Contractual rights to shares:	Nil

Information on directors (continued)

Name:	**Dr. Richard Petty**
Title:	**Non Executive Director**
Qualifications	BCom, MCom, PhD, FCA, FCPA, FAICD
Experience and expertise:	Dr Richard Petty has served on a number of boards both public and private companies. He has advised on significant projects and investments across a wide range of industries. Dr. Petty has been professor at several universities. He holds several degrees, including a PhD. He is a Fellow of Chartered Accountants Australia and New Zealand, a Fellow of CPA Australia, and a Fellow of the Australian Institute of Company Directors. Dr. Petty has lived and worked in Asia for more than 20 years.
Other current directorships:	Nil
Former directorships (last 3 years):	Magnis Energy Technologies Limited (ASX.MNS) - resigned 18 November 2021
Interests in shares:	10,585,185 ordinary shares
Interests in options:	Nil
Contractual rights to shares:	Nil

Company Secretary

Catherine O'Connor (appointed 10 January 2022) has extensive experience in assisting companies with their company secretarial and corporate governance needs. In addition, Catherine has experience in assisting with matters specific to equity capital markets, including public offerings and capital raisings. Catherine holds a Bachelor of Arts and Bachelor of Law and is a lawyer in Holding Redlich's Corporate & Commercial team.

Meetings of Directors

The number of meetings of the company's Board of Directors and of each Board committee held during the year ended 30 June 2024, and the number of meetings attended by each director were:

	Attended	Held
John Conidi	8	8
Dr. Nigel Finch	8	8
Dr. Richard Petty	8	8

Remuneration report (audited)

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

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

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

- Principles used to determine the nature and amount of remuneration
- Details of remuneration
- Service agreements
- Share-based compensation
- Additional information
- Additional disclosures relating to key management personnel

Principles used to determine the nature and amount of remuneration

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

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

The reward framework is designed to align executive reward to shareholders' interests. The Board has considered that it should seek to enhance shareholders' interests by:

- having economic profit as a core component of plan design,
- focusing on sustained growth in shareholder wealth, consisting of dividends and growth in share price, and delivering constant or increasing return on assets as well as focusing the executive on key non-financial drivers of value; and
- attracting and retaining high calibre executives.

Additionally, the reward framework seeks to enhance executives' interests by:

- rewarding capability and experience;
- reflecting competitive reward for contribution to growth in shareholder wealth; and
- providing a clear structure for earning rewards.

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

Non-executive directors remuneration

Fees and payments to non-executive directors reflect the demands and responsibilities of their role. Non-executive directors' fees and payments are reviewed annually by the Board. The chairman's fees are determined independently to the fees of other non-executive directors based on comparative roles in the external market. The chairman is not present at any discussions relating to the determination of his own remuneration. Non-executive directors may receive performance rights or other incentives.

Remuneration report (audited) (continued)

ASX listing rules require the aggregate non-executive directors' remuneration be determined periodically by a general meeting. The most recent determination was at the Annual General Meeting held on 8 November 2021, where the shareholders approved a maximum annual aggregate remuneration of $400,000.

Executive remuneration

The consolidated entity aims to reward executives based on their position and responsibility, with a level and mix of remuneration which has both fixed and variable components.

The executive remuneration and reward framework has three components:

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

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

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

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

Consolidated entity performance and link to remuneration

Remuneration for certain individuals is directly linked to the performance of the consolidated entity. Any further cash bonus and incentive payments are at the discretion of the Board. Refer to the section '*Additional information*' overleaf for details of the earnings and total shareholders return for the last five years.

Use of remuneration consultants

During the financial year ended 30 June 2024, the consolidated entity did not engage any remuneration consultants to review its existing remuneration policies or provide recommendations on how to improve both the STI and LTI programs.

Voting and comments made at the company's 2023 Annual General Meeting ('AGM')

At the last AGM held on 30 November 2023, 95.68% of the votes received supported the adoption of the remuneration report for the year ended 30 June 2023. The company did not receive any specific feedback at the AGM regarding its remuneration practices.

Details of remuneration

Amounts of remuneration

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

The key management personnel (KMP) of the consolidated entity consisted of the following directors of 333D Limited:

- John Conidi
- Dr. Nigel Finch
- Dr. Richard Petty

Details of remuneration

	Short-term benefits		Post employment benefits	Long-term benefits	Share-based payments	Total
	Consultant fees & salary	Annual leave	Super	Long-service leave	Performance rights	
2024	$	$	$	$	$	$
John Conidi*	100,000	-	-	-	-	100,000
Dr. Nigel Finch*	100,000	-	-	-	-	100,000
Dr. Richard Petty*	100,000	-	-	-	-	100,000
	300,000	-	-	-	-	300,000

$110,000 (incl GST) for accrued FY24 director's fees owing to Mr John Conidi* was settled in issued capital. $110,000 (incl GST) for accrued FY24 director's fees owing to Dr Nigel Finch* was settled in issued capital. In addition, $57,529 owing for the provision of FY24 accounting services by Saki Partners, a company owned and controlled by Dr Nigel Finch, was settled in issued capital.$11,000 (incl GST) for establishment fees in relation to the debt facility owing to Mr John Conidi* and $5,500 (incl. GST) owing to Dr Nigel Finch* was settled in issued capital.
$100,000 (excl GST) for accrued FY24 director's fees owing to Dr Richard Petty*, was settled in issued capital.
*Payments to these directors were made to director-related entities.

Remuneration report (audited) (continued)

	Short-term benefits		Post employment benefits	Long-term benefits	Share-based payments	Total
	Consultant fees & salary	Annual leave	Super	Long-service leave	Performance rights	
2023	$	$	$	$	$	$
John Conidi*	100,000	-	-	-	-	100,000
Dr. Nigel Finch*	100,000	-	-	-	-	100,000
Dr. Richard Petty*	100,000	-	-	-	-	100,000
	300,000	-	-	-	-	300,000

$55,000 (incl GST) for accrued FY23 director's fees owing to Mr John Conidi* was settled in issued capital. $16,500 (incl GST) was paid to Alt Partners Pty Ltd, a company owned and controlled by Mr John Conidi, as an advisory fee in relation to the debt facility.
$55,000 (incl GST) for accrued FY23 director's fees owing to Dr Nigel Finch* was settled in issued capital. In addition, $42,531 owing for the provision of FY23 accounting services by Saki Partners, a company owned and controlled by Dr Nigel Finch, was settled in issued capital.
$50,000 (excl GST) for accrued FY23 director's fees owing to Dr Richard Petty*, was settled in issued capital.
*Payments to these directors were made to director-related entities.

