



# 2020

## ANNUAL REPORT



FREELANCER LIMITED  
ACN 141 959 042





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# Chairman's Letter

001

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Dear Shareholders,

In 2020 the Freelancer Limited Group achieved all-time record net revenue of \$58.8 million (up 1.5% on pcp) and all-time Gross Payment Volume (GPV) of \$891.8m (up 13.2% on pcp). Breaking down by segment, both Freelancer and Escrow both hit all-time records with a GPV of \$192.1m (up 5.9% on pcp) and \$700m (up 15.4% on pcp) respectively.

For the year, the company achieved positive operating cash flow of \$7.9 million, also an all-time record. The group is poised for operating leverage with EBITDA and NPAT both at \$(0.6)m. As of 31 December 2020, the Company had \$34.3 million in cash and cash equivalents (up 7% on pcp).

A detailed analysis of the activities of the group are provided in the Review of Operations in the Directors' Report.

## Freelancer

In FY20, revenue from Freelancer.com was \$50.5m (flat on pcp), and we added 8.9 million registered users and 2.2 million jobs posted. GPV was an all-time record of \$192.1m (up 5.9% on pcp). After a slow 1Q20 when Covid hit China, growth accelerated throughout the year, ending with 4Q20 Gross Marketplace Volume (GMV) at US\$25.9m (up 20.0% on pcp). As mentioned in the fourth quarter results earnings call, the GMV numbers in 2021 so far are growing faster than this year on year.

Overall, web traffic to Freelancer.com is flying. Web traffic (users) was up 51% in FY20 to 81 million and page views were up 95% on pcp to 1.2 billion. As of the writing of this letter, Freelancer.com is ranked the 678th largest website in the world on by Alexa. This ranking does not include our 52 other regional websites that all rank independently.



For Freelancer.com, the year was one of major technological and product improvements. We neared completion of a major overhaul to the front end stack- effectively rebuilding the entire website. We were able to leverage this into dramatic improvements in the mobile user experience. In July, we permanently shut down our legacy standalone mobile website, replacing it with our new webapp frontend. Since this release, revenue from mobile browsers has lifted by 51% in the second half of 2020 on pcp, which we believe can be wholly attributed to the superior UX and fully featured offering that our new webapp stack offers our clients on mobile devices.

Continuing these efforts, we focused on mobile towards the end of the year. New versions of both our Android and iOS apps are now in mass beta, with iOS being released into full production before the end of March 2021 and Android following within a month.

In addition to superior UX and fully featured offerings, by reducing the number of codebases we are required to maintain and develop from four to one, we are seeing significant improvements to developer productivity, speeding up product development.

003

Outside of mobile development, our product efforts were focused around improving our hourly payment offering (tracked hours up 27% on pcp), strengthening our customer acquisition through improving SEM profitability and SEO volume and finally continuing our focus on building out our enterprise offering.

The year was a record year for Freelancer Enterprise headlined by a 67% year on year increase in GMV. Capitalising on the global tailwind of remote work and the acceleration of large enterprises to build flexible and elastic workforce solutions, Freelancer Enterprise saw a significant uplift in both deal volume and deal size. For the first time Freelancer Enterprise started signing SOWs and fielding requests for thousands of Freelance hires at once- while these agreements are not "take or pay", we believe that we are not far away from a large step up in GMV.

To keep up with the increase in demand the Enterprise go-to-market team grew threefold in 2020. Executing strongly against our value proposition to connect talent with opportunity on demand, the team helped leading organisations improve internal workforce utilization, better manage their contingent workforce and build private talent clouds around hot skills. Freelancer Enterprise is the only solution in the market that can help organisations seamlessly build a blended workforce across all their talent clouds: internal, existing continent and new freelancers.

Evidenced by the growth in GMV contribution, the Freelancer Enterprise team delivered fantastic customer value in 2020. A \$17B global BPO company hired over 300 freelancers within a matter of weeks, beating internal hiring timelines by 318%. A Fortune 50 Technology company created new marketing content roughly 40% faster and with over 70% cost savings when compared to traditional agencies. IBM ran a contest that attracted over 1000 freelancers and resulted in a 65% increase in traffic to their ICCT page.

Under the \$25M NOIS joint NASA tender, Freelancer Enterprise partnered with Arrow Electronics and Adiona to win a \$365,000 USD power engineering and \$475,000 USD data science task order, respectively. We will be partnering with our industry leading organisations to win many more task orders under the tender.

The year was also defined by the COVID-19 crisis. Prior to Covid, C-suite from Fortune 500 universally told us that in the future, some percentage of their organisation will permanently be staffed from the cloud- they were not sure whether it was 5%, 10%, 15% or 25% - but that is the range. It is also not known if this is 1 year away, 3, 5 or 10 years. However, Covid has accelerated the scale and speed of these plans. It is our belief that this new paradigm of working online is here to stay, and will define the economic landscape for years to come.

### Escrow

In FY20 Escrow.com achieved an all-time record Gross Payment Volume of \$700m, up 15.4% on pcp. The business had particularly strong growth inclusive of September onwards. GPV in the fourth quarter of 2020 was \$213.6m (up 45.7% on a pcp of \$146.6m) or US\$156.6m (up 56.2% on a pcp of \$100.3m). December GPV was US\$63.4m, up 109.9% on pcp.

In 2020, Escrow.com continued to solidify its dominant market position in domain names, websites, IP address ranges & intellectual property, but also expanded into other markets with key partners in the automotive and fine art verticals.

In July we announced that eBay had integrated Escrow.com in both the eBay Motors USA website and mobile app to enable the buying and selling of vehicles online. Escrow.com is the first digital payment option since the launch of the new app in December 2019. In October 2020, we deepened the relationship by going into beta with eBay Watches. In January 2021, Jamie Lannone, Chief Executive of eBay, discussed the Escrow.com relationship 9 minutes into an interview with Yahoo Finance (<https://www.youtube.com/watch?v=hSgPm5o2Flk>).



The flexibility of Escrow.com's API means that partners across diverse verticals can transact without buyers and sellers ever having to meet in person. In the fine art world, Escrow.com is integrated with Artsy and Artland while in mining, the same API is integrated into Energy Domain's marketplace for oil and gas rights. Merchants looking to use Escrow.com in their eCommerce stores are able to make use of the Escrow.com WordPress, compatible with WooCommerce.

Our most popular integration, Escrow Pay added support for new localised payment methods such as ACH debit and saw significant investment in product development focused on faster and more secure onboarding. The result of these developments has been a large improvement in conversion with our largest marketplace partners, and we look forward to rolling out these improvements platform wide in 2021.

Another feature made available platform wide in 2020 was the real time digital ID verification (eKYC) added on top of our KYC. This increased our rate of approved accounts, and overall made it faster for buyers and sellers to set up an account and start a transaction.

In 2020 we commenced building out the sales team globally. We added Chris Weir as the head of business in Europe, and Raffaella Maiorano as Director of Compliance & Legal and MLRO for our Authorised Payments Institution license in the region, which is in process.

Escrow continues to be the most licensed escrow provider globally by a long margin. We have three states left as part of our US licensing program, and are at an advanced stage in the licensing application process for the remaining states. We are already licensed in Australia and Canada and hope to have our UK API license approved in 2021. After that, we will turn our attention to Europe, as well as joint control escrow licensing in jurisdictions where it is available so that we can secure transactions for real estate, business sales and equity (e.g. M&A transactions).

Globally, payment systems break down with transaction sizes over a few thousand dollars. Escrow.com excels for transaction sizes from the thousands of dollars to tens of millions, or more. Fundamentally there are no effective payment systems for global commerce at scale operating in a world of risk.

At the lower end, Escrow.com competes against buyer protection for credit cards and payment systems like Paypal. When something goes wrong however, these protections are more akin to insurance policies, and it can take months to rectify a transaction which provides a terrible customer service experience.

At the higher end, Escrow.com competes with incredibly inefficient systems of payment- law firms running to banks to set up trust or escrow accounts and archaic letters of credit that require relying on third party quality inspection firms, that have no idea about your business, inspecting goods at the point of loading on a boat on the other side of the world. Escrow.com allows buyers to receive and inspect the goods before payment is made.

### Summary

With 50 million users across 2000 skill sets in 247 countries, regions and territories- no other provider comes close to the scale, scope and ability of Freelancer.com to deliver skilled talent over the Internet. Within weeks we will hit 20 million jobs posted on the platform, which is a tremendous achievement.

Likewise, Escrow.com is a superior method of payment for international commerce. It is also unique in terms of its offering as there is no payments system like it globally.

Combined, we are not far away from over \$1 billion dollars a year of volume through our group payments infrastructure, which is another great milestone for the business.

We continue to be heads down and focused on execution. The Board and myself wish to thank our staff, shareholders and 50 million users across the group. We couldn't have done it without you.

Regards,

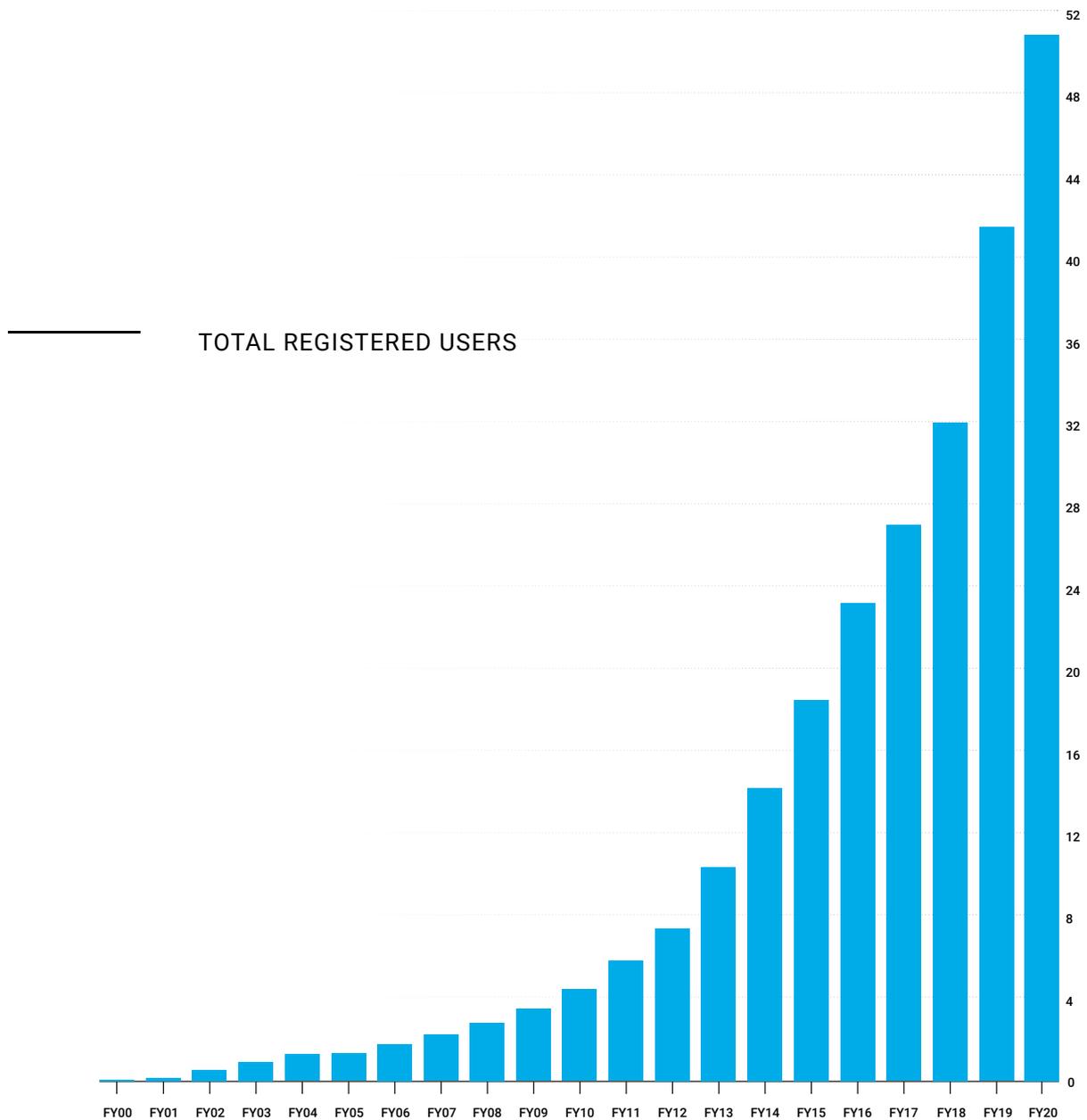
**Matt Barrie**  
Chairman

31 March 2021

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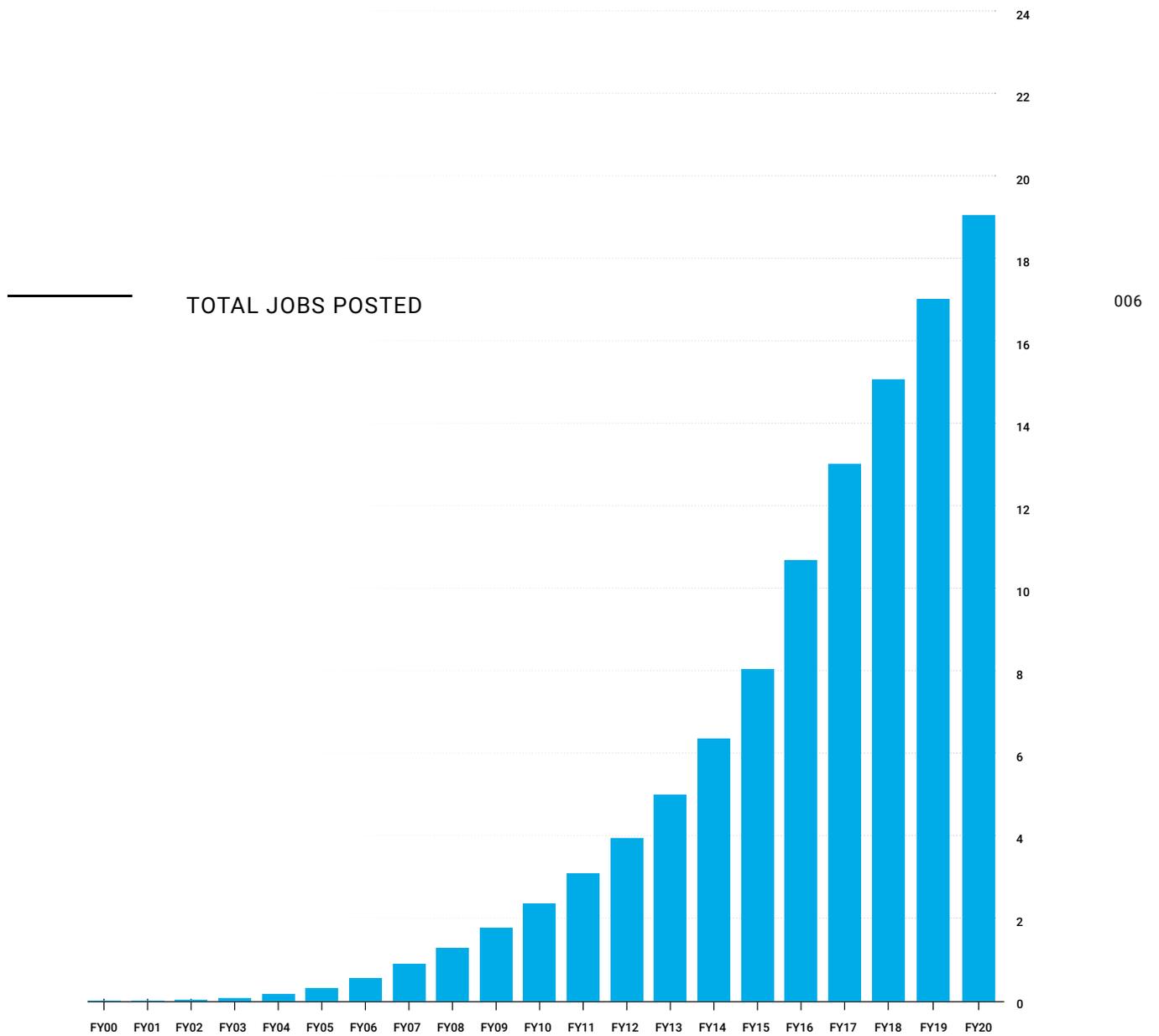
# 50.8 M

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# 19.1M



# Freelancer.com is the world's largest freelancing marketplace

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With over 50.8 million registered users Freelancer is the world's largest freelancing and crowdsourcing marketplace by total number of users and jobs posted.

We're changing lives in the developing world by providing opportunity and income.

Five billion people on the planet live on \$10 a day or less. On Freelancer they can earn \$10 an hour or more, as they develop their skills, education and reputation.





009 We help our customers grow their revenue, their reach and their possibilities.

“My team and I have only recently started using Freelancer as a complement to our in-house expertise. Our startup company will soon be launching a new socially responsible marketplace powered exclusively by local retailers called Lowkler. The experience has been beyond our most optimistic expectations. The freelancers are qualified and professional while the recruiters go above and beyond to make sure we feel supported. This looks like the beginning of a great partnership!”

**Danny Zako**

*Executive Vice President, Sekurcorp*  
Laval, Canada









# Change Lives.

## We're helping founders, entrepreneurs and startups around the world take their businesses to new heights.

"I had a tough time working with someone from within my network to boost sales for my new e-commerce site. I was suggested to find someone on Freelancer.

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I was very skeptical about competence, security of information etc. to hand over the project to someone I don't know face to face. However, on the first day of posting the requirements, there was a good response from professionals across the globe.

