



Tritium DCFC Limited  
ABN 85 650 026 314

# Condensed Consolidated Financial Statements

For the Half-year ended 31 December 2022

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This Condensed consolidated interim financial statements covers the consolidated entity consisting of Tritium DCFC Limited and its controlled entities (the "Group"). The condensed consolidated interim financial statements is presented in United States Dollars.

The registered office and principal place of business is:  
Tritium DCFC Limited  
48 Miller Street  
Murarrie Queensland 4172

# Directors' Report

The Directors present their report, together with the interim financial statements, on the consolidated entity (referred to hereafter as the "consolidated entity") consisting of Tritium DCFC Limited (referred to hereafter as the "Tritium DCFC", "Company" or "parent entity") and the entities it controlled (together referred to hereafter as the "Group") at the end of, or during, the half-year ended 31 December 2022.

## Directors

The names and details of the directors of Tritium during the half-year and up to the date of this report are set out below. Directors were in office for the entire period unless otherwise stated:

**Robert Tichio** (Chairman of the Board, non-executive director)

**Trevor St Baker** (non-executive director)

**Kenneth Braithwaite** (non-executive director)

**Edward Hightower** (non – executive director)

**Adam Walker** (non – executive director) (appointed 3 July 2022)

**David Finn** (non-executive director) (appointed 1 November 2022) (executive director up to 31 October 2022)

**Jane Hunter** (Managing Director)

## Review of operations and operating results.

The loss of the consolidated entity after providing for income tax amounts to \$54.7 million (2021: \$67.9 million).

The Directors are pleased with the considerable progress that has been made over the past six months.

During the six months to 31 December 2022, the subsidiaries of Tritium DCFC continued to expand within their major markets of the US and Europe as worldwide revenues grew by 27.5% compared to six months of 31 December 2021. Growth has been underpinned by the supply of an IONITY order received in July 2021, and further by materially large contracts awarded during the period from Enel X, EV Charging Solutions, Shell UK, and BP.

### Revenue

Revenue increased by \$15.7 million, or 27.5%, from \$56.9 million during the six months ended 31 December 2021, to \$72.6 million during the six months ended 31 December 2022, primarily attributable to an increase in hardware revenue of \$13.6 million

#### Hardware Revenue

Hardware revenue consists of revenue generated from the sale of EV chargers. We have three major product lines: Stand Alone Chargers, Distributed Chargers and Other. Total hardware revenue (external and related party) increased by \$13.6 million, or 24.9%, from \$54.6 million during six months ended 31 December 2021, to \$68.2 million during six months ended 31 December 2022 due to volume.

The number of Stand Alone Chargers sold increased by 660 or 47.7%, from 1,383 during six months ended 31 December 2021, to 2,043 during six months ended 31 December 2022. The average selling price of Stand Alone Chargers decreased by \$3,103 or 11.8%, from \$26,390 per unit during six months ended 31 December 2021, to \$23,387 per unit during six months ended 31 December 2022. The decrease was due to a higher volume of lower powered versions which sell at a lower price..

A Distributed Charger site is based on a two-user unit configuration. Sales of Distributed Chargers increased by 67 sites, or 51.9%, from 129 sites for the six months ended 31 December 2021 to 196 sites during the six months ended 31 December 2022. This increase was due to higher market demand for high powered Distributed Chargers in 2022. The average selling price of Distributed Chargers decreased by \$43,538, or 31.7%, from \$137,456 per site during six months ended 31 December 2021, to \$93,918 per site during six months ended 31 December 2022. This was primarily attributable to a change in the mix of configurations, with more smaller sites being sold in the recent period..

#### Service and Maintenance Revenue

Service and maintenance revenue increased by \$2.0 million, or 83.3%, from \$2.4 million during six months ended 31 December 2021, to \$4.4 million during six months ended 31 December 2022, primarily derived from an increase of post warranty units in the field.

### Cost of Goods Sold

Cost of goods sold increased by \$26.2 million, or 49.1%, from \$53.5 million during six months ended 31 December 2021, to \$79.7 million during six months ended 31 December 2022, primarily attributable to an increase in production volume of chargers.

#### Hardware—Cost of Goods Sold

Hardware—cost of goods sold increased by \$26.4 million, or 51.3%, from \$51.5 million during six months ended 31 December 2021, to \$77.9 million during six months ended 31 December 2022, primarily attributable to an overall increase in volume of chargers sold . The average cost of Stand Alone Charger products increased by \$1,463 per unit, or 5.9%, from \$24,608 per unit during six months ended 31 December 2021, to \$26,071 per unit during six months ended 31 December 2022. This increase is due to inflation across several key components and semiconductors. The average cost of Distributed Chargers decreased by \$22,936 per site, or 17.1%, from \$133,798 per

site during six months ended 31 December 2021, to \$110,862 per site during six months ended 31 December 2022. This decrease is due to a higher mix of small sites being sold which reduces the components needed per site. .

#### *Service and Maintenance—Cost of Goods Sold*

Service and maintenance—cost of goods sold decreased by \$0.2 million, or 9.8%, from \$2.0 million during six months ended 31 December 2021, to \$1.8 million during six months ended 31 December 2022. The decrease was attributable to lower costs being incurred in the service department.

#### **Foreign Exchange Gain/(Loss)**

Foreign exchange gain/(loss) expense decreased by \$0.05 million, or 32.9%, from \$0.15 million during six months ended 31 December 2021, to \$0.10 million during six months ended 31 December 2022, primarily attributable to foreign exchange fluctuations and the volume of transactions denoted in foreign currency.

#### **Finance Costs**

Finance costs increased by \$4.1 million, or 34.2%, from \$11.8 million during six months ended 31 December 2021, to \$15.9 million during six months ended 31 December 2022. This increase is primarily attributable to other finance costs which represented an increase of \$2.5 million from \$0.7 million for the six months ended 31 December 2021 to \$3.2 million for the six months ended 31 December 2022. This increase was attributable to the payment of the prepayment fee of \$2.25 million on the CIGNA Refinance Loan 2021 and transaction costs of \$0.8 million associated with the B. Riley facility. The increase is also attributable to interest expense incurred in connection with the CIGNA Refinance Loan 2021 and CIGNA Refinance Loan 2022 as a result of an increased principal amount, from \$10.9 million for the six months ended 31 December 2021 to \$12.2 million for the six months ended 31 December 2022.

#### **Fair value movements - warrants and derivative**

Losses on fair value movements - warrants and derivative decreased by \$15.9 million, from a loss of \$6.3 million during the six months ended 31 December 2021, to gain of \$9.6 million during the six months ended 31 December 2022, primarily attributable to the change in value of the warrant liabilities of \$9.6 million.

#### **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 Director's Report.

#### **Rounding**

The amounts contained in the financial report have been rounded to the nearest \$1,000 (where rounding is applicable) where noted (\$000) under the option available to the Company under ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191. The Company is an entity to which this legislative instrument applies.

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



Robert Tichio  
Director

Brisbane  
9<sup>th</sup> day of March 2023

# Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the half year ended 31 December 2022

	Note	Six months to 31 December 2022 US\$'000	Six months to 31 December 2021 US\$'000
Revenue from contracts with customers	4	72,644	56,991
Cost of sales of goods and services		(79,689)	(53,457)
<b>Gross loss</b>		<b>(7,045)</b>	<b>3,534</b>
Selling, general and administration expense	5	(34,438)	(44,549)
Product development expense		(3,725)	(3,581)
Depreciation and amortisation expense		(3,598)	(4,933)
Foreign currency (gain)/loss		102	152
Total operating costs and expenses		(41,659)	(52,911)
<b>Loss from operations</b>		<b>(48,704)</b>	<b>(49,377)</b>
<b>Other income (expense), net:</b>			
Other income		87	134
Finance costs	6	(15,704)	(11,815)
Fair value movements – warrants and derivative		9,607	(6,282)
Transaction and offering related fees		-	(640)
Total other income (expense)		(6,010)	(18,603)
<b>Loss before income tax expense</b>		<b>(54,714)</b>	<b>(67,980)</b>
Income tax expense	7	-	-
<b>Loss after income tax expense for the year</b>		<b>(54,714)</b>	<b>(67,980)</b>
Loss per share:			
Basic and diluted – ordinary shares		(0.36)	(0.63)
Basic and diluted – class C shares			(0.63)
<b>Other comprehensive income</b>			
<i>Items that may be reclassified subsequently to profit or loss</i>			
Exchange differences on translation of foreign operations		(194)	2,278
<b>Total comprehensive loss for the year</b>		<b>(54,908)</b>	<b>(65,702)</b>

The accompanying notes are an integral part of these condensed consolidated interim financial statements.