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

	Fixed remuneration		At risk - STI		At risk - LTI	
	2024	2023	2024	2023	2024	2023
John Conidi*	100%	100%	0%	0%	0%	0%
Dr. Nigel Finch*	100%	100%	0%	0%	0%	0%
Dr. Richard Petty*	100%	100%	0%	0%	0%	0%

There were no cash bonuses paid/payable for 30 June 2024 (2023: nil).

Service agreements

Remuneration and other form of employment for key management personnel are formalised in service agreements. There are no notice periods for termination of the agreements. Details of these agreements are as follows:

Name	John Conidi	Dr Nigel Finch	Dr Richard Petty
Title	Executive Chairman	Director	Director
Details	Directors fee for the year ending 30 June 2024 of $100,000.		

Share-based compensation

Issue of shares

Details of shares issued to directors and other key management personnel as part of compensation during the year ended 30 June 2024 are set out below:

Name	Date	Shares	Issue Price	$
John Conidi	8/12/2023	121,000,000	$ 0.0010	121,000
Dr. Nigel Finch	8/12/2023	173,029,450	$ 0.0010	173,029
Dr. Richard Petty	8/12/2023	100,000,000	$ 0.0010	100,000

Additional information

The earnings of the consolidated entity for the five years to 30 June 2024 are summarised below:

	2024	2023	2022	2021	2020
	$	$	$	$	$
Revenue	190,310	23,946	63,679	114,974	186,146
Net loss after income tax	(506,606)	(724,966)	(1,235,034)	(338,793)	(598,091)

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

	2024	2023	2022	2021	2020
Share price at financial year end ($)		0.001	0.002	0.002	0.001
Dividends declared (cents per share)	-	-	-	-	-
Basic EPS (cents per share)	(0.45)	(0.02)	(0.05)	(0.03)	(0.06)

Shareholding

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

	Balance at start of year	Received as remun.	Additions	Share consolidation	Balance at end of year
John Conidi	521,678,694	121,000,000	-	(621,256,071)	21,422,623
Dr. Nigel Finch	344,225,638	173,029,450	-	(500,013,251)	17,241,836
Dr. Richard Petty	217,555,557	100,000,000	-	(306,970,372)	10,585,185
	1,083,459,889	394,029,450	-	(1,428,239,694)	49,249,645

No options in the company are held by directors and other members of key management personnel of the consolidated entity, including their personally related parties.

Remuneration report (audited) continued

Performance rights

The number of performance rights in the company held during the financial year by directors and other members of key management personnel of the consolidated entity, including their personally related parties, is set out below:

	Balance at start of year	Received as remun.	Additions	Share consolidation	Balance at end of year
John Conidi	75,000,000	-	-	(72,500,000)	2,500,000
Dr. Nigel Finch	75,000,000		-	(72,500,000)	2,500,000
Dr. Richard Petty	50,000,000	-	-	(48,333,333)	1,666,667
	200,000,000	-	-	(193,333,333)	6,666,667

Performance shares vest on various dates and expire 15 years from vesting.

This concludes the remuneration report, which has been audited.

Shares under option

In 2022, 80,000,000 options with a grant date of 28 February 2022 were issued to external parties. On 28 February 2024, the options expired without being exercised. As at 30 June 2024, the Company has no options outstanding.

Indemnity and insurance of officers

The company has indemnified the directors 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.

During the financial year, the company has not paid any premiums in respect of a contract to insure the directors and executives of the company against a liability to the extent permitted by the *Corporations Act 2001*.

Indemnity and insurance of auditor

During the financial year, the company has not paid a premium in respect of a contract to insure the auditor of the company or any related entity. The company has not, during or since the end of 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 to the Court under section 237 of the *Corporations Act 2001* for leave to bring proceedings on behalf of the company, or to intervene in any proceedings to which the company is a party for the purpose of taking responsibility on behalf of the company for all or part of those proceedings.

Officers of the company who are former partners of RSM Australia Partners

There are no officers of the company who are former partners of RSM Australia Partners.

Auditor's independence declaration

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

Auditor

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

This report is made in accordance with a resolution of directors, pursuant to section 298(2)(a) of the *Corporations Act 2001* .

On behalf of the directors

John Conidi
Executive Chairman
29 August 2024
Melbourne

RSM Australia Partners

Level 21, 55 Collins Street Melbourne VIC 3000
PO Box 248 Collins Street West VIC 8007

T +61 (0) 3 9286 8000
F +61 (0) 3 9286 8199

www.rsm.com.au

AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the audit of the financial report of 333D Limited and its controlled entities for the year ended 30 June 2024, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

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

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

RSM

RSM AUSTRALIA PARTNERS

A Whittingham

A L WHITTINGHAM
Partner

29 August 2024

Melbourne, Victoria

Contents

General information

The financial statements cover 333D Limited as a consolidated entity consisting of 333D Limited and the entities it controlled at the end of, or during, the financial year. The financial statements are presented in Australian dollars, which is 333D Limited's functional and presentation currency.

333D Limited is an ASX listed public company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business are:

Registered office

Level 23, Rialto South Tower
525 Collins Street
MELBOURNE VIC 3000

Principal place of business

34 Jimmy Place
LAVERTON NORTH VIC 3026

A description of the nature of 333D Limited's operations and its principal activities are included in the directors' report, which is not part of the financial statements.

The financial statements were authorised for issue, in accordance with a resolution of directors, on 29 August 2024. The directors have the power to amend and reissue the financial statements.