Within a few hours, I signed my contract with a professional and created a milestone for the project. To my surprise, the freelancer finished the project in time, within budget and offered a lot of flexibility while working. All the work was handled very systematically. As a consequence, I could go into the market at planned timelines and get a good boost in my

sales. This would never have happened without Freelancer.

Thank you so much."

### **Naveen Alle**

*Adobe Premiere Pro  
Video Editor*

Sint Truiden, Belgium





# We change lives by opening up global markets to small businesses.

013 “Using Freelancer has been an incredibly rewarding experience for AuriGen Medical. Our brief was to create a two-minute 3D photorealistic animation – demonstrating a complex medical procedure for our implantable heart device. The Freelancer.com platform allowed AuriGen to receive 30+ proposals from highly rated creatives across the globe in 24 hours.

Communication with our Freelancer was simple, straightforward and we always received answers to our queries within a 3-4 hour time frame. The finished product was received ahead of schedule and surpassed all of our expectations. Our budget for the work was \$3,000 and the animation we received looked like it cost \$10,000+. We have already received several compliments on the animation and have been successful in a recent fundraising round where the animation played a pivotal role in illuminating our value proposition.

I would recommend Freelancer.com to anyone looking for high quality, cost-effective designers, and AuriGen Medical we will certainly be using the platform for our future projects.”

## **Dr. John Thompson**

*Co-Founder, GMIT Innovation Hubs*  
Ireland





# NASA crowdsources talent with Freelancer

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In 2020, Freelancer jointly won the US\$25 Million NASA Open Innovation Services 2 (NOIS2) tender. Under the contract, Freelancer.com will help NASA crowdsource talent to design innovative tools and technologies for its new era of space exploration.



Under the NOIS2, we won our first task Order for the US Bureau of Reclamation valued at \$365,000 USD in partnership with Arrow Electronics. The project is attempting to improve the reliability of hydropower plant generation by automating safety equipment testing and reducing plant downtime. Over the course of two years and two contests, including an on-site testing demonstration, we will source innovative solutions for Reclamation from a global community.

We also won a second task order valued at \$474,500 working with the Eunice Kennedy Shriver National Institute of Child Health and Human Development (NICHD) in partnership with Adiona, an Australian based data analytics company with expertise in data science and machine learning. The project seeks to spur new research in maternal mortality, morbidity, and severe maternal morbidity through innovative exploration of NICHD's large databases.

**Steven N. Rader, Deputy of NASA's Center of Excellence for Collaborative Innovation (CoECI), said:**



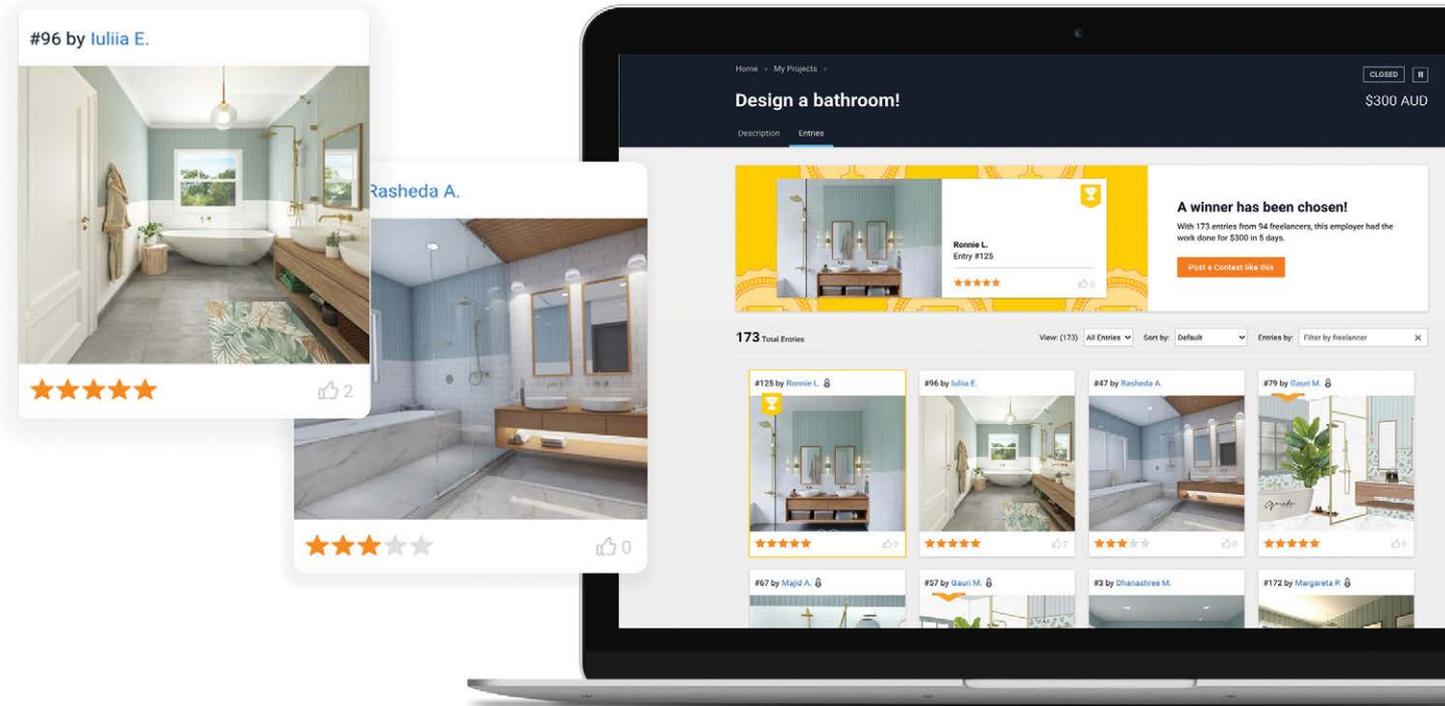
"Crowdsourcing is a very good tool for public engagement with NASA. Our approach with NOIS2 is designed to encourage the crowd to work on some of NASA's most compelling matters, making them feel they are a part of the mission. We want to tap into the diverse talents available around the world, made possible through crowdsourcing."

# Marketplace Statistics

Freelancer is a game-changer for entrepreneurs, small businesses, and large organisations. We provide easy access to talented freelancers from all around the world, who offer a wide range of services at competitive prices.

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— \$182 AVERAGE COMPLETED PROJECT SIZE IN USD	— 68% OF JOBS RECEIVE A BID WITHIN 60 SECONDS	— 263M+ TOTAL MESSAGES SENT
— 50.8M+ TOTAL REGISTERED USERS	— 19.1M+ TOTAL JOBS POSTED	— \$6.1B TOTAL JOBS POSTED IN USD



FREELANCER CONTESTS

Source solutions through the power of the crowd. Post a Contest on Freelancer.com.

220+

AVERAGE ENTRIES PER CONTEST

87%

OF CONTESTS RECEIVE ENTRIES IN 1 HOUR

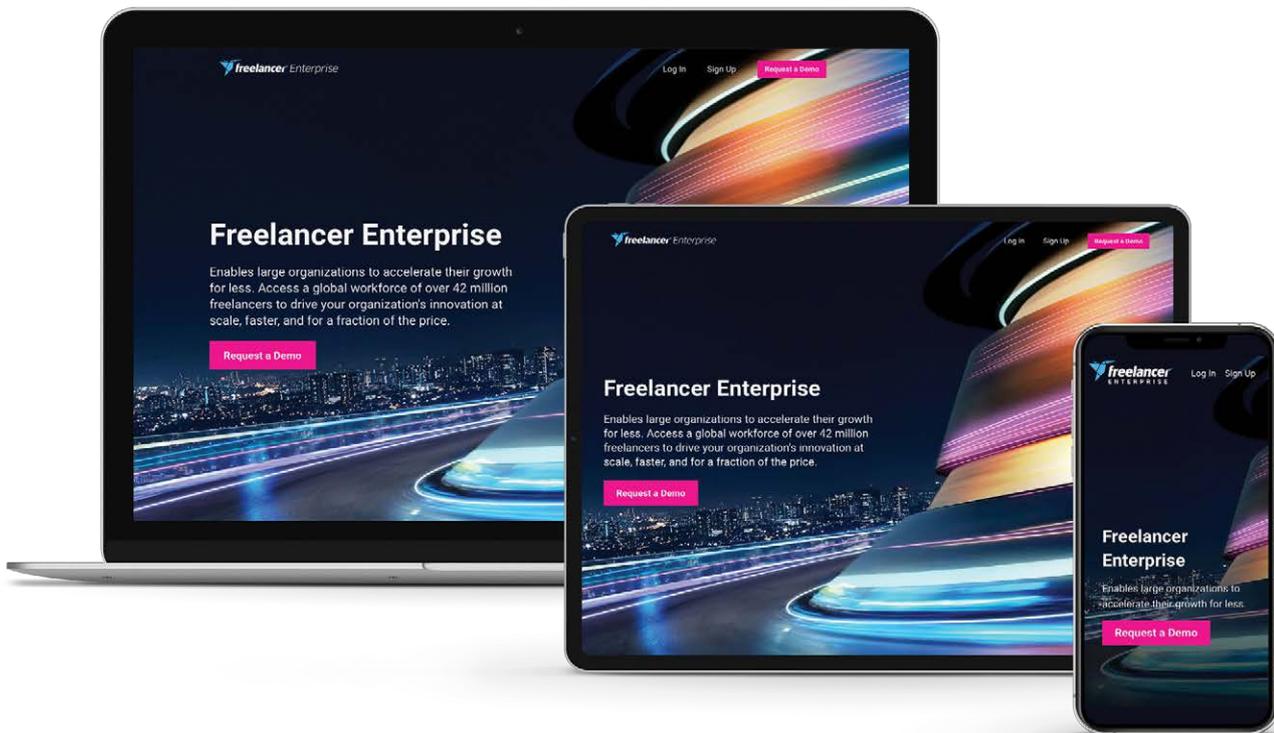
The Freelancer contest platform gives you access to millions of talented individuals with the skills to provide you with the solutions that you need. Whether that be a logo, a design, an article, or anything in between. There are no limitations to what the crowd can do. Generating solutions for the likes of NASA, Airbus, IBM, Deloitte, The US Department of Energy, The US Bureau of Reclamation and the National Institute of Child Health, the contest platform is a powerful tool to tap into global talent.

Imagine having access to thousands of designers at a moment's notice, turning your dream into reality, overnight. This is the power of the Freelancer contest platform, where new creations are submitted within hours of posting your contest, and contests receive on average around 220 entries.

Quick, collaborative and creative

The contest platform is the ultimate tool to engage with your community to get instant feedback on new ideas. Collaborate with your network through contest share, which invites others to interact with, rate, and award the participants of your contest.

Publicise your contest through polls, which allows you to share your contest with the public to gather feedback on the best ideas. Engage with participants through the Public Clarification Board, which connects you with the talent of the world through comments to iterate on better designs. In 2020, the contest platform generated over 13 million ideas to help contest holders come up with solutions quickly and collaboratively.



# Freelancer Enterprise connects talent with opportunity, at scale.

**\$8.5T**

OF LOST REVENUE  
BY 2030 DUE TO A GLOBAL  
SKILLS SHORTAGE

Source: Korn Ferry  
<https://www.kornferry.com/insights/articles/talent-crunch-future-of-work>

Freelancer Enterprise brings exceptional talent to the world's largest companies on demand. Leveraging the power of our platform, organisations can improve internal workforce utilization and seamlessly access Approved Talent Clouds for unparalleled quality and scale trusted by the largest organizations in the world.

By 2030, there will be a talent shortage of 85 million people. In this global war for talent companies need access to an elastic workforce to compete better and innovate faster. The labour cloud economy on Freelancer Enterprise is how.

IBM, BCG and Amazon are part of the 80% of Fortune 500s who use the platform to power their growth. The platform frees up an organization's time and budget by providing access to the world's intellectual capital at the fingertips.

Freelancer Enterprise provides transformational programs and API integration to connect your existing contingent workforce, new flexible talent and full-time staff into a blended workforce ready for the future.



# Freelancer powers the workforce of the future.



# 318%

HIRING TARGET BEAT BY \$15B MULTINATIONAL COMPANY

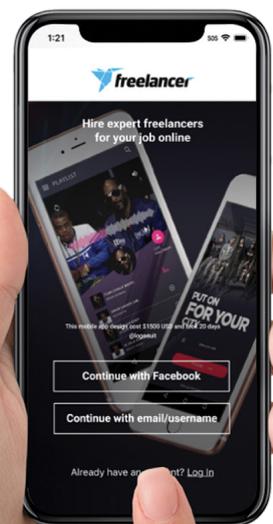
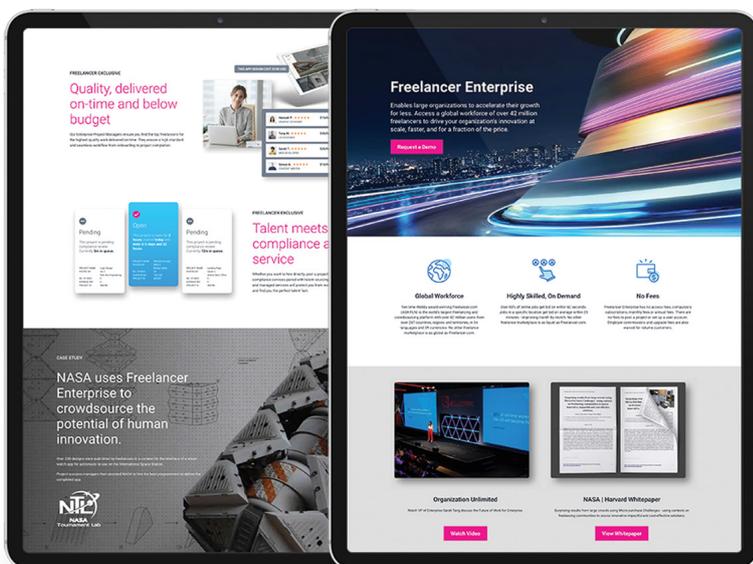
This was a record year for Freelancer Enterprise. In 2020 we doubled the pilots launched with Fortune 500 companies, with many scaling up to multi-region and multi-workflows by year end. Adoption of the platform increased and GMV is up 67% year on year. Covid has taken a seat in the C-suite and accelerated digital transformation like never before.

Our clients applied our technology and talent to their businesses in innovative and unexpected ways. A \$30B global IT company dispatched engineers in multiple APAC markets, reducing response time by 10% and improving labour costs by 10-15%. Professional services firms staffed up projects 3x faster at 7x the cost savings compared to traditional agencies. A \$100B company is leveraging thousands of developers to scale network effects, enabling their clients to migrate to the

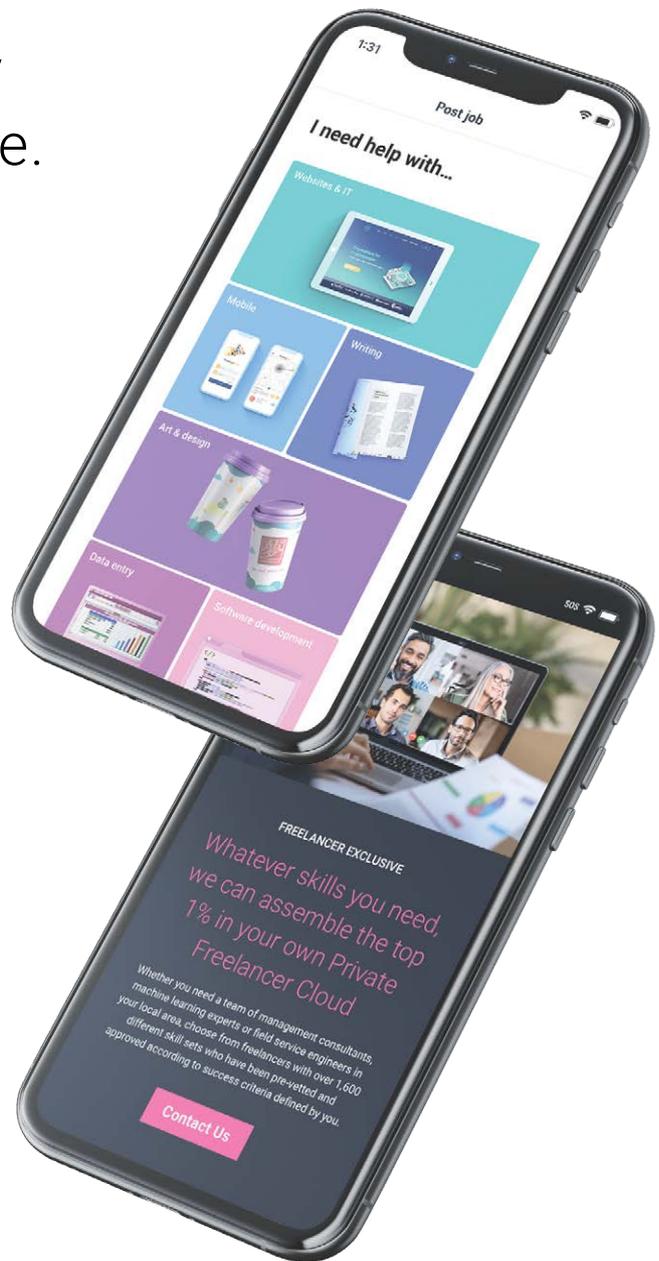
cloud faster. A \$17B global BPO company beat their hiring targets by 318% within a matter of weeks.

2020 will also hold a record for the size and scale of innovation on our platform. Under the \$25M NOIS2 joint NASA tender, Freelancer Enterprise partnered with Arrow Electronics and Adiona to secure a \$365,000 USD power engineering and \$475,000 USD data science contest. Thousands of freelancers around the world will now get their shot at winning one of the largest contests ever on Freelancer!

As diverse and unique as our customer stories sound, Freelancer Enterprise is the platform that unites F500s on a mission to build a diverse workforce for the future: exceptional talent at scale, on demand.