# Condensed Consolidated Statement of Financial Position

As at 31 December 2022

	Note	31 December 2022 US\$'000	30 June 2022 US\$'000
<b>Assets</b>			
<b>Current assets</b>			
Cash and cash equivalents		68,551	70,753
Trade and other receivables	8	59,400	30,557
Inventories	9	106,858	55,706
Prepayments		2,665	4,873
Other financial assets	10	25,586	15,675
<i>Total current assets</i>		263,060	177,564
<b>Non-current assets</b>			
Property, plant and equipment		15,031	11,151
Intangibles		9,489	8,053
Right of use assets		21,375	23,552
Other financial assets		-	-
<i>Total non-current assets</i>		45,895	42,756
<b>Total Assets</b>		<b>308,955</b>	<b>220,320</b>
<b>Liabilities</b>			
<b>Current liabilities</b>			
Trade and other payables	11	102,328	75,672
Borrowings	12	20,565	74
Employee benefits		2,692	2,653
Other provisions		2,396	1,604
Contract liabilities	16	70,175	37,884
Lease liabilities		3,163	3,264
Warrant Liability	13	10,050	12,340
<i>Total current liabilities</i>		211,369	133,491
<b>Non-current liabilities</b>			
Borrowings	12	144,861	88,269
Employee benefits		295	217
Other provisions		3,069	2,652
Contract liabilities	16	2,776	2,231
Lease liabilities		22,750	24,726
<i>Total non-current liabilities</i>		173,751	118,095
<b>Total Liabilities</b>		<b>385,120</b>	<b>251,586</b>
<b>Net assets/(liabilities)</b>		<b>(76,165)</b>	<b>(31,266)</b>
<b>Equity</b>			
Issued capital	17	408,346	397,835
Reserves		23,159	23,855
Accumulated losses		(507,670)	(452,956)
<b>Total Equity</b>		<b>(76,165)</b>	<b>(31,266)</b>

The accompanying notes are an integral part of these condensed consolidated interim financial statements.

## Condensed Consolidated Statement of Changes in Equity

For the half year ended 31 December 2021

	Note	Ordinary Shares	"C" Class Shares	Note Reserves	Translations Reserve	Option Reserve	Warrant Fair Value Reserve	Distribution Reserve	Accumulated losses	Total Equity
		US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000
<b>Balance at 1 July 2021</b>		92,809	4,383	338	(3,396)	5,263	-	-	(155,712)	(56,315)
Net loss		-	-	-	-	-	-	-	(67,981)	(67,981)
Other comprehensive income for the period, net of tax		-	-	-	2,278	-	-	-	-	2,278
Share-based payment compensation		-	-	-	-	5,934	-	-	-	5,934
Distribution reserve		-	-	-	-	(6,932)	-	-	-	(6,932)
Equity issuance cost		-	-	-	-	-	-	-	-	-
<b>Balance at 31 December 2021</b>		92,809	4,383	338	(1,118)	4,265	-	-	(223,693)	(123,016)

For the half year ended 31 December 2022

	Note	Ordinary Shares	"C" Class Shares	Note Reserves	Translations Reserve	Option Reserve	Warrant Fair Value Reserve	Distribution Reserve	Accumulated losses	Total Equity
		US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000
<b>Balance at 1 July 2022</b>		397,835	-	338	4,645	20,838	4,850	(6,816)	(452,956)	(31,266)
Net loss		-	-	-	-	-	-	-	(54,714)	(54,714)
Other comprehensive loss for the period, net of tax		-	-	-	(194)	-	-	-	-	(194)
Issuance of Tritium DCFC Common Stock related to the Shadow Equity Plan		3,262	-	-	-	(3,262)	-	-	-	-
Issuance of Tritium DCFC ordinary shares related to related to the 1% share		3,389	-	-	-	(3,389)	-	-	-	-
Issuance of Tritium DCFC ordinary shares related to related to the LTIP		97	-	-	-	(97)	-	-	-	-
Issuance of Tritium DCFC ordinary shares related to related to B. Riley purchase agreement		741	-	-	-	-	-	-	-	741
Exercise of warrants		3,022	-	-	-	-	5	-	-	3,027
Share-based compensation (1% share allocation)		-	-	-	-	3,521	-	-	-	3,521
Share-based compensation (LFSP Share repayments)		-	-	-	-	806	-	-	-	806
Share-based compensation (STIP)		-	-	-	-	491	-	-	-	491
Share-based compensation (LTIP)		-	-	-	-	1,423	-	-	-	1,423
<b>Balance at 31 December 2022</b>		408,346	-	338	4,451	20,331	4,855	(6,816)	(507,670)	(76,165)

The accompanying notes are an integral part of these condensed consolidated interim financial statements.

# Condensed Consolidated Statement of Cash Flows

For the half year ended 31 December 2022

	Six months to 31 December 2022 US\$'000	Six months to 31 December 2021 US\$'000
<b>Cash flows from operating activities</b>		
Receipts from customer (inclusive of GST)	76,677	21,516
Payments to suppliers and employees (inclusive of GST)	(146,281)	(40,283)
Interest received	47	51
Interest paid	(5,533)	(696)
Net cash used in operating activities	<u>(75,090)</u>	<u>(19,412)</u>
<b>Cash flows from investing activities</b>		
Payments for property, plant and equipment	(4,944)	(2,576)
Payment of assets in development, net of cash incentives	(3,173)	(2,939)
Net cash used in investing activities	<u>(8,117)</u>	<u>(5,515)</u>
<b>Cash flows from financing activities</b>		
Proceeds from borrowings – external parties	150,000	29,239
Proceeds from borrowings – related parties	30,000	-
Repayment of borrowings - external parties	(95,205)	(594)
Repayment of borrowings - related parties	(45)	-
Repayment of principal portion of lease liabilities	(1,279)	(1,642)
Net proceeds from convertible equity	-	73
Transaction costs for borrowings	(5,841)	-
Net cash provided by financing activities	<u>77,630</u>	<u>27,076</u>
Net increase (decrease) in cash and cash equivalents	(5,577)	2,149
Cash and cash equivalents as at 1 July	70,753	6,157
Effects of exchange rate changes on cash and cash equivalents	3,375	(4)
Cash and cash equivalents at the end of the reporting period	<u>68,551</u>	<u>8,302</u>

The accompanying notes are an integral part of these condensed consolidated interim financial statements.





## 1. GENERAL INFORMATION

### Description of Business and General information

The condensed consolidated interim financial statements cover Tritium DCFC Limited (“Tritium DCFC” or the “Group”) as a consolidated entity consisting of Decarbonization Plus Acquisition Corporation II (“DCRN”) and Tritium Holdings Pty Ltd ( “Tritium Holdings”) and the entities it controlled at the end of, or during, the half-year. The condensed consolidated interim financial statements are presented in United States Dollars (“USD”), which is Tritium DCFC’s presentation currency.

Tritium DCFC is a publicly traded entity, listed on the Nasdaq, and domiciled in Australia. Its registered office and principal place of business are:

Registered office	Principal place of business
Tritium DCFC Limited 48 Miller St Murarrie Queensland 4172	Tritium DCFC Limited 31 Archimedes Place Murarrie Queensland 4172

A description of the nature of the consolidated entity’s operations and its principal activities are included in the directors’ report, which is not part of the condensed consolidated interim financial statements.

The condensed consolidated interim financial statements were authorised for issue, in accordance with a resolution of directors, on 9 March 2023. The directors have the power to amend and reissue the financial statements.

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

### Basis of preparation

The condensed consolidated interim financial statements for the six months ended 31 December 2022 have been prepared in accordance with AASB 134 Interim Financial Reporting.

The condensed consolidated interim financial statements do not include all the information and disclosures required in the annual financial statements and should be read in conjunction with the Group’s annual consolidated financial statements as at 30 June 2022.

The results for interim periods are not necessarily indicative of results that may be expected for any other interim period or for the full year. Reference should be made to the financial statements contained in our Annual Report for the year ended 30 June 2022.

### Description of Business and General information

On 25 May 2021, Tritium DCFC Limited (“Tritium DCFC”) entered into a Business Combination agreement (the “Business Combination Agreement” or “BCA”) with Tritium Holdings Pty Ltd (“Tritium Holdings”) and Decarbonization Plus Acquisition Corporation II (“DCRN”). On 13 January 2022 (the “Closing Date”), the BCA was consummated and Tritium Holdings and DCRN became wholly owned subsidiaries of Tritium DCFC (the “Business Combination”).