Directors	Mr. John Conidi Dr. Nigel Finch Dr. Richard Petty
Company Secretary	Catherine O'Connor
Registered office	Level 23, Rialto South Tower 525 Collins Street MELBOURNE VIC 3000
Principal place of business	34 Jimmy Place LAVERTON NORTH VIC 3026
Share register	Automic Registry Services Level 5, 126 Phillip Street SYDNEY NSW 2000
Auditor	RSM Australia Partners Level 27, 120 Collins Street MELBOURNE VIC 3000
Solicitor	Thomson Geer Level 23, 525 Collins Street MELBOURNE VIC 3000
Banker	Westpac Banking Corporation Ltd 150 Collins Street MELBOURNE VIC 3000
Stock exchange listing	333D Limited shares are quoted on the Australian Securities Exchange (ASX code: T3D)
Website	333d.co
Corporate Governance Statement	333d.co/investors

333D Limited and controlled entities

Statement of profit or loss and other comprehensive income

Year ended 30 June 2024

	Note	Consolidated 2024 $	Consolidated 2023 $
Income			
Revenue	5	190,310	23,946
Profit from disposal of subsidiary		-	40,861
Other income	6	97,567	96,067
		287,877	160,874
Expenses			
Raw materials and consumables used		(9,022)	(69,723)
Employee expense	7	(98,665)	(100,590)
Occupancy expense		(26,408)	(33,271)
Administrative expense	7	(651,900)	(663,172)
Other expenses		(8,488)	(19,084)
		(794,483)	(885,840)
Loss before income tax expense		(506,606)	(724,966)
Income tax expense	8	-	-
Loss after income tax expense for the year		(506,606)	(724,966)
Other comprehensive income			
Other comprehensive income for the year, net of tax		-	-
Total comprehensive loss for the year		(506,606)	(724,966)
		Cents	Cents
Basic earnings per share	22	(0.45)	(0.02)
Diluted earnings per share	22	(0.45)	(0.02)

333D Limited and controlled entities
Statement of financial position
As at 30 June 2024

	Note	Consolidated 2024 $	2023 $
Assets			
Current assets			
Cash and cash equivalents	9	4,585	65,046
Trade and other receivables	10	10,255	24,240
Other assets	11	9,836	-
		24,676	89,286
Total assets		24,676	89,286
Liabilities			
Current liabilities			
Trade and other payables	12	512,841	473,074
Short-term employee benefits	13	33,083	26,249
		545,924	499,323
Non-current liabilities			
Long-term employee benefits	13	7,923	6,557
		7,923	6,557
Total liabilities		553,847	505,880
Net liabilities		(529,171)	(416,595)
Equity			
Issued capital	14	9,497,801	9,103,771
Reserves	15	355,871	444,702
Accumulated losses		(10,382,843)	(9,965,068)
Total deficiency		(529,171)	(416,595)

333D Limited and controlled entities
Statement of changes in equity
For the year ended 30 June 2024

Consolidated	Notes	Issued capital	Reserves	Accumulated losses	Total equity
Balance at 1 July 2022		8,871,240	444,702	(9,240,102)	75,840
Loss after income tax expense for the year		-	-	(724,966)	(724,966)
Total comprehensive loss for the year		-	-	(724,966)	(724,966)
Transactions with owners in their capacity as owners:					
Issued capital to settle financial liability	14	232,531	-	-	232,531
Balance at 30 June 2023		9,103,771	444,702	(9,965,068)	(416,595)
Balance at 1 July 2023		9,103,771	444,702	(9,965,068)	(416,595)
Loss after income tax expense for the year		-	-	(506,606)	(506,606)
Total comprehensive loss for the year		-	-	(506,606)	(506,606)
Transactions with owners in their capacity as owners:					
Issued capital to settle financial liability	14	394,029	-	-	394,029
Options expired			(88,831)	88,831	-
Balance at 30 June 2024		9,497,801	355,871	(10,382,843)	(529,171)

333D Limited and controlled entities
Statement of cash flows
Year ended 30 June 2024

	Note	Consolidated 2024 $	2023 $
Cash flows from operating activities			
Receipts from customers (inclusive of GST)		194,459	23,973
Payments to suppliers and employees (inclusive of GST)		(349,183)	(485,843)
Interest received		261	51
Other income - R&D tax offsets received		94,002	111,133
Net cash used in operating activities	23	**(60,461)**	**(350,685)**
Net cash from investing activities		-	-
Net cash from financing activities		-	-
Net decrease in cash and cash equivalents		(60,461)	(350,685)
Cash and cash equivalents at the beginning of the financial year		65,046	415,731
Cash and cash equivalents at the end of the financial year	9	**4,585**	**65,046**

Note 1. Material accounting policy information

The principal accounting policies adopted in the preparation of the financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

New or amended Accounting Standards and Interpretations adopted

The consolidated entity has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period.

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

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 ('AASB') and the *Corporations Act 2001* , as appropriate for for-profit oriented entities. These financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board ('IASB').

Historical cost convention

The financial statements have been prepared under the historical cost convention, except for, where applicable, the revaluation of financial assets and liabilities at fair value through profit or loss, investment properties, certain classes of property, plant and equipment and derivative financial instruments.

Critical accounting estimates

The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the consolidated entity's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in Note 2.

Parent entity information

In accordance with the *Corporations Act 2001* , these financial statements present the results of the consolidated entity only. Supplementary information about the parent entity is disclosed in Note 17.

Note 1. Significant accounting policies (continued)

Principles of consolidation

The consolidated financial statements incorporate the assets and liabilities of all legal subsidiaries of 333D Limited ('company' or 'parent entity') and its controlled entities (together 'the group' or 'the consolidated entity') as at 30 June 2024 and the results of all subsidiaries for the year then ended. 333D Limited and its subsidiaries together are referred to in these financial statements as the 'consolidated entity'.

Subsidiaries are all those entities over which the consolidated entity has control. The consolidated entity controls an entity when the consolidated entity is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the consolidated entity. They are de-consolidated from the date that control ceases.

Intercompany transactions, balances and unrealised gains on transactions between entities in the consolidated entity are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the consolidated entity.