The full power of  
Freelancer.com on any  
browser and any device.



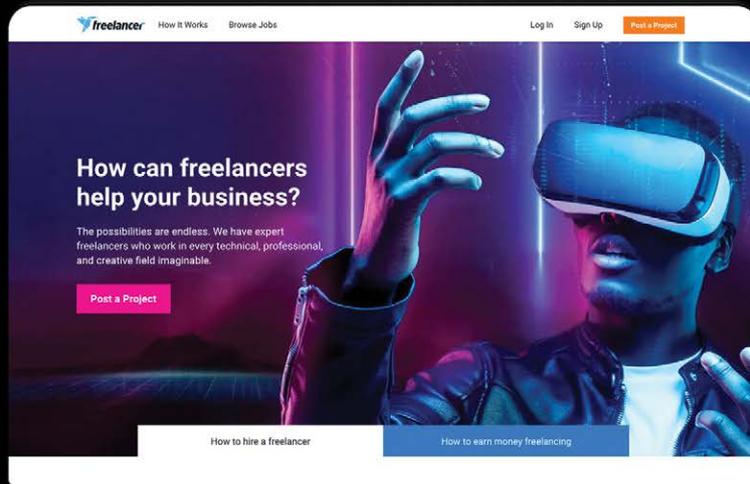
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FREELANCER MOBILE

Work is no longer restricted to a physical office,  
or a computer sitting at a desk.

Freelancer understands the importance of mobile platforms  
in the world of remote work. In 2020, we focused our energies  
on a complete overhaul of the entire website to provide a  
streamlined experience across desktop and mobile. Our  
customers can now access a new fully featured responsive  
website from the convenience of their mobile devices.

Since this release in July 2020, the Freelancer revenue from  
mobile browsers grew by 50.5% thanks to the dramatically  
improved user experience.



WORKING IN THE CLOUD

We provide a platform that lets you work the way you'd like to work.

\$332

AVERAGE VALUE OF HOURLY PROJECTS IN USD

32

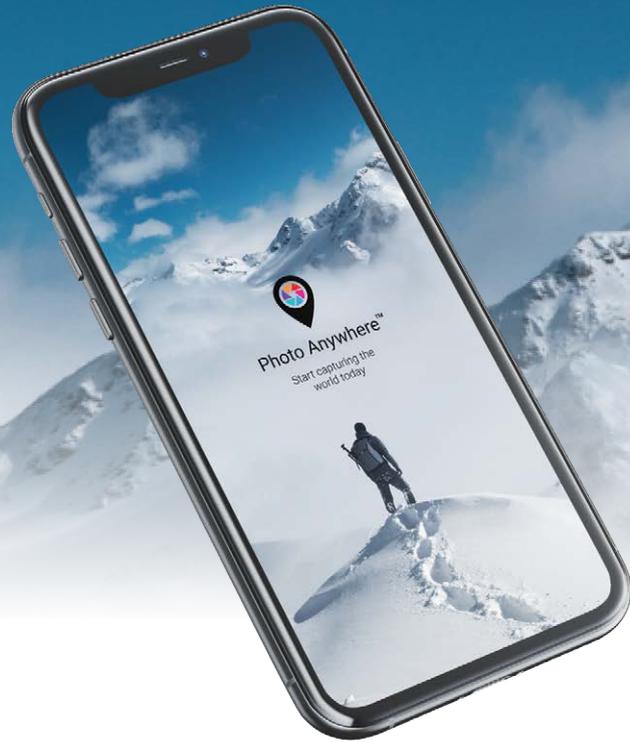
AVERAGE LENGTH OF ENGAGEMENT IN DAYS

On Freelancer you can begin a project with a fixed scope and price in mind - the best option for projects that have a well-defined scope and deliverables.

and transparent hourly rate. You can review the outcomes and billings for the project on a weekly basis, and a summary of all your project's activity is automatically sent to you.

Alternatively, you can work on an ongoing basis. Payments are based on the freelancer's time spent working, at a clear

Hourly projects are a great choice for building long-term, open-ended working relationships with freelancers.



023

FREELANCER API

## Add the power and depth of the world's largest global cloud workforce to your website, app or software with a Freelancer API integration.

The Freelancer API is the foundation of the Freelancer ecosystem. Web and mobile applications alike share the same backend code and infrastructure which third parties may use to power their applications.

Organisations looking to adapt to a changing world and capitalise on the future of work can directly source talent and expertise through the Freelancer API. The Freelancer API allows workforce automation at scale with unparalleled speed and savings through elastic cloud labour.

Beyond accessing the Freelancer marketplace to increase internal productivity, the Freelancer API may be used to build both B2C and B2B applications. Freelancer took this to heart in 2020, building a new photo ordering app called Photo Anywhere. Users simply enter a location and their payment details into the app, and photos of the location are delivered back to them in 24 to 48 hours. This is all enabled by the Freelancer API.



# The world's largest marketplace for online jobs is now the best marketplace for local jobs.

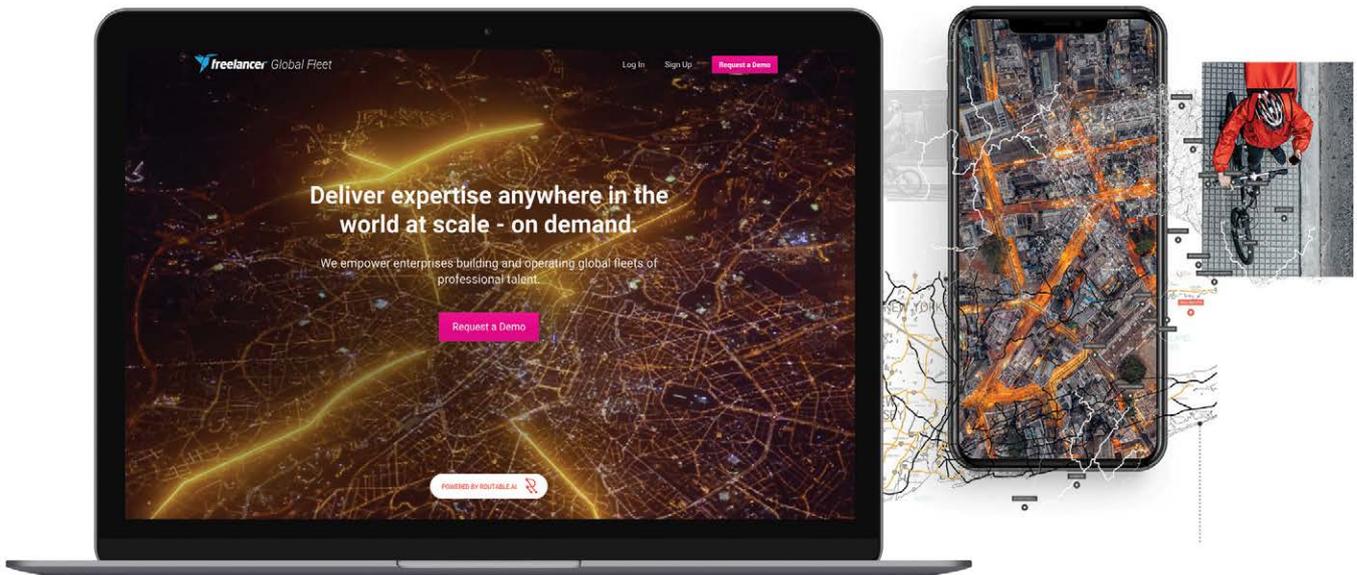
Not all work takes place at a desk and the Freelancer platform is built to support myriad location based use cases. From delivery to photography to field services at scale, Freelancer Local Jobs provides features such as mapping, routing and GPS tracking to allow work to get done wherever in the world it is required.

As the Freelancer platform matures, new business models are emerging that showcase the possibilities of being able to hire a global workforce. Photo Anywhere is a new app that illustrates this. Users simply enter a location and their payment details into the app, and photos of the location are delivered back to them in 24 to 48 hours. This would not be possible without the 50.8 million users on the Freelancer marketplace and the Freelancer Local Jobs infrastructure that supports it.

50.8M+  
GLOBAL USERS

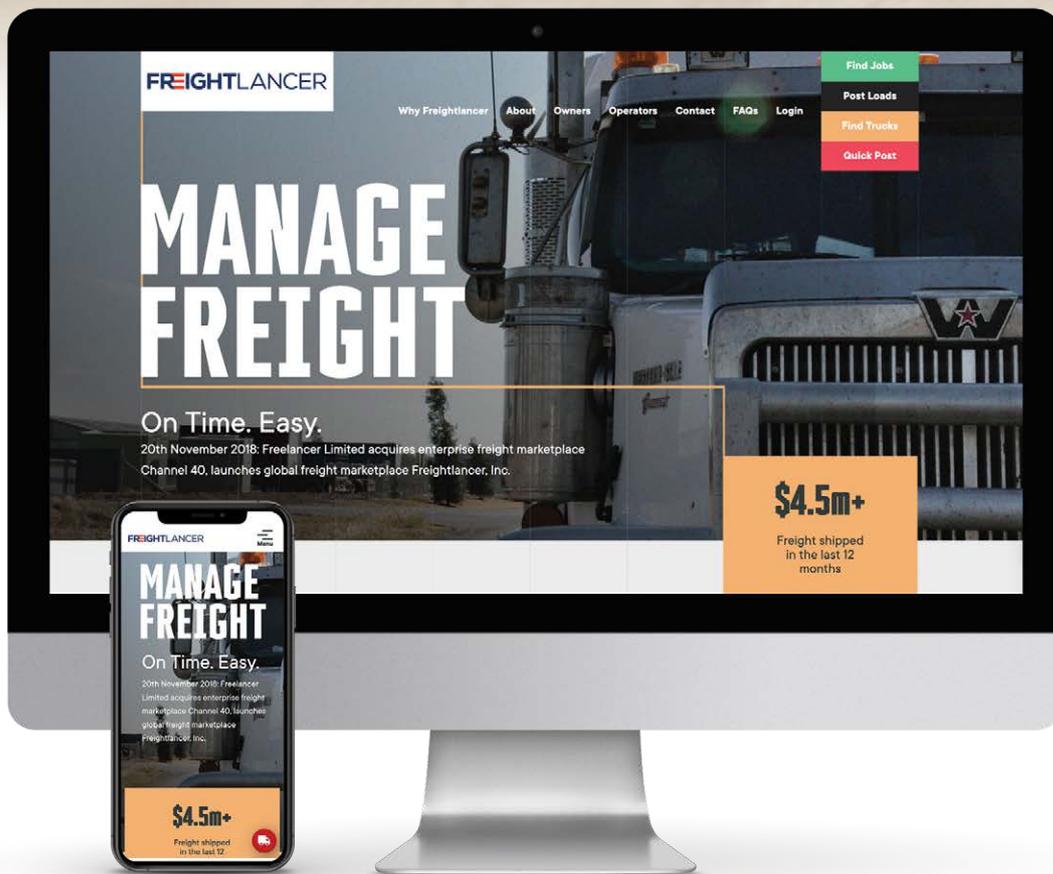
100K  
CITIES AROUND  
THE WORLD HAVE  
FREELANCERS IN  
OUR NETWORK

## LOCATION-BASED JOBS AND FIELD SERVICES





025





FREIGHTLANCER

026

# Freight anything, anywhere with Freightlancer.com

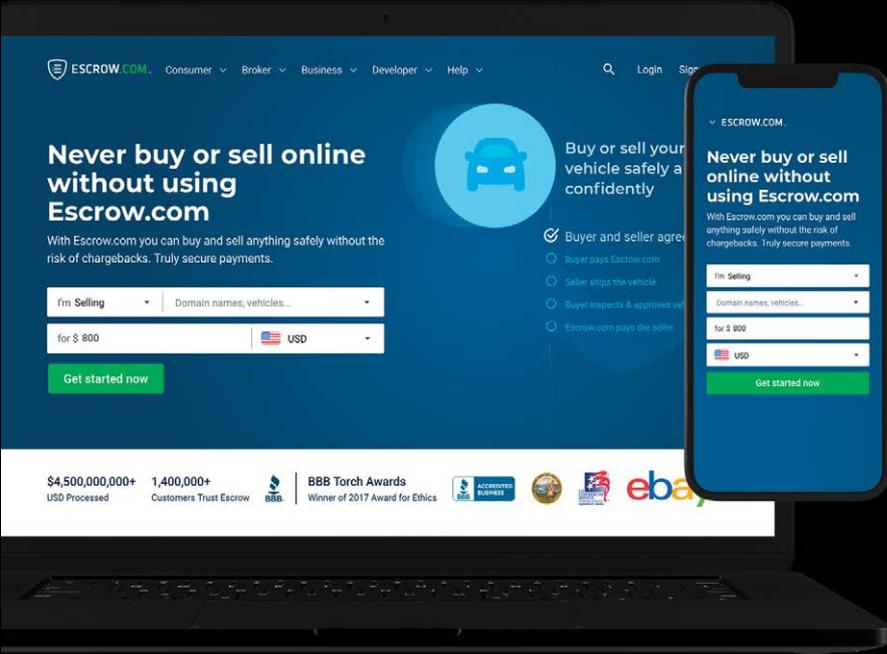
7500+

LICENSED TRANSPORT OPERATORS



Freightlancer is a combination of a marketplace and management system with global reach. It's simplifying the supply chain for freight owners and transport companies, with major customers in the mining, construction, tunnelling, rail, oil & gas industries. Powered by the Freelancer network, it also facilitates rapid metro delivery with the network of 50.8 million freelancers. Freightlancer facilitates the fast, reliable and cost efficient transport of freight while ensuring a high standard of compliance.

Major freight owners such as Newcrest Mining and Boart Longyear use Freightlancer to reduce the cost while assuring the security of freight deliveries at scale. Transport operators, large and small, trust Freightlancer with their fleet capacities and use our app to manage freight end to end.



1.38M  
REGISTERED USERS

\$5B  
USD IN PAID  
TRANSACTIONS

22  
YEARS LICENCED

# Secure online payment processing for the world's largest online escrow service since 1999.

Escrow.com was excited to announce our partnership with eBay in 2020 as well as a number of key partners across the domains, IPv4, arts and marketplace industries ensuring we protect both parties of the transactions during these unprecedented times as people make more payments online.

Escrow Pay is the simplest way to add escrow payments in any website, mobile app, online store, classified site or marketplace via a single Escrow API call. This became the only online payment method for eBay Motors

listing in the United States and was also rolled out as part of the eBay's Luxury Watches Authenticity Guarantee program.

Escrow Offer continues to empower buyers and sellers to negotiate a price for domain names, cars, boats, aircrafts, watches or any high value items online.

Escrow.com also extended our regulatory footprint into Alabama which brings our license coverage to 47, across US states and across the globe.

Providing guidance through the escrow process our knowledgeable Account Management team has been able to support users through tricky domain purchase through our Concierge services and Domain Name Holding as well as supporting motors vehicle transactions through Title Collection and Lien Title Payoff.



Escrow.com is used to secure a wide range of valuable or complex transactions.

Personal  
Protective  
Equipment

Intellectual  
Property

Domain Names

Electronics

IPv4

Cars

Boats

Antiques

Airplanes

Motorcycles

Collectables

Import / Export

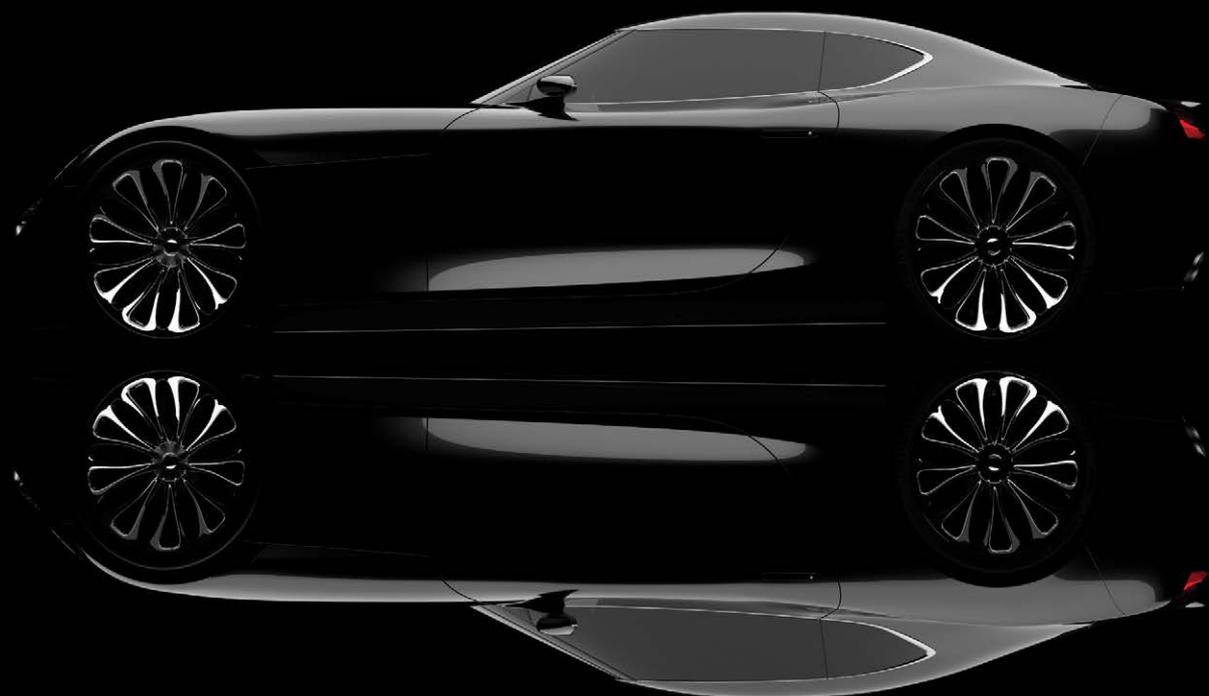
Business  
Assets

Network Equipment

Gemstones  
& Jewellery

Industrial Equipment

Space Station  
Deposits





# With 50.8 million options, why not let one of our experts find you the perfect freelancer?

Recruiter is Freelancer's flagship managed service. With a global presence, our recruiters provide 24x7 coverage to ensure that we can assist our clients anytime, anywhere. Utilising custom tooling optimised on top of our matchmaking algorithm, our team works with our clients to clarify budget and requirements before conducting an

extensive search and interview process from our curated talent pool of vetted preferred freelancers.