#### Principles of consolidation

The Business Combination has been accounted for as a continuation of the financial statements of Tritium Holdings, in accordance with Australian Accounting Standards. Under this method of accounting, Tritium DCFC and DCRN have been treated as the “acquired” companies for financial reporting purposes. For accounting purposes, Tritium Holdings has been deemed to be the accounting acquirer in the transaction and, consequently, the transaction has been treated as a recapitalization of Tritium Holdings (i.e., a capital transaction involving the issuance of shares by Tritium Holdings for the net assets of DCRN, accompanied by a recapitalization of Tritium Holdings). Consequently, Tritium Holdings has been deemed the accounting predecessor, meaning that Tritium Holdings’ consolidated assets, liabilities and results of operations have become the historical financial statements of the Group.

Additional details related to the accounting for the BCA have been disclosed in the consolidated financial statements of Tritium DCFC Limited for the year ending ended 30 June 2022.

#### Subsidiaries

Subsidiaries are all entities (including structured entities) over which the Company (being the parent entity of the Tritium DCFC Group) has control. All subsidiaries except for DCRN have a reporting year end of 30 June. DCRN has a reporting year end of 31 December.

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *CONTINUED*

We present our consolidated financial statements on the basis of our fiscal year ending 30 June. All references to years in these consolidated financial statements refer to the fiscal year ending or ended on 30 June of that year.

### *Presentation*

The condensed consolidated interim financial statements are presented in United States dollars which is the Group's reporting currency. All amounts disclosed in the condensed consolidated interim financial statements relate to the Group unless otherwise stated. The condensed consolidated interim financial statements have been prepared on the historical cost basis, except for derivative financial instruments, warrants and share-based compensation that have been measured at fair value.

### *a) Going concern basis*

In the opinion of management, these condensed consolidated interim financial statements reflect a fair statement of our results of operations and financial condition for the periods, and at the dates, presented.

The results for interim periods are not necessarily indicative of results that may be expected for any other interim period or for the full year. Reference should be made to the financial statements for the year ended 30 June 2022.

The Group incurred an operating loss after income tax of \$54.7 million (31 December 2021: \$67.9 million) and operating cash outflows of \$75.1 million (31 December 2021: \$19.4 million) for the half year ended 31 December 2022. As at 31 December 2022, the Group had a net liability position of \$76.2 million (30 June 2022: \$31.3 million) and net current assets of \$51.7 million (30 June 2022: \$44.1 million).

The Board approved cashflow forecasts for the Group indicate that the Group will continue to incur operating cash outflows for at least 12 months from the date of this report to fund its expansion strategy. In addition, as detailed in Note 12, the Group has external borrowing facilities that require the Group to maintain minimum liquidity reserve levels throughout the terms of arrangement. While management has been successful in securing a level of additional funding, it is likely that additional working capital will be required to fund operating cashflows. The Group is currently assessing funding options from various sources. As a result of the above conditions there is a material uncertainty that may cast significant doubt on the Group's ability to continue as a going concern and, therefore, that it may be unable to realise its assets and discharge its liabilities in the normal course of business.

In determining the Group's ability to continue as a going concern, management has considered the following:

- Demand for goods: The demand for products provided by the Group has increased significantly over the past 24 months and is forecast to continue. The Group had a sales backlog of \$159 million as at balance sheet date, which is expected to result in a significant increase in revenue for the calendar year ended 31 December 2023. The Group has invested heavily in its inventory balance to fulfil these sales orders, supporting an accelerated production ramp.
- Path to profitability: The Group's scale in 2023 through the investments already made is expected to enable improved gross margins for its products and the ability for it to fund its own working capital requirements in future periods. The group is expecting to turn EBITDA positive during the first half of calendar year 2024.
- Support from lenders and shareholders: The Group has demonstrated an ability to raise capital over a long period of time, stretching back to 2012, to fund R&D and operational expansion through loss making periods. St Baker group, Tritium's largest shareholder, has injected debt and equity on more than 10 separate occasions since 2013. During the current period, the Group was successful in raising \$180 million through three debt facilities. This has demonstrated the Group's continued relationships with debt lenders to provide the necessary capital to support increased production and cash flow requirements over the next 12 months.
- Customer wins: The Group continues to solidify its position as the #2 supplier of DC fast chargers in ANZ, US and Europe, and is expecting a significant increase in revenue this year based on strong sales backlog. With the investment in the Tennessee factory already made, Tritium is well-positioned to benefit from demand for Buy America-compliant EV fast chargers, driven by funding from the National Electric Vehicle Infrastructure ("NEVI") Formula Program and the Inflation Reduction Act.
- Regulatory or operational framework: No major changes to the Group's operational framework, including supplier management, customer mix, the Group's workforce, are expected for the foreseeable future.

In considering the circumstances above, the Directors believe the Group will be successful in the above matters as the Group and its ultimate parent have a strong history of being able to raise capital from debt and equity sources and accordingly, that the going concern basis of preparation is appropriate.

Should the Group be unable to continue as a going concern, it may be required to realise its assets and extinguish its liabilities other than in the ordinary course of business, and at amounts that differ from those stated in the financial statements. These condensed consolidated interim financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts or the amounts or classification of liabilities and appropriate disclosures that may be necessary should the Group be unable to continue as a going concern.

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *CONTINUED*

### ***b) New Accounting Standards and Interpretations adopted or not yet mandatory***

#### **New and amended standards and interpretations**

The accounting policies adopted in the preparation of the condensed consolidated interim financial statements are consistent with those followed in the preparation of the Group's annual consolidated financial statements for the year ended 30 June 2022, except for the adoption of new standards effective as of 1 July 2022 (as described below).

The Group applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after 1 July 2022 (unless otherwise stated). The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

#### *Onerous Contracts – Costs of Fulfilling a Contract – Amendments to AASB 137*

An onerous contract is a contract under which the unavoidable costs (i.e., the costs that the Group cannot avoid because it has the contract) of meeting the obligations under the contract exceed the economic benefits expected to be received under it.

The amendments specify that when assessing whether a contract is onerous or loss-making, an entity needs to include costs that relate directly to a contract to provide goods or services include both incremental costs (e.g., the costs of direct labour and materials) and an allocation of costs directly related to contract activities (e.g., depreciation of equipment used to fulfil the contract as well as costs of contract management and supervision). General and administrative costs do not relate directly to a contract and are excluded unless they are explicitly chargeable to the counterparty under the contract.

The amendments are effective for annual reporting periods beginning on or after 1 July 2022. The Group applied these amendments to contracts for which it has not yet fulfilled all its obligations at the beginning of the reporting period.

#### *Amendment to AASB 9, Fees in the '10 per cent' Test for Derecognition of Financial Liabilities*

The amendment clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf. There is no similar amendment proposed for AASB 139 Financial Instruments: Recognition and Measurement. The amendments are effective for annual reporting periods beginning on or after 1 January 2022, with earlier application permitted. These amendments had no impact on the condensed consolidated interim financial statements of the Group.

#### **New and amended standards and interpretations issued but not yet effective**

The new and amended standards and interpretations that are issued, but not yet effective, up to the date of issuance of the Group's financial statements are disclosed below. The Group intends to adopt these new and amended standards and interpretations, if applicable, when they become effective.

#### *Amendments to AASB 101: Classification of Liabilities as Current or non-current*

The AASB issued amendments to specify the requirements for classifying liabilities as current or non-current. The amendments clarify:

- What is meant by a right to defer settlement;
- That a right to defer must exist at the end of the reporting period;
- That classification is unaffected by the likelihood that an entity will exercise its deferral right;
- That only if an embedded derivative in a convertible liability is itself an equity instrument would the terms of a liability not impact its classification.

The amendments are effective for annual reporting periods beginning on or after 1 July 2023 and must be applied retrospectively. The Group is currently assessing the impact the amendments will have on current practice.

#### *Non-current Liabilities with Covenants - Amendments to AASB 101*

In January 2020, the IASB issued Classification of Liabilities as Current or Non-Current, amending AASB 101, Presentation of Financial Statements to improve the information provided about non-current liabilities with covenants. The proposed amendments address the classification, presentation and disclosure of liabilities for which an entity's right to defer settlement for at least 12 months is subject to compliance with conditions after the reporting period and are effective for annual reporting periods beginning on or after January 1, 2023, with earlier adoption permitted. The Group is currently assessing the impact the amendments will have on current practice.