The acquisition of subsidiaries is accounted for using the acquisition method of accounting. A change in ownership interest, without the loss of control, is accounted for as an equity transaction, where the difference between the consideration transferred and the book value of the share of the non-controlling interest acquired is recognised directly in equity attributable to the parent.

Non-controlling interest in the results and equity of subsidiaries are shown separately in the statement of profit or loss and other comprehensive income, statement of financial position and statement of changes in equity of the consolidated entity. Losses incurred by the consolidated entity are attributed to the non-controlling interest in full, even if that results in a deficit balance.

Where the consolidated entity loses control over a subsidiary, it derecognises the assets including goodwill, liabilities and non-controlling interest in the subsidiary together with any cumulative translation differences recognised in equity. The consolidated entity recognises the fair value of the consideration received and the fair value of any investment retained together with any gain or loss in profit or loss.

Foreign currency translation

The financial statements are presented in Australian dollars, which is 333D Limited's functional and presentation currency.

Foreign currency transactions

Foreign currency transactions are translated into Australian dollars using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at financial year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

Goods and Services Tax (GST)

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

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

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

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

Note 1. Significant accounting policies (continued)

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

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

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

Rounding of amounts

The company is of a kind referred to in Corporations Instrument 2016/191, issued by the Australian Securities and Investments Commission, relating to 'rounding-off'. Amounts in this report have been rounded off in accordance with that Corporations Instrument to the nearest dollar.

New accounting standards and interpretations not yet mandatory or early adopted

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the consolidated entity for the annual reporting period ended 30 June 2024. The consolidated entity has not yet assessed the impact of these new or amended Accounting Standards and Interpretations.

Note 2. 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, including expectations of future events, management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities (refer to the respective notes) within the next financial year are discussed below:

Research and Development Tax Incentive

The research and development (R&D) tax incentive provides a refundable tax offset for certain eligible entities undertaking eligible R&D activities. In prior years, the company has undertaken eligible R&D activities and has received a refundable tax offset of $94,002 in 2024 (2023: $111,133). The company has incurred expenditure on R&D activities and is planning to apply for the research and development (R&D) tax incentive, however, there is no certainty that the company will be eligible in the future.

Share-based payment transactions with employees

The consolidated entity measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by using the Black-Scholes model taking into account the terms and conditions upon which the instruments were granted. The accounting estimates and assumptions relating to equity-settled share-based payments would have no impact on the carrying amounts of assets and liabilities within the next annual reporting period but may still impact profit or loss and equity.

Share-based payment transactions with other parties

The consolidated entity measures the cost of equity-settled transactions with other parties by reference to the fair value of the goods and services received, or if this cannot be determined, the fair value of the equity instruments issued, at the date at which they are granted. The fair value is determined using the assumptions that market participants would use when pricing like goods and services. The accounting estimates and assumptions relating to equity-settled share-based payments would have no impact on the carrying amounts of assets and liabilities, profit or loss, or equity within the next annual reporting period.

Employee benefits provision

As discussed in note 1, the liability for employee benefits expected to be settled more than 12 months from the reporting date are recognised and measured at the present value of the estimated future cash flows to be made in respect of all employees at the reporting date. In determining the present value of the liability, estimates of attrition rates and pay increases through promotion and inflation have been taken into account.

Determination of variable consideration

Judgement is exercised in estimating variable consideration which is determined having regard to past experience with respect to the goods returned to the consolidated entity where the customer maintains a right of return pursuant to the customer contract or where goods or services have a variable component. Revenue will only be recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised under the contract will not occur when the uncertainty associated with the variable consideration is subsequently resolved.

Revenue from contracts with customers involving sale of goods

When recognising revenue in relation to the sale of goods to customers, the key performance obligation of the consolidated entity is considered to be the point of delivery of the goods to the customer, as this is deemed to be the time that the customer obtains control of the promised goods and therefore the benefits of unimpeded access.

Note 3. Going concern basis of accounting

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

As disclosed in the financial statements, the consolidated entity incurred a loss of $506,606 and had net cash outflows from operating activities amounting of $60,460 for the year ended 30 June 2024. As at that date the consolidated entity had net liabilities of $529,172 and net current liabilities of $521,248.

These factors indicate a material uncertainty which may cast significant doubt as to whether the consolidated entity will continue as a going concern and therefore whether it will realise its assets and extinguish its liabilities
in the normal course of business and at the amounts stated in the financial report.

The Directors believe there are reasonable grounds to believe the consolidated entity will be able to continue as a going concern, after consideration of the following factors:

•The Executive Chairman and director has committed to provide the consolidated entity with the financial support and assistance to meet their working capital obligations, as an when they fall due for a period of not less than 12 months from the date this annual financial report is signed; and

•On 20 December 2022, 333D Limited secured two credit facilities totalling $150,000 from director related entities (refer to note 16). As at 30 June 2024 neither facility had been drawn down.

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

The financial report does not include any adjustments relating to the amounts or classification of recorded assets and liabilities that might be necessary if the consolidated entity does not continue as a going concern.

Note 4. Operating segments

The company is in the process of commercialising its 3D printing operations and as such, there are not presently any operating segments with discrete financial information. The Board of Directors review internal management reports that are consistent with the information provided in the statement of profit or loss and other comprehensive income, statement of financial position and statement of cash flows presented in this financial report.

	Note	Consolidated 2024 $	2023 $
Note 5. Revenue			
Sales of 3D prints		23,267	18,098
Sales of 3D printing equipment and consumables		410	848
Rendering of services		166,633	5,000
		190,310	23,946

Revenue recognition

Revenue from contracts with customers

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

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

3D prints & 3D printing equipment and consumables

Revenue is recognised at the point in time when the customer obtains control of the goods, which is generally at the time of delivery.

Rendering of services

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

Disaggregation of revenue

There was no further disaggregation of revenue other than those already disclosed in the above Note 5.

Note 6. Other income			
R&D tax offset		94,002	111,133
Net foreign exchange gains/(losses)		3,304	(15,117)
Interest		261	51
		97,567	96,067

Interest

Interest revenue is recognised as interest accrues using the effective interest rate method.