Our Recruiters work closely with the top 1% of freelancers on the platform, the Preferred Freelancer Program, to ensure that you'll always have the perfect talent for the job.

029

## RECRUITER

18%

GROWTH IN RECRUITER PROJECTS IN FY20

18%

GROWTH IN PREFERRED FREELANCER PROGRAM





The world's #1 Internet marketing community & marketplace since 1997.

Warrior Forum is the world's top marketing community and marketplace where marketers can find the latest news, trends discussion and daily deals. Whether you're an agency owner, CMO or entrepreneur just starting out - we have content suitable for any level. We've partnered up with industry experts such as Larry Kim, Paul Ponna, Eric Siu, Sam Bakker and more to deliver high-quality content and products to the forum.

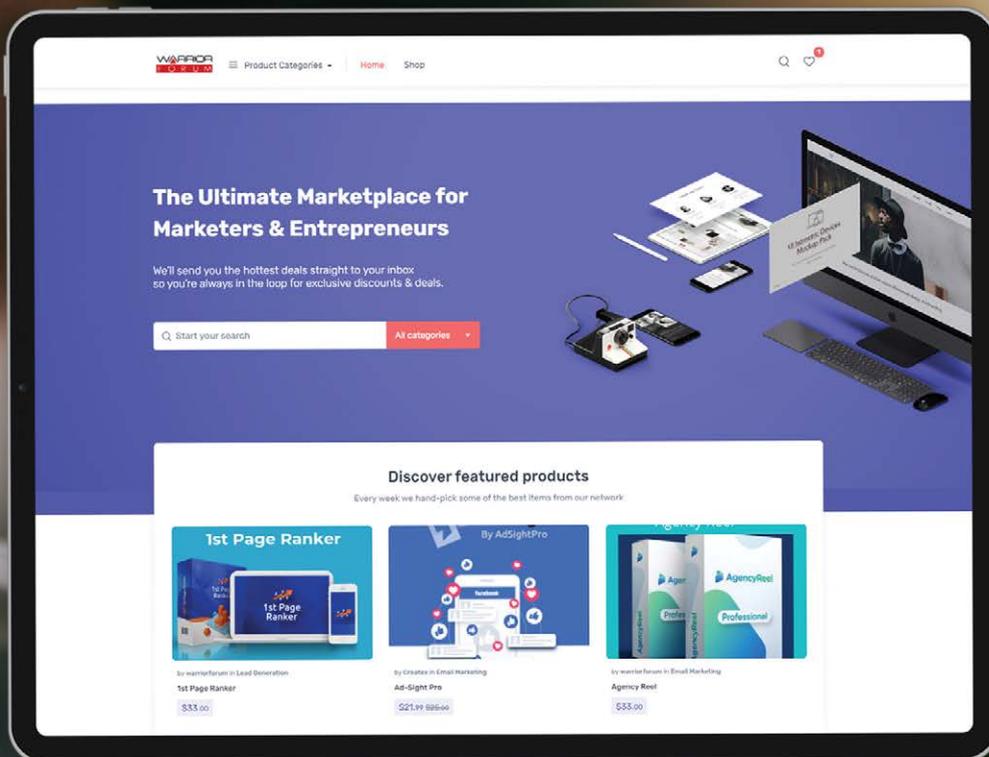
1.5M+  
MEMBERS

9M+  
POSTS

778,421+  
THREADS

WARRIORFORUM.COM

030





# This shoe design cost

**\$60 USD**

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Real project completed at [freelancer.com](https://www.freelancer.com)  
Have an idea? Post your project today  
and get free quotes!







# This skateboard graphic cost

**\$50 USD**

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Real project completed at [freelancer.com](https://www.freelancer.com)  
Have an idea? Post your project today  
and get free quotes!







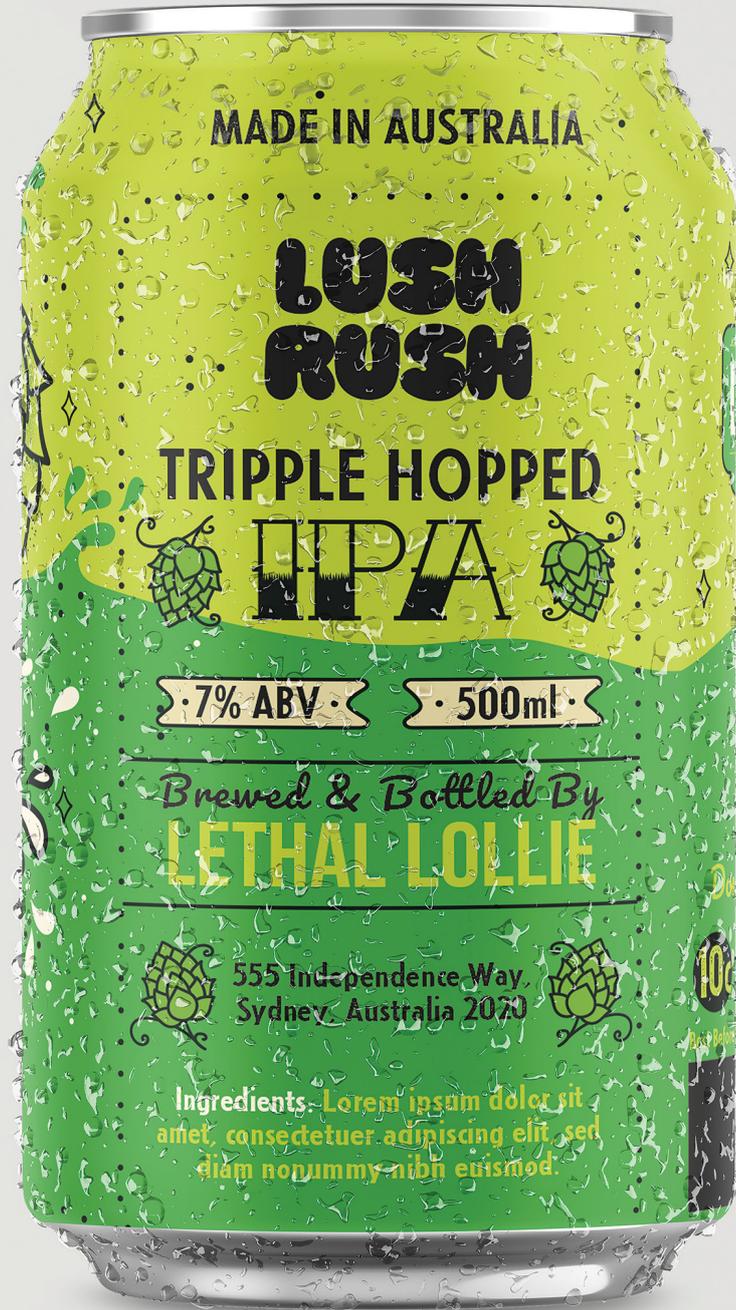
# This package design cost

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**\$300 USD**

Real project completed at [freelancer.com](https://www.freelancer.com)  
Have an idea? Post your project today  
and get free quotes!







# This T-shirt design cost

**\$75 USD**

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Real project completed at [freelancer.com](https://www.freelancer.com)  
Have an idea? Post your project today  
and get free quotes!





# 2020 Awards

In terms of awards and recognition, Freelancer.com won a total of 9 awards and 1 honoree in 2020 including 1 Webby Honoree, 5 Stevie International Business Awards, and 4 APAC Stevie Awards. Escrow.com also won a total of 2 awards - all in the 2020 Stevie International Business Awards.

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## The Webby Awards

Organizers hailed the 24th annual Webby Awards' edition WFH: Webbys From Home with a special focus on those using the Internet to respond to the impact of COVID-19. The Webby Awards received nearly 13,000 entries from 50 states and 70 countries worldwide. From the thousands of global entries submitted, fewer than 10% were selected as Nominees. Although not won an award this year, Freelancer.com was recognized by the Webby Academy as an Official Webby Honoree for the category of Best Employment Website.



## Stevie Awards

The Stevie Awards are the world's premier business awards, which were created in 2002 to honor and generate public recognition of the achievements and positive contributions of organizations and working professionals worldwide. There are seven Stevie Awards programs, each with its own focus, list of categories, and schedule; such as the International Business Awards that are open to all organizations worldwide, and include categories to honor accomplishments in all aspects of work life; and the Asia-Pacific Stevie Awards that are open to all organizations in the 29 nations of Asia-Pacific region. In 2020, freelancer.com won a total of 9 Stevie Awards, including 5 Stevie International Business Awards (IBA) and 4 Asia-Pacific Stevies. Escrow took out 2 Stevie International Business Awards in total : 1 Gold and 1 Bronze.



## Stevie Awards

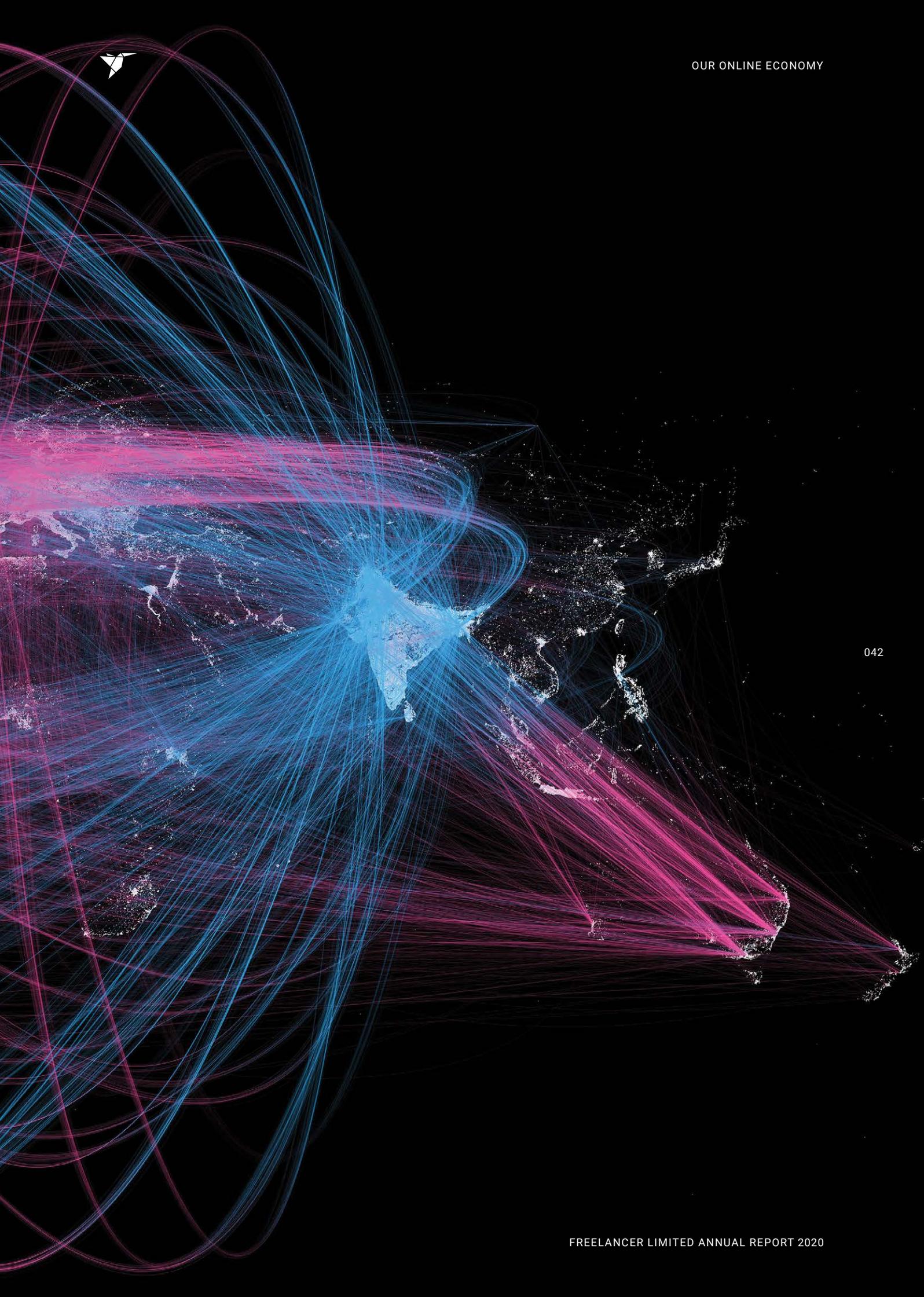
**Stevie International Business Awards (IBA):** For Escrow.com, we won Gold Award for Company of The Year: Financial Services - Small; and Bronze Award for Most Innovative Company of the Year - Up to 100 Employees. Meanwhile for Freelancer.com, we won 3 Gold Awards for Communications, Investor Relations or PR Executive of The Year: Sebastian Siseles; Best Website: Business or Professional Services; and for Communications Team of The Year. Freelancer.com also won 1 Silver Award for Matt Barrie as Executive of The Year - Business or Professional Services; and 1 Bronze Award for Company of The Year : Business or Professional Services - Large.

**Asia Pacific Stevies:** We won 3 Silver Awards for Innovative Management in Technology Industry (more than 100 employees); for Excellence in Innovation in Technology Industry (more than 100 employees); and Innovation in Technology Management, Planning, and Implementation (more than 100 employees); as well as 1 Bronze Award for Most Innovative Communications Professional of The Year : Helma Kusuma.

## Our Online Economy

This map illustrates the Freelancer online economy. The pink lines indicate where projects are being posted by employers, and the blue lines indicate where the projects are being performed by freelancers. Thicker lines indicate a higher dollar volume of work. White dots indicate the location of Freelancer's users. Edges are sampled data from awarded projects in November 2020.





# Directors' Report

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Your Directors submit the financial report of Freelancer Limited (the Company) for the year ended 31 December 2020. In order to comply with the provisions of the Corporations Act 2001, the Directors report as follows.

The names and particulars of the directors of the Company during or since the end of the financial year (Directors) are:

# Matt Barrie

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Executive Chairman  
(appointed 10 April 2010)

BE (Hons I) BSc (Hons I)  
GDipAppFin MAppFin MSEE  
(Stanford) GAICD SEP FIEAust



Founder and Executive Chairman of the Company.

Serial entrepreneur with extensive experience and knowledge in the technology sector. Previously co-founded and was CEO of Sensory Networks Inc., a vendor of high performance network security processors, which was acquired by Intel Corporation Inc. in 2013.

Formerly Adjunct Associate Professor at the Department of Electrical and Information Engineering at the University of Sydney. Co-author of over 20 US patent applications.

Qualifications include first class honours degrees in Electrical Engineering and Computer Science from the University of Sydney, Masters in Applied Finance from Macquarie University, Masters in Electrical Engineering from Stanford, California, Graduate of the Stanford Executive Program at the Graduate School of Business, Fellow of the Institute of Engineers Australia and Councillor of the Electrical and Information Engineering Foundation at the University of Sydney.

Relevant interest in 197,161,429 fully paid ordinary shares, including a relevant interest in 3,158,998 fully paid ordinary shares by virtue of having a voting power of over 20% in the Company, which has a relevant interest as a result of trading restrictions over shares issued under the Employee Share Plan.

Beneficial interest in 194,002,431 fully paid ordinary shares (representing 42.81% of issued capital).

Member of the Nomination and Remuneration Committee and Audit Committee.

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# Darren Williams

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Non-Executive Director  
from 1 November 2015.

Executive Director  
until 31 October 2015  
(appointed 10 April 2010)

BSc (Hons I) PhD  
(Computer Science)



Non-Executive Director of Company. Was the Chief Technology Officer and Executive Director of the Company until 31 October 2015.

Extensive experience in computer security, protocols, networking and software. Previously co-founded and was CTO (and subsequently CEO) of Sensory Networks Inc., a vendor of high performance network security processors, which was acquired by Intel Corporation Inc. in 2013.

Previously lectured Computer Science at the University of Sydney. Author of numerous articles, patents and papers relating to security technology, software and networking.

Qualifications include first class honours degree in Computer Science and a Ph.D. in Computer Science specialising in computer networking from the University of Sydney.

Beneficial and relevant interest in 10,627,165 fully paid ordinary shares (representing 2.35% of issued capital).

Member of the Nomination and Remuneration Committee and Audit Committee.

# Simon Clausen

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Non-Executive Director  
(appointed 10 April 2010)



Founding investor and Non-Executive Director of the Company.

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Extensive experience in operating and investing in high growth technology businesses in both Australia and the United States. Previously founded and was CEO of WinGuides, which later became PC Tools and was acquired by Symantec Corporation in October 2008.

Currently the sole director of Startive Ventures, a specialised technology venture fund that actively maintains investments in a number of companies globally.

Relevant interest in 163,658,998 fully paid ordinary shares, including a relevant interest in 3,158,998 fully paid ordinary shares by virtue of having a voting power of over 20% in the Company, which has a relevant interest as a result of trading restrictions over shares issued under the Employee Share Plan.

Beneficial interest in 160,500,000 fully paid ordinary shares (representing 35.42% of issued capital).

Member of the Nomination and Remuneration Committee and Audit Committee.