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *CONTINUED*

### **New and amended standards and interpretations issued but not yet effective** continued

#### *Amendments to AASB 116 Leases: Lease Liability in a Sale and Leaseback*

In November 2020, the International Accounting Standards Board (IASB) published an Exposure Draft (ED) to propose an amendment to AASB 116 Leases related to the measurement of a lease liability in a sale and leaseback transaction with variable lease payments. In December 2020, the Australian Accounting Standards Board (AASB) also issued an ED that corresponds to the IASB's ED on this topic. The proposed amendment would specify the method a seller-lessee uses in initially measuring the right-of-use asset and liability arising in a sale and leaseback transaction with variable lease payments and how the seller-lessee subsequently measures that liability. The proposed amendment would require a seller-lessee to estimate the variable lease payments it expects to make over the lease term. This proposed amendment aims to provide better clarity for seller-lessees both at the date of transaction and subsequently to ensure consistent accounting for such transactions. The proposed amendment would not change the accounting for leases other than those arising in a sale and leaseback transaction. The amendments are effective for annual reporting periods beginning on or after 1 January 2024, with earlier application is permitted. The Group is currently assessing the impact the amendments will have on current practice. However, it is not expected to have a material impact.

#### *Definition of Accounting Estimates - Amendments to AASB 108*

Amendments to AASB 108 have been made in which it introduces a definition of 'accounting estimates'. The amendments clarify the distinction between changes in accounting estimates and changes in accounting policies and the correction of errors. They also clarify how entities use measurement techniques and inputs to develop accounting estimates.

The amendments are effective for annual reporting periods beginning on or after 1 July 2023 and apply to changes in accounting policies and changes in accounting estimates that occur on or after the start of that period. Earlier application is permitted as long as this fact is disclosed. The amendments are not expected to have a material impact on the Group's financial statements

#### *Disclosure of Accounting Policies - Amendments to AASB 101 and IFRS Practice Statement 2*

In February 2021, amendments to AASB 101 and IFRS Practice Statement 2 Making Materiality Judgements was issued, in which it provides guidance and examples to help entities apply materiality judgements to accounting policy disclosures. The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures. The amendments to AASB 101 are applicable for annual periods beginning on or after 1 July 2023 with earlier application permitted. Since the amendments to the Practice Statement 2 provide non-mandatory guidance on the application of the definition of material to accounting policy information, an effective date for these amendments is not necessary. The Group is currently revisiting their accounting policy information disclosures to ensure consistency with the amended requirements.

#### *Deferred Tax related to Assets and Liabilities arising from a Single Transaction - Amendments to AASB 112*

In May 2021, the Board issued amendments to AASB 112, which narrow the scope of the initial recognition exception under AASB 112, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences. The amendments should be applied to transactions that occur on or after the beginning of the earliest comparative period presented. In addition, at the beginning of the earliest comparative period presented, a deferred tax asset (provided that sufficient taxable profit is available) and a deferred tax liability should also be recognised for all deductible and taxable temporary differences associated with leases and decommissioning obligations. The amendments to AASB 112 are applicable for annual periods beginning on or after 1 January 2023 with earlier application permitted. The Group is currently assessing the impact of the amendments.

## 3. 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.

Significant items subject to such estimates and assumptions include but are not limited to: determining the lease term of contracts with renewal and termination options, discount rates, share-based compensation, estimation of the fair value of derivatives and warrants, estimation of useful lives of assets, impairment of assets, taxes, employee benefits provisions and warranty provision. Management bases its estimates on historical experience and on various other assumptions believed to be reasonable, the results of which form the basis for making judgments about the carrying values of assets and liabilities. Actual results could differ from those estimates due to risks and uncertainties and may be material.

### 3. CRITICAL ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS *CONTINUED*

#### *Revenue recognition - Bill and hold transactions*

In certain circumstances, the Group's customers may request the Group store products on the customer's behalf until the customer is ready to collect or have the goods delivered to their specified location. This may arise if customers are not ready to take delivery as a result, generally, of delays in their site construction and rollout or obtaining necessary customs clearances. In these situations, we have concluded that the transfer of control of these products to the customer occurs when the finished products are ready for delivery to the customer. In assessing the transfer of control in these "bill-and-hold" arrangements, we assess whether the Group has:

- billed the customers in full;
- made the products available for the customer, end of line testing of the product is completed and notification made of the completion of manufacture;
- identified the product physically and systematically as belonging to a specific customer and segregated in our warehouse; and
- the Group does not have the ability to direct the product to a different customer.

In assessing bill-and-hold arrangements, the Group is required to make a judgement on whether there is commercial substance to the customer's request and that the customer agrees that control has passed and the Group has the right to bill the customer.

### 4. REVENUE

	Six months to December 31, 2022 \$'000	Six months to December 31, 2021 \$'000
<i>Revenue from contracts with customers</i>		
Sale of product	68,167	54,581
Sale of service	4,477	2,410
Total revenue from contracts with customers	72,644	56,991

Sale of hardware reflects the revenues from the sale of electric vehicle chargers. Hardware revenue is broken down into the sale of Stand Alone, or Distributed Chargers, or other products provided to customers. This revenue is recognized at a point in time when the performance obligations per the terms of a contract are satisfied. Depending on specific contract terms, this may be at delivery or dispatch, or when bill and hold criteria are met.

Service and maintenance revenues can reflect either a point in time or an overtime obligation dependent on the services provided. The substantial portion of service and maintenance revenue is satisfied at a point in time, with the exception of Service Level Agreements which are recorded overtime. Details on the reportable segments have been referenced in Note 20, Segment information.

### 5. SELLING, GENERAL AND ADMINISTRATION EXPENSE

	Six months to December 31, 2022 \$'000	Six months to December 31, 2021 \$'000
Salaries, wages, and other employee benefits	(13,146)	(10,400)
Share-based payments	(5,435)	(28,912)
Professional fees	(6,731)	(1,584)
Insurance	(3,326)	(303)
IT and communications	(3,285)	(2,788)
Sales and marketing	(429)	(201)
Travel, meals, and accommodation expenses	(913)	(242)
Occupancy	(380)	34
Expected credit losses on trade receivables	(459)	133
Bad debt expenses	-	(2)
Other operating expenses	-	(57)
Other administration expenses	(334)	(227)
Total selling, general and administration expense	(34,438)	(44,549)

## 6. FINANCE COSTS

	Six months to December 31, 2022 \$'000	Six months to December 31, 2021 \$'000
Interest on debt and borrowings (Note 12)	(12,242)	(10,891)
Interest on lease liabilities	(233)	(234)
Other finance costs	(3,229)	(690)
Total finance costs	(15,704)	(11,815)

## 7. INCOME TAX EXPENSE

There is no provision for income taxes because the Group has historically incurred operating losses and has not recorded any deferred tax assets for losses as their recoverability is not certain.

A reconciliation of the statutory income tax rate to the Group's effective income tax rate is as follows:

	Six months to December 31, 2022 \$'000	Six months to December 31, 2021 \$'000
Loss before income tax expense	(54,713)	(68,099)
Tax at the statutory tax rate of 30%	(16,414)	(20,430)
Tax effect amounts which are not deductible/(taxable) in calculating taxable income:		
Foreign tax rate differential	1,081	484
Non-deductible items	1,968	6,625
Impact of foreign exchange rates	(129)	-
Current year tax losses and temporary difference not brought to account	13,494	13,321
Effective income tax expense	0	0

## 8. ACCOUNTS RECEIVABLE, NET OF ALLOWANCE FOR EXPECTED CREDIT LOSSES

	December 31, 2022 \$'000	30 June 2022 US\$'000
Trade receivables	57,860	28,575
Less: allowance for expected credit losses	(743)	(275)
GST/VAT receivables	650	1,150
Other receivables	1,633	1,107
Total and other receivables	59,400	30,557

	Expected credit loss rate		Carrying amount		Allowance for expected credit losses	
	2022	2021	2022	2021	2022	2021
	%	%	US\$'000	US\$'000	US\$'000	US\$'000
Less than 30 days past due	-	-	46,980	16,337		
30 to 60 days past due	-	-	3,406	1,674		
61 to 90 days past due	-	-	468	710		
Greater than 90 days past due	10.6	2.8	7,007	9,854	(743)	(275)
			57,860	28,575	(743)	(275)

## 9. INVENTORY

	31 December 2022	30 June 2022
	US\$'000	US\$'000
Raw materials and consumables	94,835	45,337
Work in progress	5,769	4,561
Finished goods	5,673	3,457
Stock in transit	1,275	2,845
Inventory obsolescence provision	(694)	(494)
Total Inventories	106,858	55,706

Inventory has been recorded at the lower of cost or net realisable value. A total of \$0.7 million is released in inventory obsolescence provisions at 31 December 2022 (\$0.5 million as at 30 June 2022).