Other revenue

Other income is recognised when it is received or when the right to receive payment is established, usually on receipt.

Note 7. Expenses

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

Employee benefits			
Short-term benefits		88,334	90,805
Long-term employee benefits		1,366	1,357
Post-employment benefits		8,965	8,428
		98,665	100,590
Short-term leases expenses			
Short-term leases		20,858	30,909
		20,858	30,909

	Note	Consolidated 2024 $	2023 $
Note 7. Expenses (continued)			
Administrative expense (note a)			
Consulting fees		175,714	239,651
Directors' fees		300,000	300,000
Other administrative expenses		176,186	123,521
		651,900	663,172

Note a
Administrative expense incurred during the financial year ended 30 June 2024 includes accounting fees ($73,822), consulting fees ($15,000), software expenses ($46,077), ASX expenses ($26,598) and director fees ($300,000) which have been settled by issue of share capital on 8 December 2023.
Administrative expense incurred during the financial year ended 30 June 2023 includes accounting fees ($10,567), consulting fees ($113,661) and director fees ($300,000) which have been partially settled by issue of share capital on 24 November 2022.

Note 8. Income tax expense

Numerical reconciliation of income tax expense and tax at the statutory rate

	2024 $	2023 $
Loss before income tax expense	(506,606)	(724,966)
Prima facie income tax at the statutory rate of 25% (2023: 25%)	(126,652)	(181,241)
Income tax losses not recognised as deferred tax assets	126,652	181,241
Income tax expense	-	-

As at 30 June 2024, the Group had carried forward tax losses of $5,866,425(2023: $5,359,820) resulting in a deferred tax asset of $1,466,606 (2023: $1,339,955).

The deferred tax asset recognised on carry forward losses and other temporary differences has not been brought to account and will only be recognised if:
(a) future assessable is derived of a nature and of an amount sufficient to enable the benefit to be realised;
(b) the conditions for deductibility imposed by tax legislation continue to be complied with; and
(c) the Group is able to meet the continuity of business and/or continuity of ownership tests.

The income tax expense or benefit for the period is the tax payable on that period's taxable income based on the applicable income tax rate for each jurisdiction, adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences, unused tax losses and the adjustment recognised for prior periods, where applicable.

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

Note 9. Cash and cash equivalents

	2024 $	2023 $
Cash at bank	4,585	65,046
	4,585	65,046

Cash and cash equivalents comprise cash and short-term bank deposits with an original maturity of three months or less, net of outstanding bank overdrafts. The carrying amount of these assets is approximately equal to their fair value.

	Note	Consolidated 2024 $	2023 $
Note 10. Trade and other receivables			
Trade receivables		5,218	279
		5,218	279
GST recoverable from Australian Taxation Office		5,037	20,661
Deposits and bonds		-	3,300
		10,255	24,240

Trade receivables are initially recognised at fair value and subsequently measured at amortised cost, less any allowances for expected credit losses. Trade receivables are generally due for settlement within 14 days.

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

Collectability of trade receivables is reviewed on an ongoing basis. Debts which are known to be uncollectible are written off by reducing the carrying amount directly. The consolidated entity has applied the simplified approach to measuring expected credit losses, which uses a lifetime expected credit loss allowance. To measure the expected credit losses, trade receivables have been grouped together based on days overdue.

Note 11. Current assets - other

	2024	2023
Prepayments	2,049	-
	2,049	-

Note 12. Trade and other payables

	2024	2023
Trade payables	242,618	249,563
Accrued expenses	270,223	223,511
Other payables	-	-
	512,841	473,074

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

Refer to note 16 for further information on financial instruments.

	Note	Consolidated 2024 $	2023 $
Note 13. Employee benefits			
Current		33,083	26,249
Non-current		7,923	6,557
		41,006	32,806

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

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

Note 14. Issued capital

	Number of shares	$
Balance at 30 June 2023	3,189,317,303	9,103,771
Issue of share capital to related parties	394,029,460	394,029
Share consolidation	(3,463,901,828)	-
Balance at 30 June 2024	119,444,935	9,497,800

Note 14. Issued capital (continued)

On 30 November 2023, the shareholders of 333D Ltd approved in a general meeting, the resolution to issue the following shares to directors:
- Mr John Conidi: 110,000,000 shares in consideration of directors fees and 11,000,000 shares in consideration of a line of credit facility fee.
- Dr Nigel Finch: 110,000,000 shares in consideration of directors fees, 11,000,000 shares in consideration of a line of credit facility fee and 57,529,450 shares in consideration of accounting, secretarial and business administration services.
- Dr Richard Petty: 100,000,000 shares in consideration of directors fees.

On 30 November 2023, the shareholders of 333D Ltd approved in a general meeting, the resolution to consolidate the number of securities it had in issue into smaller number in the ratio of 30 to 1.
As at 31 December 2023, the Consolidated entity has 6,666,667 performance rights, 2,666,667 share options and 119,444,892 ordinary shares on issue. These equity instruments are considered to be anti-dilutive, as the Consolidated Entity made a loss after income tax.

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.

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

Every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

Capital risk management
The consolidated entity's objectives when managing capital is to safeguard its ability to continue as a going concern, so that it can provide returns for shareholders and benefits for other stakeholders and to maintain an optimum capital structure to reduce the cost of capital.

Capital is regarded as total equity, as recognised in the statement of financial position, plus net debt. Net debt is calculated as total borrowings less cash and cash equivalents.

In order to maintain or adjust the capital structure, the consolidated entity may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The consolidated entity would look to raise capital when an opportunity to invest in a business or company was seen as value adding relative to the current company's share price at the time of the investment.

The consolidated entity is not actively pursuing additional investments in the short term as it continues to integrate and grow its existing businesses in order to maximise synergies.

The consolidated entity is subject to certain financing arrangements covenants and meeting these is given priority in all capital risk management decisions.

There have been no events of default on the financing arrangements during the financial year. The capital risk management policy remains unchanged from the 30 June 2023 Annual Report.