## Company Secretary

Mr Neil Katz held the position of Company Secretary during and at the end of the financial year (appointed 9 March 2012). He has been with the Group since 2009 and is also the Chief Financial Officer.

## Principal activities

The principal activity of the consolidated entity (the Group) during the financial year was the provision of an online outsourcing marketplace and escrow payment services.

There were no significant changes in the nature of the principal activities during the financial year.

## REVIEW OF RESULTS AND OPERATIONS

The Group's loss attributable to equity holders of the Company, after providing for income tax, was nearing breakeven at \$646,000 (2019 loss: \$1,591,000).

## Key Performance Highlights

Year ended 31 December	FY20 \$m	FY19 \$m	% Change
<b>Financial metrics:</b>			
Gross Payment Volume <sup>1</sup>	892	788	+13%
Net Revenue <sup>2</sup>	59	58	+1%
Gross Profit	49.0	48.5	+1%
Gross margin (%)	83.3%	83.7%	-0.4%
Operating EBITDA <sup>3,4</sup>	(0.4)	(1.1)	nm
Operating EBIT <sup>3</sup>	(0.7)	(1.4)	nm
Operating NPAT <sup>3</sup>	(0.5)	(1.3)	nm
Operating Cash Flow <sup>5</sup>	7.9	(2.1)	+285%
<b>Operational metrics:</b>			
New Jobs <sup>6</sup> (millions)	2.2	1.9	+17%
Total Jobs Posted (millions)	19.1	17	+13%
New Registered Users (excluding Escrow, millions)	8.9	9.1	-2%
Total Registered Users <sup>5</sup> (millions)	50.8	41.7	+22%

### Notes:

<sup>1</sup> Gross Payment Volume (GPV) is calculated as the total payments to Freelancer and Escrow users for products and services transacted through the Freelancer and Escrow websites plus total Freelancer and Escrow revenue. GPV is an unaudited metric. Marketplace segment FY20 GPV A\$192.1 million (up 5.9% on prior corresponding period), Payments segment GPV A\$699.7 million (up 15.4% on prior corresponding period).

<sup>2</sup> Net Revenue excluding Escrow.com for FY20 was \$50.5m (up 0.2% on prior corresponding period).

<sup>3</sup> Excludes non-cash share based payments expense of \$192k in FY20 and \$329k in FY19.

<sup>4</sup> From FY19 lease expenses in respect of office leases have been accounted for in accordance with AASB 16 Leases. The impact is that lease expenses are no longer reflected in the P&L but are brought into account as depreciation on the right of use asset and interest paid on the corresponding lease liability. Depreciation of \$4.5m (FY19:\$2.9m) and finance costs of \$1.8m (FY19:\$0.2m) relating to office leases (accounted for in accordance with AASB 16 Leases) are included in the EBITDA calculation.

<sup>5</sup> From FY19 lease payments in respect of office leases have been accounted for in accordance with AASB 16 Leases. The impact is that lease payments are now recorded in the cash flow statement as interest payments, disclosed in operating activities and capital payments, disclosed in financing activities.

<sup>6</sup> Total Projects and Contests Posted was redefined in January 2016 to Total Jobs Posted (filtered). Jobs Posted (Filtered) is defined as the sum of Total Posted Projects and Total Posted Contests, filtered for spam, advertising, test projects, unawardable or otherwise projects that are deemed bad and unable to be fulfilled.

<sup>7</sup> User and project/contest data includes all users and projects/contests from acquired marketplaces. Prior to May 2009, all data was from acquired marketplaces. Includes Escrow.com unique users.



# FREELANCER.COM

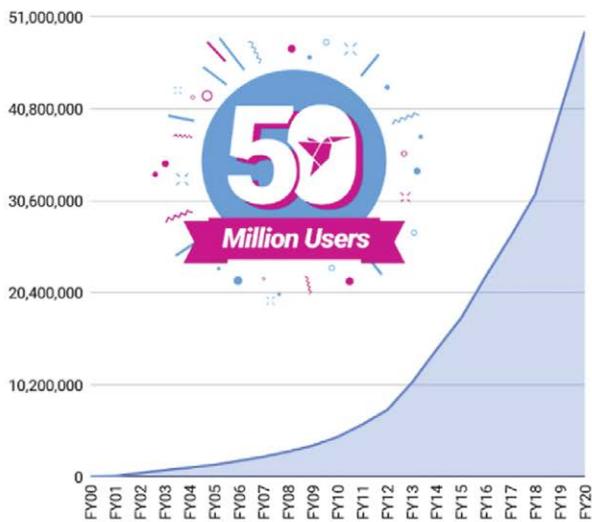
The Company's revenue is primarily generated from new and existing users posting and fulfilling projects and contests in the Freelancer marketplace.

In FY20, Freelancer ended the year with 50.8 million registered users, adding 8.9 million (up 22%). The number of jobs posted (filtered) totalled 19.1 million at 31 December 2020, adding 2.2 million for the year (up 17%).

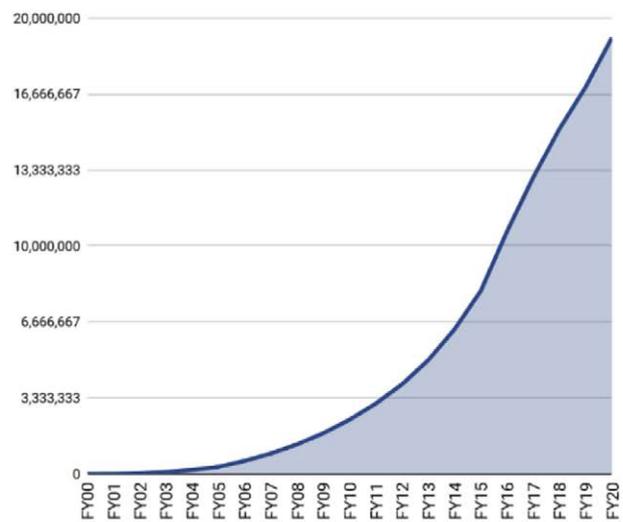
In the year, Freelancer Gross Payment Volume hit an all-time record of \$192.1 m, which was up 5.9% on the previous corresponding period. The second half of the year ended stronger with 2H20 GMV hitting an all-time record of \$51.8 million (up 17.7%) or AU\$71.9m (up 11.6%).

Moving into FY21, GMV is currently growing at 27.5% in USD on pcp on a 28 day rolling basis (17 February 21).

### Total Registered Users



### Total Jobs Posted (Filtered)



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FIG.1 TOTAL REGISTERED USERS AND JOBS (FILTERED) BY YEAR ON FREELANCER.COM

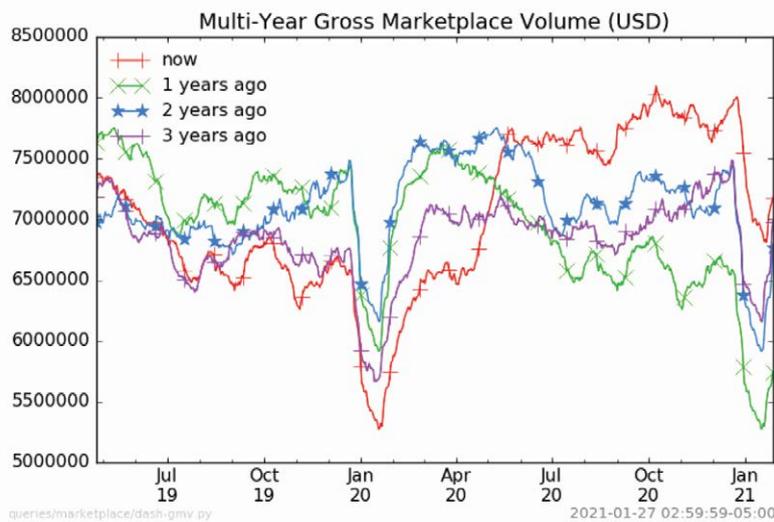


FIG.2 MULTI-YEAR GROSS MARKETPLACE VOLUME (USD)

## FREELANCER.COM

Net revenue for Freelancer.com was \$50.5 m, which was flat on the previous corresponding period. In 1Q20, Freelancer experienced a negative impact on revenue due to Chinese freelancers having troubles with work continuity during Covid. From 2Q through 4Q20 however, segment revenue was up 10% on pcp in USD, our primary operating currency.

For the full year, underlying project fee growth was at 9.4% on pcp and core marketplace revenue growth was at 7.1% on pcp, both beating the headline GPV growth.

Negatively affecting revenue growth in FY20 was enterprise services (consulting) revenue, which fell \$2.4m to \$2.8m, primarily due to cycling the largest Arrow services work in FY19. The activity within the enterprise division, however, continues to grow strongly. Enterprise GMV (USD) grew 67% in FY20 on pcp. In the year, we also signed a record number of Master Services Agreements with major brands in the technology, aerospace, telecommunications, field services, professional services, advertising, defense and healthcare industries. We also launched double the number of pilot projects with enterprises around the world compared to the previous year. Our default agreements do not include a minimum volume commitment.

Of note, we delivered a number of enhancements to Deloitte MyGigs, a custom talent marketplace. Over 20,000 consultants have been onboarded and over 100,000 consultant hours logged to date. In 2Q21 we will integrate the MyGigs to the Freelancer.com cloud workforce.

Also of note in enterprise in FY20, we jointly won a US\$25M NASA tender, of which the first two task orders successfully obtained are a US\$365,000 power engineering challenge for the US Bureau of Reclamation hydroelectric power authority and a US\$474,500 data science challenge in child morbidity prevention for the US National Institute of Child Health.

## ESCROW.COM

For the full year 2020, Escrow.com achieved an all-time record Gross Payment Volume of \$699.7m (up 15.4% on pcp), or US\$486.1 million (up 15.2% on pcp). For the full year, Escrow.com net revenue was \$8.2 million (up 9% on pcp).

Also negatively affecting revenue in this segment was Startcon, a conference which was discontinued in FY20. This was a \$675k drag on revenue, although a positive boost to EBITDA of about \$600k, as the conference in recent years was not operating profitably. We do not see Startcon running again for the foreseeable future.

Throughout FY20, the product and engineering teams primarily focused on overhauling the mobile experience of the website. In July, we replaced our legacy, standalone mobile website with our new responsive frontend, and in December we entered beta testing with a new, fully-featured mobile app, built using the same codebase as our responsive frontend and the wider website. We believe this will pay dividends across multiple areas, including a superior mobile experience for customers, and faster development times due to heavily reduced redundancy and complexity. After removing the legacy mobile web experience, in 2H20 revenue from customers viewing the site in a mobile browser increased by 51.5% on pcp.

In terms of outlook, we have never been in a better position with regards to product. We are at the tail end of the front end overhaul work, with most of the product migrated. Mobile web is now running from the same codebase as desktop (2H20 mobile web fees up 51.5% on pcp since). We expect similarly for iOS and Android with new apps in beta and full production imminent. In terms of product development, in FY21 we will initially be focusing on the core experience, UX, design, API & collaboration.

2H20 GPV was an all-time record \$275m (up 34.1% on pcp) or AU\$379m (up 26.7% on pcp). The last four months of trading were particularly strong (inclusive of September), with 4Q20 Escrow.com GPV of US\$156.6 million (up 56.2% on pcp), or AU\$213.6 million (up 45.7% on pcp). Fourth quarter revenue was AU\$2.4m (up 33.4%) or US\$1.75m (up 43.3% on pcp).

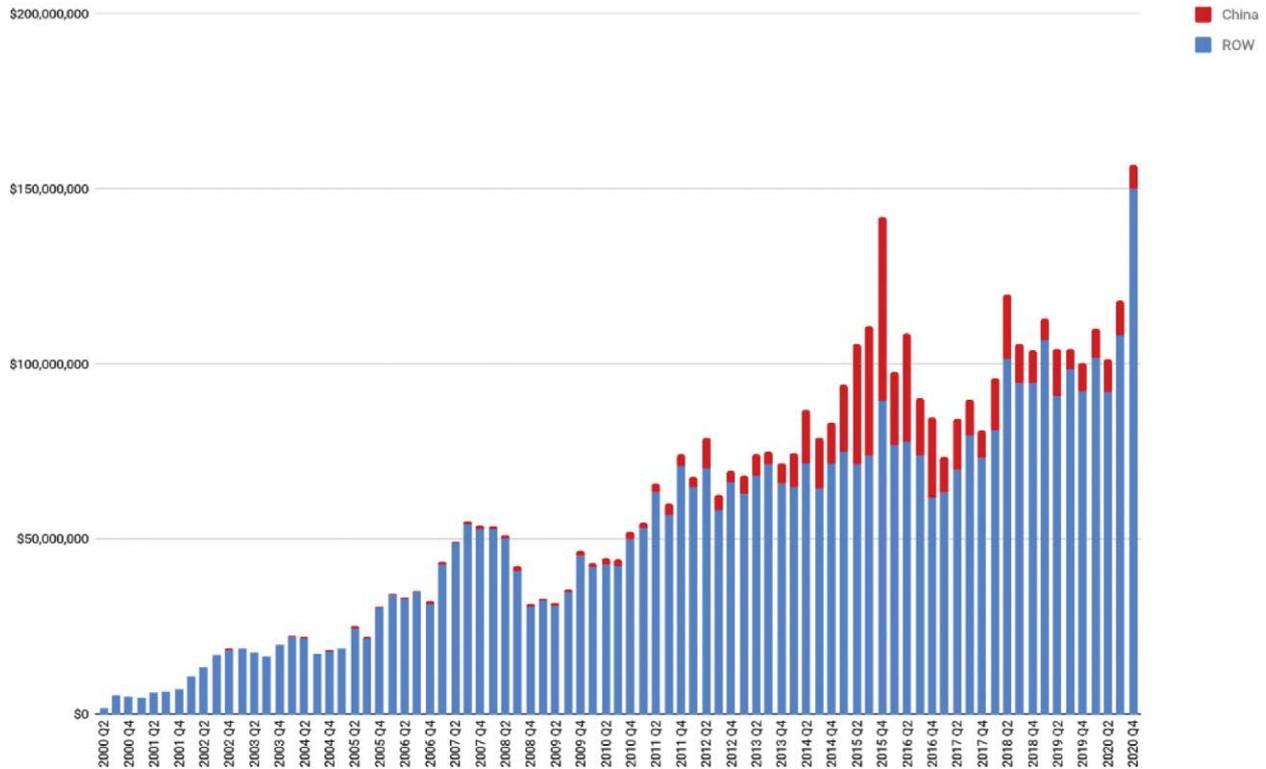


FIG.3 GROSS PAYMENT VOLUME BY QUARTER FOR ESCROW.COM (USD)

In FY20 Escrow.com was chosen as the exclusive escrow provider for eBay Motors and luxury watches valued at \$10,000 and above, as part of eBay's new Authenticity Guarantee service. We look forward to announcing further growth in this relationship across multiple verticals throughout FY21.

Escrow.com's FY20 integrations with vehicle marketplaces have put us in a strong position going into FY21. In FY20 motor vehicle GPV (USD) was up 285% on pcp.

Looking forward into FY21 we see increased demand for luxury and collectible items. Attention from our new integration with eBay has led to an increase in the number of jewellery transactions, and we are actively integrating with three additional marketplaces signed in FY20.

Escrow.com's geographic expansion into Europe with new partner marketplaces has driven a 22% increase in Gross Payment Volume in Euros with additional focus on this region in FY21.

In early FY21 we appointed Raffaella Maiorano as Director of Legal & Compliance for the Group and Money Laundering Reporting Officer (MLRO) of Escrow for the United Kingdom Authorised Payments Institution license. Raffaella has 18 years experience in regulatory compliance, asset management, private equity and capital markets in the UK, Europe, USA, Hong Kong and Australia. She has previously worked at the Royal Bank of Scotland, Bank of America Merrill Lynch, Deutsche Asset Management (UK) and GLG Partners (formerly Societe Generale AM (UK) Limited).

In terms of licensing, we are in the final stages of obtaining licenses for the three remaining US states. We have been given verbal approval in Hawaii, conditional on a banner indicating we do not transact in real estate escrow. The API application for the United Kingdom is also in process. We expect that the remaining licenses will be granted in FY21. After that, we will pursue a license for the EU and money transmission licenses in the states where we have escrow licenses.

## REVIEW OF FINANCIAL PERFORMANCE

The Company achieved Net Revenue of \$58.8 million in FY20 (up 1.5% on the previous corresponding period), and an all-time record Gross Payment Volume of \$891.8 million (up 13% on the previous corresponding period). Revenue excluding Escrow.com was \$50.5 million (flat on the previous corresponding period). Escrow.com revenue was \$8.3 million (up 9% on the previous corresponding period).

GPV excluding Escrow.com was an all-time record at \$192.1 million (up 5.9% on the previous corresponding period).