## 10. OTHER FINANCIAL ASSETS

	31 December 2022	30 June 2022
	US\$'000	US\$'000
<i>Current assets</i>		
Term deposits held against bank guarantees	3,705	3,796
Supplier deposits	21,881	11,879
Total other financial assets (current)	25,586	15,675

Supplier deposits are funds paid by the Group to suppliers for manufacturing and prepayments for services or utilities to be provided and invoiced later by the supplier.

## 11. TRADE AND OTHER PAYABLES

	31 December 2022	30 June 2022
	US\$'000	US\$'000
Trade and other payables	76,833	47,171
Insurance and other liabilities	742	1,769
Accrued expenses	24,550	26,604
Deferred rent liability	(506)	(890)
Commissions	277	586
Deferred fulfillment accrual	432	432
Total trade and other payables	102,328	75,672

Trade and other payables are unsecured, non-interest bearing and are normally settled within 30 days. The carrying amounts are considered to be a reasonable approximation of fair value. Trade and other payables balances are comprised of third-party trade payables, VAT and sales tax payable, goods received but not yet invoice and other payables. This includes transaction costs in relation to the business combination in accrued expenses. Tax payables are sales taxes and indirect taxes (that have arisen from the loan forgiveness attributed as part of the transaction).

## 12. BORROWINGS

<i>Current liabilities</i>	31 December 2022 \$'000	30 June 2022 \$'000
Interest-bearing borrowings – external parties	901	-
Interest-bearing borrowings – related parties	19,661	-
Credit card liability	3	74
Total borrowings (current)	20,565	74
<i>Non-current liabilities</i>		
Interest-bearing borrowings – external parties	135,873	88,269
Interest-bearing borrowings – related parties	8,988	-
Total borrowings (non-current)	144,861	88,269
Total borrowings	165,426	88,343
<i>Borrowings Rollforward</i>		
	31 December 2022 \$'000	30 June 2022 \$'000
Opening Balance – 1 July	88,343	80,332
Drawdowns of facilities	180,000	117,527
Transaction costs paid	(16,496)	(3,888)
Repayment of borrowings	(92,929)	(72,407)
Accrued Interest	6,942	12,761
Conversion of convertible notes	-	(42,570)
Credit card borrowings	(70)	49
Foreign currency translations movements	(364)	(3,461)
Closing Balance – 31 December and 30 June	165,426	88,343

### *Senior Loan Note Subscription Agreement*

On 2 September 2022, the existing \$90 million senior debt facility from Cigna & Barings has been extended by \$60 million to a \$150 million facility which will be used to fund working capital to accelerate production, further product development, and support operations around the world.

The facility has a 3-year term and 8.5% cash coupon supplemented with the issuance to the lenders or their affiliates of warrants for the purchase of ordinary shares of the Company. The consortium providing the facility comprises long-term supporter Cigna Investments, Inc. (Cigna), the investment arm of Cigna Corporation, a U.S.-based global health services company, in addition to Barings LLC (Barings), a leading global financial services firm and subsidiary of MassMutual, a U.S.-based mutual insurance company, Riverstone Energy Limited.

The facility is secured against the present and after-acquired property of Tritium Holdings Pty Ltd and Tritium Pty Ltd.

The facility has a number of conditions including the following Financial Covenants commencing on 31 March 2024.

Total Leverage Ratio (TLR) must not be greater than the corresponding level specified below in respect of the Compliance Date

- TLR of 8.00x for 31 March 2024
- TLR of 5.00x for 30 June 2024
- TLR of 4.00x for 30 September 2024
- TLR of 3.50x for 31 December 2024
- TLR of 2.50x for 31 March 2025 and each compliance date thereafter

Total Interest Cover Ratio ("TIR") must not be less than the corresponding level specified below in respect of that Compliance Date

- TIR of 1.00x for 31 March 2024
- TIR of 1.50x for 30 June 2024
- TIR of 1.75x for 30 September 2024
- TIR of 2.00x for 31 December 2024
- TIR of 3.00x for 31 March 2025 and each compliance date thereafter



## 12. BORROWINGS CONTINUED

It also requires the Group to maintain a minimum liquidity balance of \$ 25 million. On 18 November 2022, the Group's liquidity fell below the minimum required amount which has been notified to the lenders simultaneously with the execution of the Accordion Facility permitted by the senior debt facility agreement (see below), allowing the Group to restore the minimum liquidity balance by 23 November 2022..

As a result of the Group's ability to restore the minimum liquidity balance and to present expected future inflow of funds and expected timing, the lenders confirmed on 12 December 2022:

- the remediation of this event to their satisfaction, and accordingly no Review Event Notice will be issued;
- to waive any event of default which occurred as a result of a breach of a representation, warranty, condition or undertaking made in entering into the Accordion Facility when being under the minimum liquidity balance.

### *Accordion Facility*

The Group entered into a loan agreement with Sunset Power Pty Ltd ("Sunset Power") as trustee of the St Baker Family Trust on 18 November 2022 ("borrowing"). Finance of \$ 10.0 million was obtained under this borrowing agreement.

The borrowing attracts interest at the coupon rate of 8.5%. This accrued interest on the borrowing is capitalised into the balance of the loan and is repayable in full with the principal at termination date. The borrowing is repayable via cash settlement on the termination date of 18 November 2025.

The facility is secured against the present and after-acquired property of Tritium Holdings Pty Ltd and Tritium Pty Ltd.

### *Working capital facility*

Sunset Power as trustee of the St Baker Family Trust has also provided a \$20.0 million working capital facility ("Working Capital Facility") on 23 December 2022 and was drawn down in full on 30 December 2022. The drawdown was subject to a 2% commitment fee. The Working Capital Facility attracts interest at a coupon rate of 9.5% on 360-day compounding, payable quarterly. Repayment of the Working Capital Facility is linked to the fulfillment of specifically identified customer Purchase Orders - once a customer is invoiced, Tritium will repay the corresponding portion of the facility.

### *NAB Facility*

The Group has a NAB facility which is used for credit cards and other liabilities in the Group. The NAB facility is 100% supported by term deposits and is a non-interest bearing facility. The total facility limit is \$3.8 million and a total of \$2.4 million is unused as at 31 December 2022.

## 13. WARRANTS

During the six months ended 31 December 2022, the Group issued 2,166,229 warrants in conjunction with refinancing of the senior debt facility and the Accordion facility. The warrants vest in three equal tranches over a period of eighteen months and entitle the holder to purchase one share of the Group's common stock, at an exercise price of \$0.0001 per share. The terms of the warrants also allow a 'cashless exercise' by the holder, at their discretion, wherein, the Group will deliver a net number of shares to the holder, without any cash receipts. The terms of the warrant also provide for a minimum guaranteed value that will be delivered by the Group to the holder of the warrants, varying with the date on which the warrants are exercised. Any shortfall in the guaranteed value may be delivered by the Group in the form of additional ordinary shares or cash, at its discretion, except where the delivery of additional ordinary shares will result in the holder acquiring an equity interest in the group exceeding 10% (or 20% with its affiliates), in such situations the additional guaranteed value must be delivered in cash.

The Group evaluated the warrants and concluded that they do not meet the criteria to be classified within stockholders' equity. This is primarily based on the fact that the Group may be obligated to deliver cash to the warrant holders, to deliver the minimum guaranteed value. As such, the warrants have been classified as a financial liability instrument, measured at fair value with subsequent changes in fair value recorded in statement of profit or loss.

The Group has previously issued Public and Private warrants, the accounting treatment for which has been discussed in detail in the Group's financial statements for the year ended 30 June 2022.

### **Fair Value Measurements**

The fair values of the Group's financial assets and financial liabilities reflect the amounts that would be received to sell the assets or paid to transfer the liabilities in an orderly transaction between market participants at the measurement date (exit price).

The fair value of the Group's long-term debt with fixed interest rates is based on market prices, if available, or expected future cash flows discounted at the current interest rate for financial liabilities with similar risk profiles (Level 2 fair value hierarchy). Based on this assessment the fair value of the Group's long-term debt is materially the same as the carrying value.