Transactions settled in issued capital
Shares issued in relation to capital raising and extinguishing financial liabilities:

	Average issue price	2024 Number	2023 Number	2024 $	2023 $
Issued to:					
John Conidi - Director	0.0010	121,000,020	36,666,667	121,000	55,000
Dr. Richard Petty - Director	0.0010	100,000,000	33,333,334	100,000	50,000
Dr. Nigel Finch - Director		-	36,666,667	-	55,000
Saki Partners *	0.0010	173,029,440	28,353,967	173,029	42,531
Dual Mandate Investments Pty Ltd*			20,000,000		30,000
		394,029,460	155,020,636	394,029	232,531

Note 14. Issued capital (continued)

*Saki Partners (Services) Pty Ltd **
Saki Partners is a company owned and controlled by Dr Nigel Finch, a Director of the Company.The 2024 share-based payments comprise the following:
(1) 110,000,000 shares in lieu of director fees and consulting services fees for the period 1 July 2023 to 30 June 2024. This share-based payment was approved by shareholders on 30 November 2023.
(2) 57,529,450 shares in lieu of accounting service fees for the period 1 July 2023 to 30 June 2024. This share-based payment was approved by shareholders on 30 November 2023.
The 2023 share-based payments comprise the following:
(1) 36,666,667 shares in lieu of director fees and consulting services fees for the period 1 July 2022 to 31 December 2022. This share-based payment was approved by shareholders on 23 November 2022.
(2) 28,353,967 shares in lieu of accounting service fees for the period 1 May 2022 to 31 December 2022. This share-based payment was approved by shareholders on 23 November 2022.

*Dual Mandate Investments Pty Ltd **
(1) The 2023 share-based payment comprises 20,000,000 shares as settlement of consultancy services in relation to 3D printing initiatives and business development, 10,000,000 issued on 28/7/2022 and 10,000,000 issued on 1/9/2022. This share-based payment was approved by shareholders on 23 November 2022.

The issue of share capital has been measured with reference to the fair-value of the equity instruments as the fair value of the services received could not be determined. The fair value has been determined to be the closing share price at the date of issue.

	Consolidated	
	2024	2023
	$	$
Note 15. Reserves		
Share option reserve	-	88,831
Performance share reserve	355,871	355,871
	355,871	444,702

The share option reserve is used to recognise the fair value of options issued for transaction facilitation.
The performance share reserve is used to recognise the cost of performance shares issued to employees and other parties.

During the financial year ended 30 June 2022, 80,000,000 broker options and 200,000,000 performance rights were issued. The options expired on 28 February 2024. As at 30 June 2024, the Company's performance rights were outstanding.

Performance rights

Grant date	Expiry date	Vesting conditions	Number	Value $/share	$
28-Feb-22	28-Feb-37	*Note a*	6,666,667	0.0534	355,871
			6,666,667		355,871

Note a
The performance rights will vest in tranches, subject to the eligible Directors' achievements of certain performance hurdles, as well as their continuing directorship at the time of the relevant performance hurdle being met. The performance hurdles relate to the growth of the Company, measured by reference to the Company's market capitalisation. The vesting date is the date that a particular performance hurdle has been satisfied.

Movement in Performance Shares	2024 Number	2023 Number	2024 $	2023 $
Balance as at 1 July	200,000,000	200,000,000	355,871	355,871
Issued	-	-	-	-
Share consolidation	(193,333,333)	-	-	-
Lapsed unvested	-	-	-	-
Balance as at 30 June	6,666,667	200,000,000	355,871	355,871

Note 15. Reserve (continued)

Share options

Grant date	Expiry date	Strike price	Fair value	2024 Number	2023 Number (restated)
28-Feb-22	28-Feb-24	$0.002	$0.01	-	80,000,000
				-	80,000,000

Movement in options reserve	2024 Number	2023 Number	2024 $	2023 $
Balance at 1 July	80,000,000	80,000,000	88,831	88,831
Issued	-	-	-	-
Share consolidation	(77,333,333)			
Lapsed unvested	(2,666,667)	-	(88,831)	-
Balance as at 30 June	-	80,000,000	-	88,831

Note 16. Financial instruments

Financial risk management objectives

The consolidated entity's activities expose it to a variety of financial risks: market risk (including foreign currency risk, price risk and interest rate risk), credit risk, and liquidity risk. The consolidated entity's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the consolidated entity. The consolidated entity uses different methods to measure different types of risk to which it is exposed. These methods include sensitivity analysis in the case of interest rate, foreign exchange and other price risks, and ageing analysis for credit risk.

Risk management is directed by the Board of Directors ('the Board'). This direction includes identification and analyses of the risk exposure of the consolidated entity and appropriate procedures, controls and risk limits.

Note 16. Financial instruments (continued)

Market risk

Foreign currency risk

The consolidated entity undertakes certain transactions denominated in foreign currency and is exposed to foreign currency risk through foreign exchange rate fluctuations.

In order to protect against exchange rate movements, the consolidated entity has a policy of using appropriate hedging instruments when deemed necessary to mitigate foreign currency risk.

The carrying amount of the consolidated entity's foreign currency denominated financial assets and financial liabilities at the reporting date were as follows:

Liabilities	**2024**	**2023**
US dollars	21,000	31,612
Euros	94,210	154,531
	115,210	186,143

Price risk

The consolidated entity is not exposed to any significant price risk.

Interest rate risk

The consolidated entity is not exposed to any significant interest risk.
Interest rate risk is the risk that the value of a financial instrument or the cash flows associated with the instrument

Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to

Liquidity risk

Liquidity risk management requires the consolidated entity to maintain sufficient liquid assets and available borrowing facilities to be able to pay debts as and when they become due and payable.

The consolidated entity manages liquidity risk by maintaining adequate cash reserves and drawing on borrowing facilities to match forecast cash flows.

On 20 December 2022, 333D Limited secured two line of credit facilities totalling $150,000 from the following Director-related entities; Saki Partners (Services) Pty Ltd ($50,000); and Conidico Superannuation Pty Ltd ($100,000). The interest rate on drawn funds is 12% p.a. As at 30 June 2024, neither facility had been drawn down.