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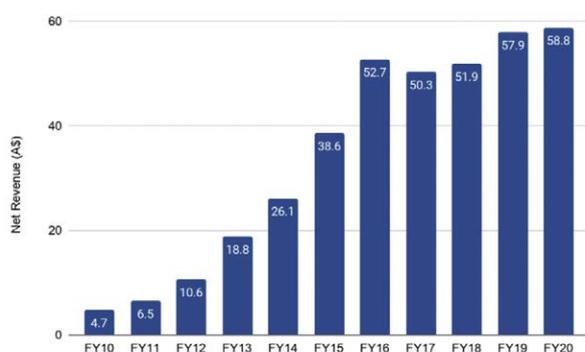


FIG.4 NET REVENUE FOR THE FREELANCER GROUP BY FINANCIAL YEAR

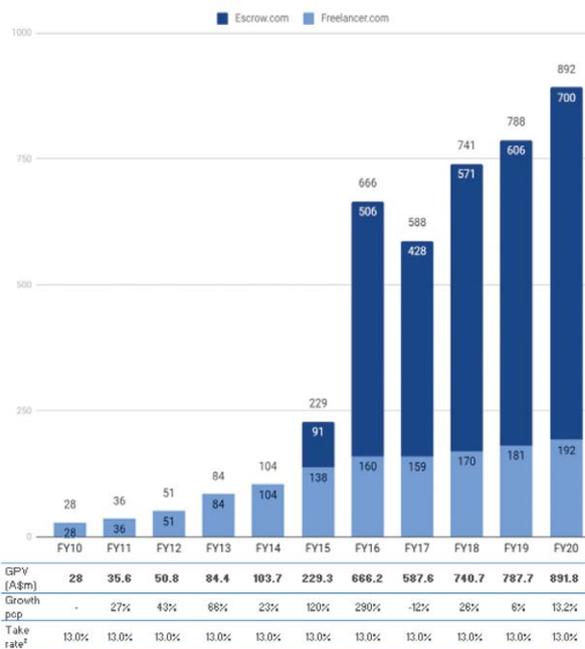


FIG.5 GROSS PAYMENT VOLUME (GPV) FOR THE FREELANCER GROUP BY YEAR

Notes:

1. Gross Payment Volume (GPV) is calculated as the total payments to Freelancer or Escrow users for products and services transacted through the Freelancer or Escrow websites plus Net Revenue. Based on Freelancer's unaudited management accounts which have not been subject to an auditor's review.
2. Take rate for the Marketplace segment is 3% employer commission and 10% freelancer commission, which has not changed since 2010.
3. Core Freelancer FY20 GPV of A\$192.1m. Escrow FY20 GPV of US\$486.1m, average AUD/USD FX of 0.694708= A\$700m



The Company's gross margin of 83.3% in FY20 decreased marginally by 0.4% compared to the previous corresponding period (FY19: 83.7%), but remains within a consistent range since 2011. The Company's cost of sales predominantly consists of transaction costs that are incurred from the various gateways relied upon to process user payments, as well as various provisions taken for credit card chargebacks and fraud risks. Cost of sales also includes direct labour costs incurred in generating enterprise services revenue.

The Company reported an Operating NPAT (loss) of \$(0.5) million in FY20 (FY19: \$(1.3) million).

Operating NPBT (loss) was \$(0.7) million in FY20 (FY19: \$(1.4) million).

Operating expenses were 1.5% higher than the prior corresponding period. Payroll costs, which represent 45% of operating costs were lower by 2%. As of 31 December 2020, the company had 419 FTE staff. Occupancy costs rose due to relocation and expansion of the Sydney office and is offset by

\$1.4m in rental income from subleasing expansion space in the new premises (These leases were finalised pre Covid-19).

Overall NPAT (loss) was \$(0.6) million in FY20, which included a tax benefit of \$0.2 million (FY19: \$(1.6) million).

#### Cash Flow and Balance Sheet Strength

The Company posted a positive operating cash flow of \$7.9 million in FY20 up from (FY19 of \$2.1 million). Operating cash excludes \$2.7 million (FY19: \$3.1 million) of lease payments associated with office premises, which have been reflected as finance costs in accordance with AASB 16 Leases.

Trade and other receivables include receivables from various payment gateways in relation to partially completed transactions as well as amounts due from enterprise customers.

As at 31 December 2020, the Company held cash and equivalents of \$34.3 million and no net debt, up 7% on FY19.

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## Dividends paid or recommended

There have been no dividends paid or provided for the financial year ended 31 December 2020 (2019: nil).

The Company has established a Dividend Reinvestment Plan (DRP). The full terms and conditions of the DRP are available on the Company's website, [www.freelancer.com](http://www.freelancer.com).

## Significant changes in state of affairs

There have been no significant changes in the state of affairs for the current financial year.

## Subsequent Events

As at the date of this report, the Directors are not aware of any circumstance that has arisen since 31 December 2019 that has significantly affected, or may significantly affect the Group's operations in future financial years, the results of those operations in future financial years, or the Group's state of affairs in future financial years.

## Future developments

In future financial years, the Group expects to further its growth through expansions to other territories organically and by acquisition, and forming strategic alliances and partnerships.

## Environmental regulations

The operations of the Group do not involve any activities that have a marked influence on the environment. As such, the Directors are not aware of any material issues affecting the Group or its compliance with the relevant environment agencies or regulatory authorities.

## Insurance and indemnification of Directors and Officers

During the financial year, the Group paid premiums based on normal commercial terms and conditions to insure all directors, officers and employees of the Group against the costs and expenses in defending claims brought against the individual while performing services for the Group. The premium paid has not been disclosed as it is subject to the confidentiality provisions of the insurance policy.

The Company has in place Deeds of Indemnity, Insurance and Access with each of its current Directors and such other officers that the Directors determine are entitled to receive the benefit of an indemnity.

## Rounding off of amounts

The Company is an entity to which ASIC Corporations Instrument 2016/191 applies. Accordingly amounts in the financial report have been rounded off to the nearest thousand dollars, unless otherwise stated.

## Meetings of Directors

During the financial year five meetings of Directors were held. Other matters arising during the year were resolved by circular resolutions.

The following persons acted as Directors of the Company during the financial year, with attendances to meetings of Directors as follows:

	Director meetings		Audit Committee meetings		Nomination and Remuneration meetings	
	Eligible to attend	Attended	Eligible to attend	Attended	Eligible to attend	Attended
R.M. Barrie	6	6	2	2	-	-
S.A. Clausen	6	6	2	2	-	-
D.N.J. Williams	6	6	2	2	-	-

## Non-audit services

Details of amounts paid or payable to the auditor for non-audit services provided during the year by the auditor and its related parties amounted to \$29,000 (2019: \$29,000).

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The Directors are satisfied that the provision of non-audit services in the form of tax compliance services during the year by the auditor (or another person or firm on the auditors' behalf) is compatible with the general standard of independence for auditors imposed by the Corporations Act.

The Directors are of the opinion that the services as disclosed in Note 21 to the financial statements do not compromise the external auditor's independence, based on advice received from the Audit Committee, for the following reasons:

- all non-audit services have been reviewed and approved to ensure that they do not impact the integrity and objectivity of the auditor; and
- none of the services undermine the general principles relating to auditor independence as set out in Code of Conduct APES 110 Code of Ethics for Professional Accountants issued by the Accounting Professional & Ethical Standards Board, including reviewing or auditing the auditors own work, acting in a management or decision making capacity for the Company, acting as advocate for the Company or jointly sharing economic risks and rewards.

## Officers of the Company who are former audit partners of the auditor

There are no officers of the Company who are former audit partners of Hall Chadwick.

## Auditor's independence declaration

The auditor's independence declaration is included on page 58 and forms part of the Directors' Report for the year ended 31 December 2020.

## Shares issued under Employee Share Plan (ESP)

No ESP shares have been granted to Directors during the financial year. No ESP shares have been granted to Directors since the end of the financial year.

## Proceedings on behalf of Company

No proceedings have been brought or intervened in on behalf of the Company, nor have any applications for leave to do so been made in respect of the Company, under section 237 of the Corporations Act 2001.



## REMUNERATION REPORT

This audited Remuneration Report for the Group which forms part of the Directors' Report for the financial year ended 31 December 2020, details the nature and amount of remuneration for each Director and the Executives.

Key management personnel (KMP) comprise:

- R.M. Barrie – Executive Chairman
- S.A. Clausen – Non-Executive Director
- D.N.J. Williams – Non-Executive Director
- N.L. Katz – Chief Financial Officer and Company Secretary

### Remuneration Policy

The performance of the Group depends upon the quality of its directors and executives. The Group recognises the need to attract, motivate and retain highly skilled directors and executives.

The Board of Directors, through its Nomination and Remuneration Committee, accepts responsibility for determining and reviewing remuneration arrangements for the Directors and Executives. The Nomination and Remuneration Committee assesses the appropriateness of the nature and amount of remuneration of Directors and Executives on a periodic basis by reference to relevant employment market conditions, giving due consideration to the overall profitability and financial resources of the Group, with the objective of ensuring maximum stakeholder benefit from the retention of a high-quality Board and executive team.

### Non-Executive Director remuneration

Fees and payments to Non-Executive Directors reflect the demands which are made of the Directors in fulfilling their responsibilities. Non-Executive Director fees are reviewed annually by the Board. The Constitution of the Company provides that the Non-Executive Directors of the Company are entitled to such remuneration, as determined by the Board, which must not exceed in aggregate the maximum amount determined by the Company in general meeting. The most recent determination was at a General Meeting held on 9 October 2013 where the shareholders approved an aggregate remuneration of \$300,000. Annual Non-Executive Directors' fees currently agreed to be paid by the Company are \$25,000 (2018:\$25,000) to S.A. Clausen and D.N.J. Williams inclusive of superannuation.

### Executive and Executive Director remuneration

Fixed remuneration consists of base remuneration (which is calculated on a total cost basis and includes any fringe benefits tax charges related to employee benefits, including motor vehicles), as well as employer contributions to superannuation funds.

Executive and Executive Director remuneration levels are reviewed annually by the Nomination and Remuneration Committee through a process that considers the overall performance of the Group. The Executive Directors are not paid any director fees in addition to their fixed remuneration as Executives.

### Performance based remuneration

Performance based remuneration is at the discretion of the Nomination and Remuneration Committee. These can take the form of cash bonuses or invitations to participate in the Company's Employee Share Plan (ESP).

## Remuneration of Directors and Executives

Remuneration shown below relates to the period in which the Director or Executive was a member of key management personnel. Amounts below have either been paid out or accrued in the period.

	Short-term benefits			Post employment benefits	Share based payments	Total
	Directors' fees	Cash salary and fees	Other	Superannuation	Shares	
<b>Non-Executive Directors</b>	\$	\$	\$	\$	\$	\$
S.A. Clausen						
<b>2020</b>	<b>25,000</b>	-	-	-	-	<b>25,000</b>
2019	25,000	-	-	-	-	25,000
D.N.J. Williams						
<b>2020</b>	<b>22,884</b>	-	-	<b>2,174</b>	-	<b>25,058</b>
2019	22,884	-	-	2,174	-	25,058
<b>Executive Directors</b>						
R.M. Barrie						
<b>2020</b>	-	<b>569,096</b>	<b>17,056</b>	<b>25,904</b>	-	<b>612,056</b>
2019	-	569,096	7,289	25,904	-	602,289
<b>Other KMP</b>						
N.L. Katz						
<b>2020</b>	-	<b>317,400</b>	<b>16,420</b>	<b>27,600</b>	<b>46,844</b>	<b>408,264</b>
2019	-	317,400	7,023	27,600	93,422	445,445
<b>Total</b>						
<b>2020</b>	<b>47,884</b>	<b>886,496</b>	<b>33,476</b>	<b>55,678</b>	<b>46,844</b>	<b>1,070,378</b>
2019	47,884	886,496	14,312	55,678	93,422	1,097,792

The remuneration of key management personnel in the years ended 31 December 2020 and 2019 were 100% fixed, and there is no link between remuneration and the market price of the Company's shares.

### ESP shares

Details of ESP shares in the Company held directly, indirectly or beneficially, by KMP, including their related parties, is as follows:

	Balance at the start of the year	Granted / issued	Released from restrictions	Forfeited / cancelled	Balance at the end of the year	Balance of unvested ESP shares	Balance of vested ESP shares
<b>2020</b>							
<b>Directors</b>							
R.M. Barrie	-	-	-	-	-	-	-
D.N.J. Williams	-	-	-	-	-	-	-
<b>Other KMP</b>							
N.L. Katz	685,539	440,539	-	(440,539)	685,539	501,790	183,749
<b>Total</b>	<b>685,539</b>	<b>440,539</b>	-	<b>(440,539)</b>	<b>685,539</b>	<b>501,790</b>	<b>183,749</b>
<b>2019</b>							
<b>Directors</b>							
R.M. Barrie	-	-	-	-	-	-	-
D.N.J. Williams	-	-	-	-	-	-	-
<b>Other KMP</b>							
N.L. Katz	885,539	-	(200,000)	-	685,539	232,635	452,904
<b>Total</b>	<b>885,539</b>	-	<b>(200,000)</b>	-	<b>685,539</b>	<b>232,635</b>	<b>452,904</b>

**Ordinary share capital**

Details of ordinary shares in the Company held directly, indirectly or beneficially, by KMP, including their related parties, is as follows:

2020	Balance at the start of the year	Received as part of remuneration	Purchase of shares	Sale of shares	Balance at the end of the year
<b>Directors</b>					
R.M. Barrie <sup>1</sup>	194,696,431	-	585,500	-	195,281,931
S.A. Clausen	160,350,000	-	150,000	-	160,500,000
D.N.J. Williams <sup>2</sup>	10,758,165	-	-	-	10,758,165
<b>Other KMP</b>					
N.L. Katz <sup>3</sup>	350,000	-	-	-	350,000
<b>Total</b>	<b>366,154,596</b>		<b>735,500</b>	<b>-</b>	<b>366,890,096</b>
<b>2019</b>					
<b>Directors</b>					
R.M. Barrie <sup>1</sup>	194,696,431	-	-	-	194,696,431
S.A. Clausen	160,000,000	-	350,000	-	160,350,000
D.N.J. Williams <sup>2</sup>	10,758,165	-	-	-	10,758,165
<b>Other KMP</b>					
N.L. Katz <sup>3</sup>	150,000	-	200,000	-	350,000
<b>Total</b>	<b>365,604,596</b>		<b>550,000</b>	<b>-</b>	<b>366,154,596</b>

**Loans to directors and key management personnel**

The following loan balances are outstanding at the reporting date in relation to remuneration arrangements with Executive Directors and KMP in respect of shares issued under the Employee Share Plan (ESP).

As the ESP is considered in substance a share option, the ESP shares issued and corresponding loan receivable are not recognised by the Group in its financial statements. The ESP shares will not be considered issued to participants until the corresponding loan has been repaid, at which time there will be an increase in the issued capital and increase in cash. Further information relating to the ESP is set out in Note 24 of the financial statements.

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	2020 \$000	2019 \$000
<b>Directors:</b>		
R.M. Barrie	-	-
S.A. Clausen	-	-
D.N.J. Williams	-	-
<b>Other KMP:</b>		
N.L. Katz	334	828
<b>Total loans to Directors and KMP</b>	<b>334</b>	<b>828</b>

<sup>1</sup> 1,279,500 shares as at 31 December 2020 (2019: 1,279,500) are held directly or indirectly by related parties.

<sup>2</sup> 131,000 shares as at 31 December 2020 (2019: 131,000) are held directly or indirectly by related parties.

<sup>3</sup> 40,000 shares as at 31 December 2020 (2019: 40,000) are held directly or indirectly by related parties.

### Executive service agreements

The employment terms and conditions of Group Executives and KMP are formalised in service agreements.

Position	Key terms of service agreements
<b>Chief Executive Officer</b>	<ul style="list-style-type: none"> <li>• Term: unspecified. Base remuneration: Reviewed annually by the Nomination and Remuneration Committee.</li> <li>• Bonus entitlements: Determined annually by the Nomination and Remuneration Committee (capped at 50% of the base remuneration).</li> <li>• Termination notice period: 6 months' notice or alternatively in Freelancer's case, payment in lieu of notice.</li> <li>• Restraint of trade period: 12 months.</li> </ul>
<b>Other Executives</b>	<p>Other Executives are employed under individual executive services agreements. These establish, amongst other things:</p> <ul style="list-style-type: none"> <li>• total compensation;</li> <li>• eligibility to participate in the ESP;</li> <li>• variable notice and termination provisions of up to 3 months, or by the Group without notice in the event of serious misconduct; and</li> <li>• restraint and confidentiality provisions.</li> </ul>

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### Other transactions with KMP or their related parties

There were no other transactions conducted between the Group and KMP or their related parties, other than those disclosed above relating to equity, compensation and loans, that were conducted other than in accordance with normal employee, customer or supplier relationships on terms no more favourable than those reasonably expected under arm's length dealings with unrelated persons, apart from related party transactions disclosed in Note 25 of the financial statements.

This concludes the Remuneration Report.

The Directors' Report, incorporating the Remuneration Report, is signed in accordance with a resolution of the directors made pursuant to s298(2) of the Corporations Act 2001.

On behalf of the Directors



Matt Barrie  
Chairman

23 February 2021



## HALL CHADWICK (NSW)

**FREELANCER LIMITED  
ABN 66 141 959 042  
AND CONTROLLED ENTITIES**

**AUDITOR'S INDEPENDENCE DECLARATION  
UNDER SECTION 307C OF THE CORPORATIONS ACT 2001 TO THE DIRECTORS  
OF FREELANCER LIMITED**

**SYDNEY**

Level 40  
2 Park Street  
Sydney NSW 2000  
Australia  
Ph: (612) 9263 2600  
Fx: (612) 9263 2800

In accordance with section 307C of the *Corporations Act 2001*, I am pleased to provide the following declaration of independence to the directors of Freelancer Limited. As the lead audit partner for the audit of the financial report of Freelancer Limited for the year ended 31 December 2020, 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.