### 13. WARRANTS CONTINUED

The Group's assets and liabilities that were measured at fair value on a recurring basis were as follows:

	Fair Value Measured as at 31 December 2022			
	level 1	level 2	level 3	Total
	\$'000	\$'000	\$'000	\$'000
Public warrant liabilities	2,645	-	-	2,645
Private warrant liabilities	-	71	-	71
Other warrant liabilities	-	7,335	-	7,335
<b>Total</b>	<b>2,645</b>	<b>7,406</b>	<b>-</b>	<b>10,050</b>

The following table presents a summary of the changes in the fair value of the Group's warrant liability:

	Public warrants		Private warrants		Other warrants		Total	
	Number of warrants	Amounts	Number of warrants	Amounts	Number of warrants	Amounts	Number of warrants	Amounts
		\$'000		\$'000		\$'000		\$'000
<b>Balance as at 1 July 2022</b>	9,037,130	12,019	241,147	321	-	-	9,278,277	12,340
Warrants issued	-	-	-	-	2,166,229	10,355	2,166,229	10,355
Warrants exercised and equity issued	(10,146)	(18)	-	-	(631,819)	(3,025)	(641,965)	(3,043)
Change in fair value	-	(9,356)	-	(250)	-	5	-	(9,602)
<b>Balance as at 31 December 2022</b>	<b>9,026,984</b>	<b>2,645</b>	<b>241,147</b>	<b>71</b>	<b>1,534,410</b>	<b>7,335</b>	<b>10,802,541</b>	<b>10,050</b>

### 14. SHARE-BASED PAYMENTS

#### Loan Funded Share Plan ("LFSP")

The Group's consolidated financial statements for the year ended 30 June 2022 provide detailed information with respect to the LFSP.

For the six months ended 31 December 2022, as the LFSP was fully vested no share-based payment expense was recognised

The following table summarises the average weighted life contractually remaining, average weighted fair value and average weighted exercise price of options granted, exercised, cancelled or modified during the six months ended 31 December 2022, under the LFSP:

	Average Weighted Life Contractually Remaining (Years)	Average Weighted Fair Value USD \$	Average Weighted Exercise Price USD \$	No. of shares
Balance at 1 July 2022	4.18	0.56	1.75	4,200,371
Options granted				
Options exercised	0.89	0.69	1.51	457,589
Options cancelled	-	-	-	-
<b>Balance at 31 December 2022 (vested and exercisable)</b>	<b>3.36</b>	<b>0.55</b>	<b>1.67</b>	<b>3,742,782</b>

#### 14. SHARE-BASED PAYMENTS *CONTINUED*

##### Employee Share Scheme

The Group's consolidated financial statements for the year ended 30 June 2022 provide detailed information with respect to the Employee Share Scheme.

For the six months ended 31 December 2022, the Group has recognised \$3,521,003 of share-based payment expense in the condensed consolidated statement of operations and comprehensive loss under the Employee Share Scheme (31 December 2021: \$nil).

The following table summarises the average weighted life contractually remaining, average weighted fair value and average weighted exercise price of options granted, exercised, cancelled or modified during the six months ended 31 December 2022, under the Employee Share Scheme:

	Average Weighted Life Contractually Remaining (Years)	Average Weighted Fair Value USD \$	Average Weighted Exercise Price USD \$	No. of shares
Balance at 1 July 2022	0.25	\$6.19		1,328,758
Options granted				
Options exercised	0.00	\$6.19	\$3.64	657,303
Options cancelled	0.00	\$6.19		7,332
Balance at 31 December 2022 (vested and exercisable)	0.00	\$6.19		664,123

##### Long Term Incentive Plan ("LTIP")

The Group's consolidated financial statements for the year ended 30 June 2022 provide detailed information with respect to the LTIP.

Performance rights under the Long Term Incentive Plan (LTIP) were communicated to a group of employees, executive management and the non-executive directors during both the year ended 30 June 2022 and the period ending 31 December 2022. The vesting period has commenced and the service commencement date has been determined as the date the performance rights were communicated to the individuals. For some executives, the grant date has been estimated at 31 December 2022 as formal acceptance (as required under the LTIP Rules) has not yet been received from the individuals. The estimated weighted average fair value of the rights at grant date is \$1.68.

In addition during the six months period ending 31 December 2022, formal acceptance (as required under the LTIP Rules) was received from some employees, executive management and non-executive directors. The table below summarises the average weighted life contractually remaining, average weighted fair value and average weighted exercise price of options granted, exercised, cancelled or modified during the six months ended 31 December 2022, under the LTIP:

	Average Weighted Life Contractually Remaining (Years)	Average Weighted Fair Value USD \$	Average Weighted Exercise Price USD \$	No. of shares
Balance at 1 July 2022				
Options granted	1.71	\$5.01		230,895
Options exercised				
Options cancelled				
Balance at 31 December 2022 (vested and exercisable)	1.21	\$5.01		230,895

For the six months ended 31 December 2022, the Group has recognised \$1,423,050 of share-based payment expense in the condensed consolidated statement of operations and comprehensive loss under the LTIP (31 December 2021: \$0).

##### Short Term Incentive Plan ("STIP")

Performance rights under the STIP were communicated to a group of employees, executive management and the non-executive directors during the period ending 31 December 2022. The vesting period has commenced and the service commencement date has been determined as the date the performance rights were communicated to the individuals. However, the grant date has been estimated at 31

#### 14. SHARE-BASED PAYMENTS *CONTINUED*

December 2022 as formal acceptance (as required under the STIP Rules) has not yet been received from the individuals. The estimated weighted average fair value of the rights at grant date is \$1.68.

For the six months ended 31 December 2022, the Group has recognised \$490,545 of share-based payment expense in the condensed consolidated statement of operations and comprehensive loss under the STIP (31 December 2021: \$0).

##### **LFSP**

The Group uses the fair value method in recognizing share-based compensation expense. The fair value of each notional share option is estimated on the date of grant using the Black-Scholes option pricing model including a range of assumptions.

The weighted average fair value for share options that were outstanding (including issuances in the year) as at 31 December 2022 are as follows:

Risk free interest rate	1.56%
Expected term	0.5
Expected volatility	60%
Dividend yield	0.00
Grant value fair value per share	\$1.19
Share price	\$1.68
Aggregate intrinsic value of shares vested and not yet exercised	\$2,956,798

##### **Employee Share Scheme**

The Group uses the fair value method in recognizing share-based compensation expense. The fair value of each notional share option is estimated on the date of grant using the Black-Scholes option pricing model including a range of assumptions.

The weighted average fair value for share options that were outstanding (including issuances in the year) as at 31 December 2022 are as follows:

Risk free interest rate	2.55%
Expected term	1
Grant date fair value per share	\$6.19
Share price	\$1.68
Aggregate intrinsic value of shares vested and not yet exercised	\$0

##### **LTIP**

The Group uses the fair value method in recognizing share-based compensation expense. The fair value of each notional share option is estimated on the date of grant using the Black-Scholes option pricing model including a range of assumptions.

The weighted average fair value for share options that were outstanding (including issuances in the year) as at 31 December 2022 are as follows:

Risk free interest rate	4.27%
Expected term	1.71
Grant date fair value per share	\$5.01
Share price	\$1.68
Aggregate intrinsic value of shares vested and not yet exercised	\$0

##### **STIP**

The Group uses the fair value method in recognizing share-based compensation expense. As the award is based on a fixed dollar amount, the fair value of the award is based on the present value of the award.

The weighted average fair value for share options that were outstanding (including issuances in the year) as at 31 December 2022 are as follows:

#### 14. SHARE-BASED PAYMENTS *CONTINUED*

Risk free interest rate	3.93%
Expected term	1
Grant date fair value per share	\$1.68
Share price	\$1.68
Aggregate intrinsic value of shares vested and not yet exercised	\$0

#### 15. COMMITMENTS AND CONTINGENT LIABILITIES

##### *Legal Proceedings*

Any material legal proceedings have been provided for as at 31 December 2022 and 30 June 2022. Legal proceedings were related to product matters and have since been settled within the amounts provided for. Any differences are immaterial.

##### *Contingent liabilities*

The Group did not have any contingent liabilities as at 31 December 2022 or 30 June 2022.

##### *Contractual Commitments*

The Group did not have any commitments as at 31 December 2022 or 30 June 2022.