Note 16. Financial instruments (continued)

Remaining contractual maturities

	Consolidated			
	Average interest rate	**1 year or less**	**Between 1 and 2 years**	**Total**
	%	**$**	**$**	**$**
Consolidated 2024				
Trade and other payables	-	512,841	-	512,841
Total		512,841	-	512,841
Consolidated 2023				
Trade and other payables	-	473,074	-	473,074
Total		473,074	-	473,074

	Consolidated	
	2024	**2023**
	$	**$**
Note 17. Parent entity information		
Set out below is the supplementary financial information of the parent entity, 333D Limited:		
Statement of profit or loss and other comprehensive income		
Loss after income tax	522,136	586,132
Total comprehensive loss	522,136	586,132
Statement of financial position		
Total current assets	12,440	25,366
Total assets	1,763,368	1,874,797
Total current liabilities	261,871	245,191
Total liabilities	261,871	245,191
Equity		
Issued capital	15,179,442	14,785,444
Reserves	575,464	575,464
Accumulated losses	(14,253,439)	(13,731,302)
Total equity	1,501,467	1,629,606

Contingent liabilities

The parent entity had no contingent liabilities as at 30 June 2024 and 30 June 2023.

Accounting policies

The accounting policies of the parent entity are consistent with those of the consolidated entity, as disclosed, except for the following:

- Investments in associates are accounted for at cost, less any impairment, in the parent entity.

Note 18. Interests in subsidiaries

The consolidated financial statements incorporate the assets, liabilities and results of the following wholly-owned subsidiaries in accordance with the accounting policy described in note 1:

	Ownership interest	
	2024	**2023**
	%	**%**
333D Holdings Pty Ltd	100%	100%

All entities listed above are incorporated in Australia.

Note 19. Key management personnel and related party disclosures

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

	Consolidated	
	2024	**2023**
	$	**$**
Short-term benefits	300,000	300,000
	300,000	300,000

Note a
During the 2024 financial year, the Company issued 110,000,000 shares to each of John Conidi and Dr. Nigel Finch and 100,000,000 shares to Dr. Richard Petty in lieu of accrued director's fees in the 2024 financial year. As per note 14, 57,529,450 shares were issued in lieu of consulting fees provided by Saki Partners (a director-related entity of Dr Nigel Finch). 11,000,000 shares owing to Mr John Conidi and 5,500,000 shares owing to Dr Nigel Finch for establishment fees in relation to the debt facility was settled in issued capital.
During the 2023 financial year, the Company issued 36,666,667 shares to John Conidi and 33,333,334 shares to Dr. Richard Petty and 36,666,667 shares to Dr. Nigel Finch in lieu of accrued director's fees in the 2023 financial year. As per note 15, 28,353,967 shares were issued in lieu of consulting fees provided by Saki Partners (a director-related entity of Dr Nigel Finch).

	2024	**2023**
Transactions with related parties	**$**	**$**
The following transactions occurred with related parties:		
Receipts from sales of services		
Receipts from Next Healthcare (director-related entity of John Conidi)	159,034	-
Payment for good and services		
Payment for advisory services from Alt Partners (director-related entity of John Conidi)	-	15,000
Payment for accounting, business services and line of credit facility fee from Saki Partners (director-related entity of Dr. Nigel Finch)	65,772	51,783
Current payables		
Trade payables to Saki Partners (director-related entity of Dr. Nigel Finch)	-	165
Accrued expenses to Saki Partners (director-related entity of Dr Nigel Finch)	182,349	9,251
Accrued expenses to Conidico Superannuation Fund (director-related entity of John Conidi)	-	10,000

Loans to/from related parties

Refer to Note 16 for details over unused related party credit facilities.

Terms and conditions
All transactions were made on normal commercial terms and conditions and at market rates.

Note 20. Remuneration of auditors

During the financial year the following fees were paid or payable for services provided by RSM Australia Partners, the auditor of the company:

	Consolidated	
	2024 $	2023 $
Audit and review of the financial statements	35,300	35,050

Note 21. Contingent liabilities

The consolidated entity had not contingent liability as at 30 June 2024 and 30 June 2023.

Note 22. Commitments

The consolidated entity did not have operating lease commitments at balance sheet date (2023: nil).

Note 23. Earnings per share

	Consolidated	
	2024 $	2023 $
Loss after income tax attributable to the owners of 333D Limited	(506,606)	(724,966)
	2024 Number	**2023 Number**
Weighted average number of ordinary shares used in calculating earnings per share	113,667,272	3,132,500,773
	Cents	**Cents**
Basic earnings per share	(0.45)	(0.02)
Diluted earnings per share	(0.45)	(0.02)

Basic earnings per share and diluted earnings per share

Basic earnings per share is calculated by dividing the profit attributable to the owners of 333D Limited, by the weighted average number of ordinary shares outstanding during the financial year.
Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

Note 24. Cash flow reconciliation

	Consolidated	
	2024 $	2023 $
Loss after income tax for the year	(506,606)	(724,966)
Adjusted for non-cash items:		
Profit from disposal of subsidiary	-	(40,861)
Unrealised foreign exchange differences	(3,304)	13,595
Share-based payments and operational expenditure extinguished by issuing shares	394,029	232,531
Changes in assets and liabilities, net of movements arising from share-based payments:		
(Increase)/decrease in trade and other receivables	13,985	(8,807)
(Increase)/decrease in other assets	(9,836)	10,356
Increase/(decrease) in trade and other payables	43,071	159,340
Increase/(decrease) in employee benefits	8,200	8,126
Net cash flow from operating activities	(60,461)	(350,685)

Note 25. Events after the reporting date

No other matter or circumstance has arisen since 30 June 2024 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

Consolidated Entity Disclosure Statement

Name of entity	Type of entity	Place formed or incorporated	Percentage of share capital held	Tax residency
333D Holdings Pty Ltd	Body corporate	Australia	100%	Australia*

* 333D Limited (the 'head entity') and its wholly-owned Australian subsidiaries have formed an income tax consolidated group under the tax consolidation regime.