*Hall Chadwick (NSW)*

Hall Chadwick (NSW)  
Level 40, 2 Park Street  
Sydney NSW 2000

*S. Kumar*

**SANDEEP KUMAR**  
**Partner**

Date: 23 February 2021

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## CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 DECEMBER 2020

	Note	2020 \$000	2019 \$000
<b>Revenue</b>	5	<b>58,771</b>	57,911
Cost of sales		(9,786)	(9,455)
<b>Gross profit</b>		<b>48,985</b>	48,456
Other income	5	1,561	98
Employee expenses	6	(21,797)	(22,295)
Administrative expenses	6	(11,557)	(12,764)
Marketing related expenses	6	(10,709)	(10,080)
Occupancy expenses		(316)	(285)
Foreign exchange losses	6	(374)	(1,086)
Depreciation and amortisation expenses	6	(4,712)	(3,214)
Share based payments expense	19	(192)	(329)
Finance costs	6	(1,751)	(219)
<b>Loss before income tax</b>		<b>(862)</b>	(1,718)
Income tax benefit	7	216	127
<b>Loss after tax</b>		<b>(646)</b>	(1,591)
Exchange differences on translation of foreign operations	19	(320)	128
<b>Total Comprehensive loss for the year</b>		<b>(966)</b>	(1,463)
<b>Loss is attributable to:</b>			
Owners of Freelancer Limited		(646)	(1,591)
Non-controlling interests		-	-
		<b>(646)</b>	(1,591)
<b>Total comprehensive income for the year is attributable to:</b>			
Owners of Freelancer Limited		(966)	(1,463)
Non-controlling interests		-	-
		<b>(966)</b>	(1,463)
<b>Earnings per share</b>		<b>Cents</b>	<b>Cents</b>
Basic earnings per share	32	(0.14)	(0.35)
Diluted earnings per share	32	(0.14)	(0.35)

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

**CONSOLIDATED STATEMENT OF FINANCIAL POSITION**

AS AT 31 DECEMBER 2020

	Note	2020 \$'000	2019 \$'000
<b>Assets</b>			
<b>Current assets</b>			
Cash and cash equivalents	8	34,341	32,014
Trade and other receivables	9	5,593	4,003
Other assets	10	2,030	1,309
<b>Total current assets</b>		<b>41,964</b>	<b>37,326</b>
<b>Non-current assets</b>			
Trade and other receivables	9	1,003	1,103
Plant and equipment	11	367	482
Intangible assets	12	26,457	26,429
Right of use assets	13	22,418	26,964
Other assets	10	517	592
Deferred tax assets	7	10,965	5,129
<b>Total non-current assets</b>		<b>61,727</b>	<b>60,699</b>
<b>Total assets</b>		<b>103,691</b>	<b>98,025</b>
<b>Liabilities</b>			
<b>Current liabilities</b>			
Trade and other payables	14	39,166	36,607
Lease liabilities	13	5,628	3,248
Borrowings	15	286	121
Current tax liabilities	7	87	57
Provisions	16	2,417	2,322
Contract liabilities	17	586	629
<b>Total current liabilities</b>		<b>48,170</b>	<b>42,984</b>
<b>Non-current liabilities</b>			
Deferred tax liabilities	7	5,957	443
Provisions	16	758	1,030
Lease liabilities	13	19,094	23,134
Contract liabilities	17	547	495
<b>Total non-current liabilities</b>		<b>26,356</b>	<b>25,102</b>
<b>Total liabilities</b>		<b>74,526</b>	<b>68,086</b>
<b>Net assets</b>		<b>29,165</b>	<b>29,939</b>
<b>Equity</b>			
Contributed equity	18	38,446	38,446
Reserves	19	4,329	4,457
Accumulated losses		(13,630)	(12,984)
Non-controlling interests		20	20
<b>Total equity</b>		<b>29,165</b>	<b>29,939</b>

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

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 DECEMBER 2020

### Attributable to owners of Freelancer Limited

	Note	Contributed Equity \$000	Share Based Payments \$000	Foreign currency translation reserve \$000	(Accumulated losses) \$000	Non- controlling interests \$000	Total Equity \$000
<b>Balance at 1 January 2019</b>		<b>38,106</b>	<b>4,382</b>	<b>(382)</b>	<b>(11,051)</b>	<b>20</b>	<b>31,075</b>
Cumulative adjustment upon change in accounting policies – AASB 16 Leases		-	-	-	(342)	-	(342)
<b>Balance at 1 January 2019 restated</b>		<b>38,106</b>	<b>4,382</b>	<b>(382)</b>	<b>(11,393)</b>	<b>20</b>	<b>30,733</b>
Loss for the year		-	-	-	(1,591)	-	(1,591)
Exchange differences on translation of foreign operations	19	-	-	128	-	-	128
<b>Total comprehensive loss for the year</b>		<b>-</b>	<b>-</b>	<b>128</b>	<b>(1,591)</b>	<b>-</b>	<b>(1,463)</b>
<b>Transactions with owners in their capacity as owners:</b>							
Contributions of equity arising from repayment of ESP loans	18	340	-	-	-	-	340
Share based payments	24	-	329	-	-	-	329
<b>Balance at 31 December 2019</b>		<b>38,446</b>	<b>4,711</b>	<b>(254)</b>	<b>(12,984)</b>	<b>20</b>	<b>29,939</b>

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### Attributable to owners of Freelancer Limited

	Note	Contributed Equity \$000	Share Based Payments \$000	Foreign currency translation reserve \$000	(Accumulated losses) \$000	Non- controlling interests \$000	Total Equity \$000
<b>Balance at 1 January 2020</b>		<b>38,446</b>	<b>4,711</b>	<b>(254)</b>	<b>(12,984)</b>	<b>20</b>	<b>29,939</b>
Loss for the year	-	-	-	-	(646)	-	(646)
Exchange differences on translation of foreign operations	19	-	-	(320)	-	-	(320)
<b>Total comprehensive loss for the year</b>		<b>-</b>	<b>-</b>	<b>(320)</b>	<b>(646)</b>	<b>-</b>	<b>(966)</b>
<b>Transactions with owners in their capacity as owners:</b>							
Share based payments	24	-	192	-	-	-	192
<b>Balance at 31 December 2020</b>		<b>38,446</b>	<b>4,903</b>	<b>(574)</b>	<b>(13,630)</b>	<b>20</b>	<b>29,165</b>

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

**CONSOLIDATED STATEMENT OF CASH FLOWS**

FOR THE YEAR ENDED 31 DECEMBER 2020

	Note	2020 \$000	2019 \$000
<b>Cash flows from operating activities</b>			
Receipts from customers		58,301	56,972
Payments to suppliers and employees		(49,467)	(54,668)
Interest received		49	38
Interest paid		(856)	(195)
Income taxes paid		(114)	(91)
<b>Net cash inflow from operating activities</b>	31	<b>7,913</b>	2,056
<b>Cash flows from investing activities</b>			
Payments for plant and equipment		(221)	(226)
Payments for intangible assets		(28)	(1)
<b>Net cash (outflow) from investing activities</b>		<b>(249)</b>	(227)
<b>Cash flows from financing activities</b>			
Contributions of equity arising from repayment of ESP loans	18	-	340
Repayment of lease liabilities		(2,721)	(3,091)
Proceeds from borrowings		176	-
<b>Net cash (outflow) / inflow from financing activities</b>		<b>(2,545)</b>	(2,751)
<b>Net increase / (decrease) in cash and cash equivalents</b>		<b>5,119</b>	(922)
Cash and cash equivalents at beginning of the financial year		32,014	33,211
Effects of exchange rate changes on cash and cash equivalents		(2,792)	(275)
<b>Cash and cash equivalents at end of year</b>	8	<b>34,341</b>	32,014

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

## NOTES TO THE FINANCIAL STATEMENT

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020

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## 01. Reporting Entity

Freelancer Limited (the Company) is a company domiciled in Australia. The address of the Company's registered office is Level 37, Grosvenor Place, 225 George Street, Sydney, NSW, 2000. The consolidated financial statements of the Company as at and for the year ended 31 December 2020 comprise the Company and its subsidiaries (together referred to as the Group and individually as Group entities). The Group is a for-profit entity and primarily is involved in operating an online

marketplace for services and providing escrow payment services. The separate financial statements of the parent entity, Freelancer Limited, have not been presented within this financial report as permitted by the Corporations Act 2001.

The consolidated financial statements were authorised for issue by the Board on 23 February 2021

## 02. Basis of Preparation

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

The Directors believe that there are reasonable grounds that the company is able to pay its debts as and when they fall due. The Group has a significant cash balance at year end and has projected a profitable financial year for the period ending 31 December 2021 based on increased revenue and a planned reduction in expenses.

### (a) Compliance with International Financial Reporting Standards

The consolidated financial statements of the Group comply with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

### (b) Historical cost convention

The consolidated financial statements have been prepared on the historical cost basis unless otherwise stated in the notes. Except for the cash flow information, the financial statements have been prepared on an accrual basis, modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities.

### (c) Functional and presentation currency

These consolidated financial statements are presented in Australian dollars, which is the Company's functional currency.

### (d) Critical accounting estimates

The preparation of financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group'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 33(g).

### (e) Significant accounting policies

The principal accounting policies adopted in the presentation of these consolidated financial statements are set out in the relevant notes. The policies have been consistently applied to all the years presented, unless otherwise stated.

### (f) Rounding of amounts

The Company has applied the relief available to it under ASIC Corporations Instrument 2016/191. Accordingly, amounts in the financial statements and Directors' Report have been rounded off to the nearest \$1,000.

### (g) New Accounting Standards

The Group has not adopted any new or amended Accounting Standards and Interpretations this year that have had a material impact on the Group or the Company.

### (h) Materiality

These consolidated financial statements have included information that is deemed to be material and relevant to the understanding of the financial statements. Disclosure may be considered material and relevant if the dollar amount is significant due to size or nature, or the information is important to understand the:

- Group's current year results;
- impact of significant changes in the Group's business; or
- aspects of the Group's operations that are important to future performance.

### 03. Financial risk management

#### Financial risk management policies

The Group's activities expose it to a variety of financial risks: market risk (including currency risk), credit risk and liquidity risk. The Group'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 Group. The Group 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 and other price risks and ageing analysis for credit risk.

Risk management is carried out by senior finance executives (Finance) under policies approved by the Board of Directors (Board). These policies include identification and analysis of the risk exposure of the Group and appropriate procedures, controls and risk limits. Finance identifies, evaluates and hedges financial risks within the Group's operating units.

The Group holds the following financial instruments:

	Note	2020 \$000	2019 \$000
<b>Financial Assets</b>			
Cash and cash equivalents	8	34,341	32,214
Trade and other receivables	9	6,596	5,106
<b>Total financial assets</b>		<b>40,937</b>	37,120
<b>Financial Liabilities</b>			
Trade and other payables	14	39,166	36,607
Lease liabilities	13	26,382	26,382
<b>Total financial liabilities</b>		<b>63,888</b>	62,989

The carrying value of the assets and liabilities disclosed in the table above closely approximates or equals their fair value. The carrying amounts of trade receivables and trade and other payables are assumed to approximate their fair values due to their short-term nature.

#### Initial recognition and measurement

Financial assets and financial liabilities are recognised when the entity becomes a party to the contractual provisions of the instrument. For financial assets, this is equivalent to the date that the Group commits itself to either purchase or sell the asset (i.e. trade date accounting is adopted).

Financial instruments are initially measured at fair value plus transaction costs, except where the instrument is classified "at fair value through profit or loss", in which case transaction costs are expensed to profit or loss immediately.

#### Classification and subsequent measurement

Financial instruments are subsequently measured at fair value, amortised cost using the effective interest method, or cost. Where available, quoted prices in an active market are used to determine fair value. In other circumstances, valuation techniques are adopted.

Amortised cost is calculated as the amount at which the financial asset or financial liability is measured at initial recognition less principal repayments and any reduction for impairment, and adjusted for any cumulative amortisation of the difference between that initial amount and the maturity amount calculated using the effective interest method.

The effective interest method is used to allocate interest income or interest expense over the relevant period and is equivalent to the rate that exactly discounts estimated future cash payments or receipts (including fees, transaction costs and other premiums or discounts) through the expected life (or when this cannot be reliably predicted, the contractual term) of the financial instrument to the net carrying amount of the financial asset or financial liability.

Revisions to expected future net cash flows will necessitate an adjustment to the carrying amount with a consequential recognition of an income or expense item in profit or loss.

The Group does not designate any interests in subsidiaries, associates or joint venture entities as being subject to the requirements of Accounting Standards specifically applicable to financial instruments.



**Loans and receivables**

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market and are subsequently measured at amortised cost. Gains or losses are recognised in profit or loss through the amortisation process and when the financial asset is derecognised.

**Held-to-maturity investments**

Held-to-maturity investments are non-derivative financial assets that have fixed maturities and fixed or determinable payments, and it is the Company's intention to hold these investments to maturity. They are subsequently measured at amortised cost. Gains or losses are recognised in profit or loss through the amortisation process and when the financial asset is derecognised.

**Financial liabilities**

Non-derivative financial liabilities other than financial guarantees are subsequently measured at amortised cost. Gains or losses are recognised in profit or loss through the amortisation process and when the financial liability is derecognised.

**Impairment**

At the end of each reporting period, the Group assesses whether there is objective evidence that a financial asset has been impaired. A financial asset (or a group of financial assets) is deemed to be impaired if, and only if, there is objective evidence of impairment as a result of one or more events (a "loss event") having occurred, which has an impact on the estimated future cash flows of the financial asset(s).

When the terms of financial assets that would otherwise have been past due or impaired have been renegotiated, the Company recognises the impairment for such financial assets by taking into account the original terms as if the terms have not been renegotiated so that the loss events that have occurred are duly considered.

**(a) Market risk**

**Foreign currency risk**

The Group operates internationally and is exposed to foreign exchange risk arising from various currencies.

Foreign exchange risk arises when future commercial transactions and recognised assets and liabilities are denominated in a currency that is not the entity's functional currency. The risk is measured using sensitivity analysis and cash flow forecasting.

The Group has not entered into forward foreign exchange contracts to protect against exchange rate movements. The Directors are of the view that the cost of hedging the Group's short-term foreign exchange exposure outweighs the risk of adverse currency movements.

The Group's exposure to foreign currency exchange risk at the reporting date, expressed in each currency, was as follows:

2020 Currency exposure:	AUD	USD	NZD	GBP	HKD	SGD	PHP	EUR	CAD	INR	Other
<b>Denominated in:</b>	<b>AUD 000's</b>	<b>USD 000's</b>	<b>NZD 000's</b>	<b>GBP 000's</b>	<b>HKD 000's</b>	<b>SGD 000's</b>	<b>PHP 000's</b>	<b>EUR 000's</b>	<b>CAD 000's</b>	<b>INR 000's</b>	<b>AUD 000's</b>
Cash	4,244	17,525	145	1,261	755	457	23,008	948	755	68,407	223
Trade receivables	1,735	2,232	19	189	291	23	1,414	387	221	27,129	382
Other financial assets	1,726	97	-	10	-	-	13,984	-	8	283	-
Payables	(285)	(2,625)	-	(25)	-	13	(3,530)	-	(88)	(722)	(15)
User obligations	(2,406)	(17,413)	(183)	(1,351)	(926)	(285)	(2,626)	(2,816)	(1,076)	(63,562)	(386)
<b>Net exposure</b>	<b>5,014</b>	<b>(184)</b>	<b>(19)</b>	<b>84</b>	<b>120</b>	<b>208</b>	<b>32,250</b>	<b>(1,484)</b>	<b>(107)</b>	<b>31,535</b>	<b>204</b>

2019 Currency exposure:	AUD	USD	NZD	GBP	HKD	SGD	PHP	EUR	CAD	INR	Other
<b>Denominated in:</b>	<b>AUD 000's</b>	<b>USD 000's</b>	<b>NZD 000's</b>	<b>GBP 000's</b>	<b>HKD 000's</b>	<b>SGD 000's</b>	<b>PHP 000's</b>	<b>EUR 000's</b>	<b>CAD 000's</b>	<b>INR 000's</b>	<b>AUD 000's</b>
Cash	2,403	15,565	108	858	882	359	18,850	1,393	975	58,328	255
Trade receivables	1,339	1,705	26	144	279	27	1,021	298	201	21,287	278
Other financial assets	1,037	109	-	9	-	-	14,284	-	1	99	-
Payables	(854)	(1,990)	-	(24)	-	(19)	(3,390)	-	(13)	(1,552)	(13)
User obligations	(2,222)	(15,093)	(173)	(1,059)	(984)	(292)	(2,676)	(2,438)	(840)	(50,767)	(473)
<b>Net exposure</b>	<b>1,703</b>	<b>296</b>	<b>(39)</b>	<b>(72)</b>	<b>177</b>	<b>75</b>	<b>28,089</b>	<b>(747)</b>	<b>342</b>	<b>27,395</b>	<b>(47)</b>

## NOTES TO THE FINANCIAL STATEMENT

The Group had net liabilities of \$3,961,000 denominated in foreign currencies as at 31 December 2020 (comprising assets of \$32,613,000 less liabilities of \$36,574,000). The Group had net assets of \$705,000 denominated in foreign currencies as at 31 December 2019 (comprising assets of \$34,751,000 less liabilities of \$34,046,000)

The analysis below reflects management's view of possible movements in relevant foreign currencies against the Australian dollar in the short term subsequent to 31 December 2020. The table summarises the range of possible outcomes that would affect the Group's net profit and equity as a result of foreign currency movements on year end foreign denominated assets and liabilities.

The impact of potential movements in exchange rates on the profit or loss is as follows:

		2020 \$000		2019 \$000	
		High	Low	High	Low
AUD to USD	(Range +5% to -5%)	11	(13)	35	(39)
AUD to NZD	(Range +5% to -5%)	1	(1)	2	(2)
AUD to GBP	(Range +5% to -5%)	(7)	8	22	(24)
AUD to HKD	(Range +5% to -5%)	(1)	1	(2)	2
AUD to SGD	(Range +5% to -5%)	(9)	10	(4)	4
AUD to PHP	(Range +5% to -5%)	(42)	46	(52)	58
AUD to EUR	(Range +5% to -5%)	112	(124)	56	(62)
AUD to CAD	(Range +5% to -5%)	5	(6)	(7)	7
AUD to INR	(Range +5% to -5%)	(27)	30	(26)	29
<b>Net movement</b>		<b>43</b>	<b>(49)</b>	24	(27)

### Price risk

The Group is not exposed to significant equities price risk.