#### 16. CONTRACT LIABILITIES

<i>Current liabilities</i>	31 December 2022 \$'000	30 June 2022 \$'000
Unearned revenue	4,958	4,376
Customer advance deposits	65,217	33,508
Total current liabilities	70,175	37,884
<i>Non-current liabilities</i>		
Unearned revenue	1,419	1,384
Customer advance deposits	1,357	847
Total non-current liabilities	2,776	2,231
Total contract liabilities	72,951	40,115

It is expected that the performance obligations recognised as current contract liabilities which are yet to be satisfied as of 31 December 2022 will be recognised in revenue in the next 12 months.

Unearned revenue represents the sale of extended warranties which is recognised as revenue over the term of the extended warranty.

Customer advance deposits represent advance payments for products, which are made at the time the order is placed and are recorded as revenue once the performance obligation is satisfied.

#### 17. ISSUED CAPITAL

	December 2022 Shares	June 2022 Shares	December 31, 2022 \$'000	June 30, 2022 \$'000
Total issued capital	152,110,547	148,893,898	408,346	397,835

##### *Movement in ordinary share capital*

<i>Details</i>	December 2022 Shares	June 2022 Shares	December 31, 2022 \$'000	June 30, 2022 \$'000
Balance 1 July	148,893,898	99,915,561	397,835	92,809
Shares issued during the period	3,216,649	48,978,337	10,511	305,026
Total ordinary share capital	152,110,547	148,893,898	408,346	397,835

## 17. ISSUED CAPITAL CONTINUED

### Movement in Legacy Tritium C Class share capital

Details	December 2022 Shares	June 2022 Shares	December 31, 2022 \$'000	June 30, 2022 \$'000
Balance 1 July	-	8,052,499	-	4,383
Conversion into Tritium DCFC ordinary shares	-	(8,052,499)	-	(4,383)
Total Legacy Tritium C Class share capital	-	-	-	-

The number of shares in the tables above has been retrospectively adjusted by applying the conversion factor of 1.4716625 established by the Business Combination.

On 2 September 2022, the Group entered into an Ordinary Shares Purchase Agreement (the "Purchase Agreement") and a Registration Rights Agreement (the "Registration Rights Agreement") with B. Riley Principal Capital II, LLC ("B. Riley Principal Capital II" or "B. Riley").

Pursuant to the Purchase Agreement, the Group has the right to sell to B. Riley Principal Capital II up to \$75 million of its Ordinary Shares, from time to time during the term of the Purchase Agreement.

Sales of Ordinary Shares pursuant to the Purchase Agreement, and the timing of any sales, are solely at the option of the Group, and the Group is under no obligation to sell any securities to B. Riley Principal Capital II under the Purchase Agreement.

The right to sell ordinary shares under the Purchase Agreement was considered to be a derivative asset with an insignificant fair value at 31 December 2022. The Group incurred costs of \$0.8 million, including the issuance of shares, as a consideration to B. Riley for its irrevocable commitment to purchase shares under the Purchase Agreement. These costs were included in other finance costs, net in the condensed consolidated statements of profit or loss and comprehensive income for the six months ended 31 December 2022. The shares issued as consideration have been recorded within share capital.

## 18. RELATED PARTY TRANSACTIONS

(a) The Group's main related parties are as follows:

The ultimate parent entity, which exercises control over the Group, is Tritium DCFC Limited which is incorporated in Australia. Tritium DCFC Limited owns 100% of the Australian subsidiary Tritium Pty Ltd, Tritium Holding Pty Ltd, and 100% of the foreign subsidiaries.

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.

(b) Transactions with related parties

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

(c) Loans to/from related parties

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

The following presents the transactions that occurred with related parties along with balances receivable from/ payable to related parties:

## 18. RELATED PARTY TRANSACTIONS CONTINUED

	Accounts receivable	Accounts payable	Loan payable
	US\$'000	US\$'000	US\$'000
<b>30 June 2022</b>			
Fast Cities Australia	16	-	-
St Baker Energy	-	93	-
Total	16	93	-
<b>31 December 2022</b>			
Fast Cities Australia	183	-	-
St Baker Energy	-	-	28,649
Total	183	-	28,649

	Hardware revenue	Purchases	Other income
	US\$'000	US\$'000	US\$'000
<b>31 December 2021</b>			
Gilbarco	8,135	338	-
Fast Cities Australia	2,392	-	-
St Baker Energy	-	125	-
Palantir Technologies	-	1,731	-
Total	10,527	2,194	-
<b>31 December 2022</b>			
Fast Cities Australia	1,588	-	-
Palantir Technologies	-	2,135	-
Nexport Pty Ltd	-	-	12
Total	1,588	2,135	12

### Transactions with Gilbarco

The purchase transactions entered into with Gilbarco during the six months ended 31 December 2021 were in respect of certain service agent fee charged by Gilbarco to the Group. Gilbarco ceased to be the Group's related party since 29 November 2021 which is the date Gilbarco resigned from the Board of Directors of Tritium. As such, all transactions between the Group and Gilbarco that occurred prior to 29 November 2021 are disclosed above as related party transactions. The Group has sold products to Gilbarco during the period at normal trading terms.

### Transactions with Fast Cities

The Group has sold products to Fast Cities during the period at normal trading terms. The receivables due at the end of the period are payable within 30 days.

### Transactions with Palantir Technologies Inc.

The Group has entered a contractual commitment with Palantir Technologies Inc. ("Palantir") in the value of \$21 million pertaining to Palantir Platform – Foundry Cloud Subscription. After December 31, 2021, Palantir became a related party. The Group has received an IT outsourcing service from Palantir Technologies Inc. during the period at normal trading terms.

### Transactions with Nexport Pty Ltd

The Group entered into a license agreement with Nexport Pty Ltd to allow its employees to co-occupy the Group's premises at 31 Archimedes Place, Murrarie. The contract has expired as at 30 September 2022.

### Transactions with St Baker Energy

The purchase transactions entered into with St Baker Energy during the six months ended 31 December 2021 were in respect of payment towards provision of contract staff to the Group, by St Baker Energy. The terms of this arrangement have been disclosed in Note 12.

## 19. RECONCILIATION OF LOSS AFTER INCOME TAX TO NET CASH USED IN OPERATING ACTIVITIES

	Six months to December 31, 2022 \$'000	Six months to December 31, 2021 \$'000
Loss after income tax for the period	(54,714)	(67,981)
<i>Adjustment for:</i>		
Depreciation and amortisation	4,040	4,933
Share-based payment expense	5,435	28,912
Financial instruments- derivatives and warrants	(9,607)	6,282
Adjustment for financing transaction costs	841	
Adjustment for capitalised interest	6,942	11,119
Other income	-	(83)
Foreign exchange (gain)/loss	(364)	(152)
<i>Change in operating assets and liabilities:</i>		
(increase)/decrease in trade and other receivables	(28,843)	(35,475)
(increase)/decrease in other assets	(7,703)	(7,734)
(increase)/decrease in inventories	(51,153)	1,888
increase/(decrease) in trade and other payables	25,872	23,008
increase/(decrease) in employee benefits	117	(12,459)
increase/(decrease) in other liabilities	34,047	28,330
Net cash used in operating activities	(75,090)	(19,412)

## 20. SEGMENT INFORMATION

The following table presents revenue by the Group's reportable segments:

	Hardware Revenue				Service and Maintenance Revenue \$'000	Software revenue \$'000	Total Revenue \$'000
	Stand Alone Chargers \$'000	Distributed Chargers \$'000	Other \$'000	Total Hardware Revenue \$'000			
<b>6 months ended 31 December 2021</b>							
Revenue	36,498	17,732	351	54,581	2,405	5	56,991
Cost of goods sold	(34,033)	(17,260)	(202)	(51,495)	(1,962)	-	(53,457)
Segment gross profit/(loss)	2,465	472	149	3,086	443	5	3,534
<b>6 months ended 31 December 2022</b>							
Revenue	47,576	18,408	2,183	68,167	4,376	101	72,644
Cost of goods sold	(53,264)	(21,729)	(2,926)	(77,919)	(1,770)	-	(79,689)
Segment gross profit/(loss)	(5,688)	(3,321)	(743)	(9,752)	2,606	101	(7,045)

The Group assesses the performance and makes operating decisions on the basis of seven existing operating segments, which are aggregated into three reportable hardware segments, one service and maintenance segment and one software segment.

The hardware operating segments meet the qualitative criteria for aggregation in this manner as the operating segments that are aggregated into the stand alone segment have similar economic characteristics, are similar in nature and they have similar manufacture, distribution chains and customers. This is also the case for those operating segments that are aggregated into the 'distributed chargers' segment. Stand alone charging systems are single units. Distributed charging systems can have multiple user units all connected in the one system.