On behalf of the directors.

John Conidi
Executive Chairman
29 August 2024
Melbourne

In the directors' opinion:

a) the attached financial statements and notes comply with the *Corporations Act 2001* , the Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements;

b) the attached financial statements and notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in Note 1 to the financial statements;

c) the attached financial statements and notes give a true and fair view of the consolidated entity's financial position as at 30 June 2024 and of its performance for the financial year ended on that date; and

d) there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable

e) the information disclosed in the attached consolidated entity disclosure statement is true and correct.

The directors have been given the declarations required by section 295A of the *Corporations Act 2001.*

Signed in accordance with a resolution of directors made pursuant to section 295(5)(a) of the *Corporations Act 2001* .

On behalf of the directors.

John Conidi
Executive Chairman
29 August 2024
Melbourne

RSM Australia Partners

Level 21, 55 Collins Street Melbourne VIC 3000
PO Box 248 Collins Street West VIC 8007

T +61 (0) 3 9286 8000
F +61 (0) 3 9286 8199

www.rsm.com.au

INDEPENDENT AUDITOR'S REPORT

To the Members of 333D Limited

Opinion

We have audited the financial report of 333D Limited (the Company) and its subsidiaries (the Consolidated entity), which comprises the consolidated statement of financial position as at 30 June 2024, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information, the consolidated entity disclosure statement and the directors' declaration.

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

(i) giving a true and fair view of the Consolidated entity's financial position as at 30 June 2024 and of its financial performance for the year then ended; and

(ii) complying with Australian Accounting Standards and the Corporations Regulations 2001.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Consolidated entity in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

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

Material Uncertainty Related to Going Concern

We draw attention to Note 3 in the financial report, which indicates that the Consolidated entity recorded a loss after income tax of $506,606 and had net cash outflows from operating activities amounting to $60,460 for the year ended 30 June 2024. As at that date, the Consolidated entity had net liabilities of $529,171 and net current liability of 521,248. As stated in Note 3, these events and conditions, along with other matters as set forth in Note 3, indicate that a material uncertainty exists that may cast significant doubt on the Consolidated entity's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. Other than the matter described in the Material Uncertainty Related to Going Concern section, there were no key audit matters identified in the course of our audit.

Other Information

The directors are responsible for the other information. The other information comprises the information included in the consolidated entity's annual report for the year ended 30 June 2024; but does not include the financial report and the auditor's report thereon.

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

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

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

Responsibilities of the Directors for the Financial Report

The directors of the Company are responsible for the preparation of:

a. the financial report (other than the consolidated entity disclosure statement) that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001*; and

b. the consolidated entity disclosure statement that is true and correct in accordance with the *Corporations Act 2001*, and

for such internal control as the directors determine is necessary to enable the preparation of:

i. the financial report (other than the consolidated entity disclosure statement) that gives a true and fair view and is free from material misstatement, whether due to fraud or error; and

ii. the consolidated entity disclosure statement that is true and correct and is free of misstatement, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the Financial Report

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

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at: https://www.auasb.gov.au/admin/file/content102/c3/ar2_2020.pdf This description forms part of our auditor's report.

Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in page 3 to 6 of the directors' report for the year ended 30 June 2024.

In our opinion, the Remuneration Report of 333D Limited, for the year ended 30 June 2024, complies with section 300A of the *Corporations Act 2001*.

Responsibilities

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

RSM

RSM AUSTRALIA PARTNERS

A Whittingham

A L WHITTINGHAM
Partner

29 August 2024

Melbourne, Victoria

The shareholder information set out below was applicable as at 30 June 2024.

Distribution of equitable securities

Analysis of equitable security holders by size of holding.

	Number of holders	Number of shares
1 to 1,000 ordinary shares	431	101,644
1,001 to 5,000 ordinary shares	278	818,827
5,001 to 10,000 ordinary shares	137	1,025,118
10,001 to 100,000 ordinary shares	284	9,284,041
100,001 ordinary shares and over	76	108,215,305
	1,206	119,444,935
Holding less than a marketable parcel of ordinary shares	346	

Equity security holders

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

	Ordinary shares	
	Number held	% of shares on issue
DIZZY HOGAN PTY LTD	19,542,650	16.36%
SAKI PARTNERS (SERVICES)	16,365,349	13.70%
LAX CONSULTING PTE LTD	16,142,472	13.51%
EVER WISE VENTURES LIMITED	10,585,185	8.86%
MS CHUNYAN NIU	5,555,556	4.65%
MR STUART ANDREW SPITERI &	5,000,000	4.19%
CERVIA CAPITAL PTY LTD	2,636,805	2.21%
PERCO GROUP PTY LTD	2,409,272	2.02%
BAKER 4 PTY LTD	1,966,667	1.65%
DUAL MANDATE INVESTMENTS	1,666,667	1.40%
SEVENTH AVENUE INVESTMENTS PTY	1,504,570	1.26%
TY WEBB PTY LTD	1,503,379	1.26%
WINS ASSET MANAGEMENT PTY LTD	1,500,000	1.26%
DIZZY HOGAN PTY LTD	1,466,640	1.23%
MR NICOLA CONIDI &	1,453,594	1.22%
R J & A INVESTMENTS PTY LTD	1,354,153	1.13%
GIANT SWAN PTY LTD	1,333,333	1.12%
VIDOG CAPITAL PTY LTD	1,111,111	0.93%
FINCH FAMILY OFFICE PTY LTD	833,333	0.70%
MERRILL LYNCH (AUSTRALIA)	770,711	0.65%
	94,701,447	79.28%

Substantial holders

Substantial holders in the Company are set out below:

	Ordinary shares	
	Number held	% of shares on issue
John Conidi	21,422,623	17.94%
LAX Consulting Pte Ltd	16,142,472	13.51%
Dr Nigel Finch	17,241,836	14.43%
Dr Richard Petty	10,585,185	8.86%
Michael John Catanzariti	6,492,586	5.44%
Chuyan Niu	5,555,556	4.65%

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

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

There are no other classes of equity securities.