Other hardware products are managed as a single operating and reportable segment and are monitored by the Group's Chief Operating Decision Making (CODM) in this way.



## 20. SEGMENT INFORMATION *CONTINUED*

The Group believes the current method of segment reporting reflects both the way its business segments are currently managed and the way the performance of each segment is evaluated.

Service and maintenance revenue relates to commissioning, repair, maintenance, and training and is recognized when the service and/or maintenance has been provided, either over time or at a point in time. Software revenue relates to software services related to licenses and other software modules, such as preventative maintenance and site utilization. The Group does not monitor service and maintenance and software revenue as it is not considered a key part of the current business operations.

The CODM uses revenue and gross margin/loss to evaluate segment performance and allocate resources. The CODM does not evaluate operating segments using asset or liability information nor are there any other performance metrics or measures used to monitor the operations.

The accounting policies of the reportable segments are the same as those described in the summary of significant accounting policies and there are no inter-segment revenues or costs.

In terms of concentration of customer risks, revenues from one customer in the distributed chargers segment represents approximately \$11.2 million or 15 % of the total amount (2021: \$8.2 million or 14%).

The decline in the gross profit/ (loss) for the Hardware segment during the period ended 31 December 2022, as compared to the six months period ended 31 December 2021 was mainly on account of product/ customer mix, increase in freight costs and a general increase in headcount, rent and setup costs due to commissioning of the Tennessee factory.

The following table reconciles segment gross (loss) to loss from operations and a calculation of segment gross margin:

	Group	
	Six months to December 31, 2022 \$'000	Six months to December 31, 2021 \$'000
Revenue	72,644	56,991
Cost of goods sold	(79,689)	(53,457)
Segment gross (loss)	(7,045)	3,534
Selling, general and administration expense	(34,438)	(44,549)
Product development expense	(3,725)	(3,581)
Depreciation and amortisation expense	(3,598)	(4,933)
Foreign currency (gain)/loss	102	152
Loss from operations	(48,704)	(49,377)
Segment gross (loss)	(7,045)	3,533
Revenue	72,644	56,991
Segment gross margin	(9.7%)	6.2%

Segment gross (loss) is calculated as Revenue less Cost of goods sold.

The following table presents the Group's revenue by geographic area based on the entity that has entered the external contract to supply the product and services. The entity's geographical area is based on the place of incorporation.

	Group	
	Six months to December 31, 2022 \$'000	Six months to December 31, 2021 \$'000
Australia	9,876	5,745
United States	26,521	25,134
The Netherlands	36,247	26,112
Total revenue	72,644	56,991

The following table presents non-current assets by geographic area on the same basis as detailed above. Non-current assets for this purpose consist of property, plant and equipment, right-of-use assets and intangible assets.

## 20. SEGMENT INFORMATION *CONTINUED*

	Group	
	December 31, 2022 \$'000	June 30, 2022 \$'000
Australia	27,844	26,112
United States	17,398	15,878
The Netherlands	653	766
Total non-current assets	45,895	42,756

The Group's manufacturing and inventory is predominately located in and supplied from Australia.

## 21. LOSS PER SHARE

	Group	
	December 31, 2022	December 31, 2021
Basic Loss per share		
Net loss attributable to common shareholders	(54,714,000)	(67,980,985)
Weighted average number of common shares	153,454,231	99,915,539
Loss per share – common shareholders	(0.36)	(0.63)
Weighted average number of class C shares	-	8,047,417
Loss per share – class C shareholders	-	(0.63)

Loss per share calculations for the six months ended 31 December 2021 has been retrospectively adjusted for the equivalent number of shares outstanding immediately after the Business Combination, less shares related to the mandatorily convertible notes and the Loan Funded Share Plan. The share conversion factor applied to shares immediately prior to the Business Combination is 1.4716625. Because the Group reported net losses for all periods presented, all potentially dilutive Common Shares equivalents were determined to be antidilutive for those periods and have been excluded from the calculation of net loss per share.

## 22. EVENTS AFTER THE REPORTING PERIOD

### ***BP order***

Subsequent to the reporting period, BP has placed the largest ever order from a single customer in Tritium's history. Tritium is supplying the chargers for VPBP pulse as part of a multi-year contract between the two companies, announced in April 2022, for chargers and related services to support BP growth in electrification. BP's order includes a mix of Tritium's 50kW RTM and 150kW PKM chargers.

### ***Evyye order***

Subsequent to the reporting period, Tritium has executed an agreement with evyye, an EV charging network in the UK, to become the network's preferred fast charger technology provider. The agreement includes initial total orders for 350 Tritium fast chargers and evyye has received first deliveries of these chargers, 60 of which are now installed and operational. The evyye charging network is planned to consist of Tritium's modular chargers, including the 75kW charger and 150kW fast charger.

# Statutory Statements

## DIRECTORS' DECLARATION



The directors of the Company declare that:

In the opinion of the directors, the interim financial statements and notes for the period ended 31 December 2022, as set out on pages 1 to 22 are in accordance with the *Corporations Act 2001*, including:

- complying with the Australian Accounting Standards AASB 134 *Interim Financial Reporting* and any further requirements in the *Corporations Regulations 2001*; and
- giving a true and fair view of the Company's and the Groups financial position as at 31 December 2022 and their performance for the half-year ended on 31 December 2022;

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

This declaration is made in accordance with a resolution of the directors.

Dated this 9<sup>th</sup> day of March 2023.

Robert Tichio  
*Director*



## Auditor's Independence Declaration

As lead auditor for the review of Tritium DCFC Limited for the half-year ended 31 December 2022, I declare that to the best of my knowledge and belief, there have been:

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

This declaration is in respect of Tritium DCFC Limited and the entities it controlled during the period.

A handwritten signature in black ink, appearing to read 'Michael Shewan', with a long horizontal flourish extending to the right.

Michael Shewan  
Partner  
PricewaterhouseCoopers

Brisbane  
9 March 2023



## ***Independent auditor's review report to the members of Tritium DCFC Limited***

### **Report on the half-year financial report**

#### ***Conclusion***

We have reviewed the half-year financial report of Tritium DCFC Limited (the Company) and the entities it controlled during the half-year (together the Group), which comprises the Condensed consolidated statement of financial position as at 31 December 2022, the Condensed consolidated statement of changes in equity, Condensed consolidated statement of cash flows and Condensed consolidated statement of profit or loss and other comprehensive income for the half-year ended on that date, significant accounting policies and explanatory notes and the directors' declaration.

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the accompanying half-year financial report of Tritium DCFC Limited does not comply with the *Corporations Act 2001* including:

1. giving a true and fair view of the Group's financial position as at 31 December 2022 and of its performance for the half-year ended on that date
2. complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

#### ***Basis for conclusion***

We conducted our review in accordance with ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity* (ASRE 2410). Our responsibilities are further described in the *Auditor's responsibilities for the review of the half-year financial report* section of our report.

We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional & Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to the audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

#### ***Material uncertainty relating to going concern***

We draw attention to Note 2(a) in the half-year financial report, which indicates that the Group incurred an operating loss after income tax of \$54.7 million (31 December 2021: \$67.9 million) and operating cash outflows of \$69.8 million (31 December 2021: \$19.4 million) for the half year ended 31 December 2022 and as at 31 December 2022 had a net liability position of \$76.2 million (30 June 2022: \$31.3 million).

As detailed in Note 2(a), the Board approved cashflow forecasts indicate that while a level of additional funding has been secured, in order to fund the expected operating cash outflows of the Group for at least 12 months from the date of this report, and to maintain the minimum liquidity reserves required by



the Group's borrowing facilities, additional working capital funding will be required. The Group is currently in the process of assessing funding options from various sources. These conditions, along with other matters set forth in Note 2(a), indicate that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern. Our conclusion is not modified in respect of this matter.

### ***Responsibilities of the directors for the half-year financial report***

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

### ***Auditor's responsibilities for the review of the half-year financial report***

Our responsibility is to express a conclusion on the half-year financial report based on our review. ASRE 2410 requires us to conclude whether we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including giving a true and fair view of the Group's financial position as at 31 December 2022 and of its performance for the half-year ended on that date, and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

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

A handwritten signature in cursive script that reads 'PricewaterhouseCoopers'.

PricewaterhouseCoopers

A handwritten signature in cursive script that reads 'Michael Shewan'.

Michael Shewan  
Partner

Brisbane  
9 March 2023