### Interest rate risk

The Group is not exposed to any significant interest rate risk.

### Cash balances

As at 31 December 2020 the Group had \$34,341,000 (2019: \$32,014,000) held in bank accounts and online wallets. The Group's cash balances are predominantly held in interest bearing bank accounts. Funds that are excess to short term liquidity requirements are generally invested in short term deposits.

### (b) Credit risk

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

Credit risk is managed by a risk assessment process for all customers, which takes into account past experience.

### (c) Liquidity risk

Liquidity risk management requires the Group to maintain sufficient liquid assets (mainly cash and cash equivalents) to be able to pay debts as and when they become due and payable.

The Group manages liquidity risk by maintaining adequate cash reserves by continuously monitoring actual and forecast cash flows and matching the maturity profiles of financial assets and liabilities.

### Financing arrangements

The Group does not have any borrowing facilities in place at the reporting date.

### Maturities of financial assets

The following table details the Group's remaining contractual maturity for its financial instrument liabilities. The table has been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the financial liabilities are required to be paid. The tables include both interest and principal cash flows disclosed as remaining contractual maturities and therefore these totals may differ from their carrying amount in the statement of financial position.



2020	Note	1 year or less \$000	Between 1 and 2 years \$000	Between 2 and 5 years \$000	Over 5 years \$000	Remaining contractual maturities \$000
<b>Non-derivatives</b>						
Non-interest bearing						
		1,986	2,064	5,362	2,696	12,108
		<b>1,986</b>	<b>2,064</b>	<b>5,362</b>	<b>2,696</b>	<b>12,108</b>

**Maturities of financial liabilities**

The following table details the Group's remaining contractual maturity for its financial instrument liabilities. The table has been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the financial liabilities are required to be paid. The tables include both interest and principal cash flows disclosed as remaining contractual maturities and therefore these totals may differ from their carrying amount in the statement of financial position.

2020	Note	1 year or less \$000	Between 1 and 2 years \$000	Between 2 and 5 years \$000	Over 5 years \$000	Remaining contractual maturities \$000
<b>Non-derivatives</b>						
Non-interest bearing						
	14	39,166	-	-	-	39,166
	13	5,628	5,519	13,376	199	24,722
		<b>44,794</b>	<b>5,519</b>	<b>13,376</b>	<b>199</b>	<b>63,888</b>
<b>2019</b>						

<b>Non-derivatives</b>						
Non-interest bearing						
	14	36,607	-	-	-	36,607
	13	3,248	5,652	14,308	3,174	26,382
		<b>39,855</b>	<b>5,652</b>	<b>14,308</b>	<b>3,174</b>	<b>62,989</b>

Trade and other payables are payable as and when they are due.

The cash flows in the maturity analysis above are not expected to occur significantly earlier than disclosed.

## 04. Operating segments

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. These include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly corporate assets (primarily the Company's headquarters), head office expenses, and income tax assets and liabilities. The Board of Directors are identified as the chief operating decision makers (CODM).

**Identification of reportable operating segments**

The Group is organised into two operating segments: namely an online marketplace and online payment services. These segments are based on the internal reports that are reviewed and used by the CODM in assessing performance and in determining the allocation of resources (AASB 8 para. 5(b)).

The CODM assess the performance of the operating segments based on a measure of revenue and operating EBITDA (earnings before share based payments, interest, tax, depreciation and amortisation). The accounting policies adopted for internal reporting to the CODM are consistent with those adopted in the financial statements.

The Group operates predominantly in Australia, where the majority of online revenues and expenses are incurred. Although the Group has staff and operations in Philippines, United Kingdom, Argentina, the United States and Canada in addition to Australia, these geographic operations are considered, based on internal management reporting and the allocation of resources by the Group's CODM, as one geographic segment.

The information reported to the CODM is at least on a monthly basis.

Year end 31 December 2020	Online Marketplace	Online Payments	Total
<b>Segment revenue</b>			
Segment revenue	50,526	8,244	58,770
<b>Total segment revenue</b>	<b>50,526</b>	<b>8,244</b>	<b>58,770</b>
<b>Segment result</b>			
Segment profit / (loss)	5,868	(75)	5,793
Share based payments	(192)	-	(192)
Depreciation and amortisation expenses	(4,483)	(229)	(4,712)
Interest paid	(1,740)	(11)	(1,751)
<b>Loss before income tax</b>	<b>(496)</b>	<b>(369)</b>	<b>(862)</b>
Income tax benefit	-	-	216
<b>Loss for year</b>			<b>(646)</b>
<b>Segment Assets</b>			
<b>At 31 December 2020</b>			
Segment assets	63,874	6,768	70,642
Intergroup eliminations	(2,973)	-	(2,973)
Deferred tax assets	-	-	10,965
Intangibles	-	-	25,057
<b>Total assets</b>	<b>60,901</b>	<b>6,768</b>	<b>103,691</b>
<b>Segment liabilities</b>			
<b>At 31 December 2020</b>			
Segment liabilities	(67,140)	(4,402)	(71,542)
Intergroup eliminations	-	2,973	2,973
Deferred tax liabilities	-	-	(5,957)
<b>Total liabilities</b>	<b>(67,140)</b>	<b>(1,429)</b>	<b>(74,526)</b>
<b>Year end 31 December 2019</b>			
<b>Segment revenue</b>			
Segment revenue	50,446	7,563	58,009
<b>Total segment revenue</b>	<b>50,446</b>	<b>7,563</b>	<b>58,009</b>
<b>Segment result</b>			
Segment profit	1,921	96	1,825
Share based payments	(329)	-	(329)
Depreciation and amortisation expenses	(2,984)	(230)	(3,214)
<b>Loss before income tax</b>	<b>(1,392)</b>	<b>(326)</b>	<b>(1,718)</b>
Income tax benefit	-	-	127
<b>Loss for year</b>			<b>(1,591)</b>
<b>Segment Assets</b>			
<b>At 31 December 2019</b>			
Segment assets	65,405	5,577	70,982
Intergroup eliminations	(2,898)	-	(2,898)
Deferred tax assets	-	-	5,128
Intangibles	-	-	25,028
<b>Total assets</b>	<b>62,507</b>	<b>5,577</b>	<b>98,240</b>
<b>Segment liabilities</b>			
<b>At 31 December 2019</b>			
Segment liabilities	(66,183)	(4,574)	(70,757)
Intergroup eliminations	-	2,898	2,898
Deferred tax liabilities	-	-	(443)
<b>Total liabilities</b>	<b>(66,183)</b>	<b>(1,676)</b>	<b>(68,302)</b>



## 05. Revenue

The Company's net revenues result from transaction and other fees generated in its online marketplaces and in providing online escrow services. Revenues are recognised when evidence of an arrangement exists, the fee is fixed and determinable, no significant obligation remains and collection of the receivable is reasonably assured. Amounts disclosed as revenue are net of refunds and amounts collected on behalf of third parties. Where services have not been provided but the Company is obligated to provide the services in the future, revenue recognition is deferred. Provision for doubtful accounts and transaction losses are made at the time of revenue recognition based on the Company's historical experience. The provision for doubtful accounts and transaction losses are recorded as charges to cost of sales.

Revenue is recognised for the major business activities as follows:

### Marketplace Services

The Group enters into short-term contracts with customers for marketplace services. Such contracts are entered into before the delivery of the service which is paid in advance of receipt of the service. The performance obligation is the delivery of the service which is recognised by the system controls. The system does not draw fees from the customer until the delivery of the service. Therefore, revenue is recognised at a point in time upon delivery of the service when the system recognizes that the service has completed. No rebates or volume discounts are provided to customers.

### Enterprise Services

The enterprise services revenue stream focuses on projects negotiated with customers to meet their needs on short to long-term contracts. Revenue is recognised when milestones as determined in the contract are completed. Under AASB 15: Revenue from Contracts with Customers, this happens over time. The Group has an enforceable right to payment for work completed to date and therefore, revenue is recognised over time. The Group considers the cost-to-cost method an

appropriate measure of progress for the completion of the performance obligation. The cost-to-cost method is based on the proportion of costs incurred for work performed to date relative to the estimated total contract costs.

A customer is billed for the project services when a certain series of milestones have been achieved. A contract asset is recognised for revenue recognised but not yet billed due to the milestone billing arrangement. Once an invoice is issued, the corresponding contract asset is reclassified to trade receivables. A contract liability is recognised if the milestone payment exceeds the revenue recognised to date under the cost-to-cost method. No significant financing components have been identified in the contracts with customers, as the period between the payment and the recognition of revenue (cost-to-cost method) is always less than 12 months.

### Interest income

Interest revenue is recognised using the effective interest rate method, which, for floating rate financial assets, is the rate inherent in the instrument.

### Government grants

Government grants are recognised at fair value where there is reasonable assurance that the grant will be received and all grant conditions will be met. Grants relating to expense items are recognised as income over the periods necessary to match the grant to the costs it is compensating.

### Sublease rent

Sublease rental income of office space is recognised on a straightline basis over the term of the sub-lease. The Company recognises the right-of-use asset resulting from the head lease. Refer to Note 13.

All revenue is stated net of the amount of goods and services tax (GST) and Valued Added Tax (VAT). The timing of revenue recognition is when the products and services are transferred to customers.

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	2020 \$000	2019 \$000
<b>Sales revenue</b>		
Marketplace and payment services	47,742	45,171
Payment services	8,244	7,563
Enterprise services	2,785	5,177
	<b>58,771</b>	57,911
<b>Other revenue</b>		
Interest income	44	39
Government grants	1,375	-
Other	142	59
	<b>1,561</b>	98
<b>Total revenue</b>	<b>60,332</b>	58,009

## 06. Expenses

Loss before income tax benefit includes the following specific net losses and expenses:

	2020 \$000	2019 \$000
<b>Employee expenses</b>		
Wages and salaries (including superannuation)	20,305	21,035
Other employment costs	2,030	2,331
<b>Total employee expenses<sup>1</sup></b>	<b>22,335</b>	<b>23,366</b>
<b>Administrative expenses</b>		
Hosting	6,411	5,822
Subscriptions	1,237	1,171
Professional fees	1,240	1,181
Insurances	931	675
Office Expenses	710	834
Other	1,028	3,081
<b>Total Administrative expenses</b>	<b>11,557</b>	<b>12,76</b>
<b>Marketing related expenses</b>		
Search marketing	9,019	8,491
Advertising	830	1,198
Other marketing costs	860	391
<b>Total marketing related expenses</b>	<b>10,709</b>	<b>10,080</b>
<b>Depreciation and amortization</b>		
Plant and equipment	223	282
Right of use assets <sup>2</sup>	4,489	2,909
Leasehold improvements	-	23
<b>Total depreciation and amortisation expenses</b>	<b>4,712</b>	<b>3,214</b>
<b>Rental expense relating to operating leases <sup>2</sup></b>		
Plant and equipment	161	285
<b>Total rental expense relating to operating leases</b>	<b>161</b>	<b>285</b>
Net foreign exchange losses	374	1,353
<b>Finance costs</b>		
Interest expense	1	24
Interest expense on lease liability <sup>2</sup>	1,750	195

<sup>1</sup> Inclusive of employee expenses included in cost of sales

<sup>2</sup> From FY19 lease expenses in respect of office leases have been accounted for in accordance with AASB 16 Leases. The impact is that lease expenses are no longer reflected in the P&L and are brought into account as depreciation on the right of use asset and interest paid on the corresponding lease liability.

### Total employee benefits expenses are inclusive of:

#### Short-term obligations

Employee benefits that are expected to be settled within 12 months have been measured at the amounts expected to be paid when the liabilities are settled, plus related on-costs. The liability for annual leave is recognised in the provision for employee benefits. All other short-term employee benefit obligations are presented as payables.

**Other long-term employee benefit obligations**

Employee benefits payable later than 12 months have been measured at the present value of the estimated future cash outflows to be made for those benefits. In determining the liability, consideration is given to employee wages increases and the probability that the employee may satisfy any vesting requirements. Those cash flows are discounted using market yields on national government bonds with terms to maturity that match the expected timing of cash flows attributable to employee benefits.

**Short-term incentive plans**

The Group recognises a liability and an expense for bonuses payable under short term incentive plans. Short term incentive plans are based on the achievement of targeted performance levels that may be set at the beginning of each financial year. The Group recognises a liability to pay out short term incentives when contractually obliged based on the achievement of the stated performance levels, or where there is a past practice that has created a constructive obligation.

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## 07. Income tax

The income tax expense or revenue for the period is the tax payable on the current period's taxable income based on the applicable tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the Company's subsidiaries operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for:

- temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss
- temporary differences related to investments in subsidiaries, associates and jointly controlled entities to the extent that the Group is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future
- taxable temporary differences arising on the initial recognition of goodwill.

The measurement of deferred tax reflects the tax consequences that would follow the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying

amount of its assets and liabilities.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

A deferred tax asset is recognised for unused tax losses, tax credits and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

In determining the amount of current and deferred tax the Group takes into account the impact of uncertain tax positions and whether additional taxes and interest may be due. This assessment relies on estimates and assumptions and may involve a series of judgements about future events. New information may become available that causes the Group to change its judgement regarding the adequacy of existing tax liabilities; such changes to tax liabilities will impact the tax expense in the period that such a determination is made.

The Company and its wholly-owned Australian resident entities are part of a tax consolidated group. As a consequence, all members of the tax-consolidated group are taxed as a single entity. The head entity within the tax-consolidated group is Freelancer Limited.

	2020 \$000	2019 \$000
<b>(a) Income tax</b>		
Current tax	134	107
Deferred tax	(350)	(234)
<b>Income tax (benefit)</b>	<b>(216)</b>	<b>(127)</b>
Deferred income tax expense included in income tax benefit comprises:		
Decrease / (Increase) in deferred tax assets	(5,885)	333
(Decrease) / Increase in deferred tax liability	5,535	(567)
<b>Total deferred income tax</b>	<b>(350)</b>	<b>(234)</b>
<b>(b) Numerical reconciliation of income tax benefit to prima facie income tax payable</b>		
Loss from ordinary activities before income tax expense	(862)	(1,718)
Tax at the Australian rate of 30%	(258)	(515)
<b>Tax effect amounts which are not deductible / (taxable) in calculating taxable income:</b>		
R&D tax incentive	(11)	(26)
Difference in tax rate	(136)	115
Share based payments	58	99
Over provision in prior years	52	31
Future benefit of foreign losses	-	117
Timing differences not recognized as deferred tax asset	99	22
Other non-allowable items	(20)	30
<b>Income tax (benefit)</b>	<b>(216)</b>	<b>(127)</b>
<b>(c) Deferred tax assets</b>		
The balance comprises temporary differences attributable to:		
<b>Amounts recognised in profit or loss:</b>		
Employee benefits	288	303
Provision for user disputes & refunds	162	175
Prepayments	(9)	(9)
Foreign exchange losses	34	285
Provision for impairment of receivables	1,055	1,063
Audit fees	43	46
Lease liabilities	6,746	398
Future benefit of tax losses	2,370	2,492
Future benefit of foreign tax losses	276	376
<b>Total amounts recognised in profit or loss</b>	<b>10,965</b>	<b>5,129</b>
<b>Net deferred tax assets</b>	<b>10,965</b>	<b>5,129</b>
<b>Movements:</b>		
Opening balance at beginning of year	5,129	4,674
Opening balance adjustment upon change in accounting policies – AASB 16	-	788
(Debited) / Credited to the profit or loss statement	5,885	(333)
Exchange differences	(49)	-
<b>Closing balance at end of year</b>	<b>10,965</b>	<b>5,129</b>
<b>(e) Deferred tax liabilities</b>		
The balance comprises temporary differences attributable to:		
Foreign exchange gains	-	135
Right of use assets	5,957	308



	2020 \$000	2019 \$000
<b>Net deferred tax liabilities</b>	<b>5,957</b>	443
<b>Movements:</b>		
Opening balance at beginning of year	443	246
Opening balance adjustment upon change in accounting policies – AASB 16	-	764
(Debited) / Credited to the profit or loss statement	5,535	(567)
Exchange differences	(21)	-
<b>Closing balance at end of year</b>	<b>5,957</b>	443
<b>(f) Current tax assets</b>		
Current tax assets	-	-
<b>(g) Current tax liabilities</b>		
Current tax liabilities	87	57
<b>(h) Franking credits</b>		
Franking credits available at the reporting date based on a tax rate of 30%	66	66

Freelancer Limited and its wholly-owned Australian entities elected to form an income tax consolidated group as of 12 April 2010.

## 08. Cash and cash equivalents

For cash flow statement presentation purposes, cash and cash equivalents includes cash on hand, deposits held at call with banks, other short term highly liquid investments with original maturities of three months or less that are

readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts.

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	2020 \$000	2019 \$000
<b>Current</b>		
Cash at bank and on hand	31,638	31,210
Term deposits	2,703	804
<b>Total cash and cash equivalents</b>	<b>34,341</b>	32,014

## 09. Trade and other receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment. This provision includes amounts that are not considered to be recoverable from debtors and amounts that are expected to be credited to debtors. Trade receivables are generally due for settlement no more than 30 days from the date of recognition. They are presented as current assets unless collection is not expected for more than 12 months after the reporting date.

Collectability of trade receivables is reviewed on an ongoing basis. A provision for impairment of trade receivables is established when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of the receivables. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation, and default or delinquency in payments are

considered indicators that the trade receivable is impaired. In addition, the trade receivables balances are considered for credit notes that are expected to be raised against individual and collective balances.

The Group applies the simplified approach to providing for expected credit losses prescribed by AASB 9, which permits the use of the lifetime expected loss provision for all trade receivables. To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due. The loss allowance provision as at 31 December 2020 is determined as follows; the expected credit losses also incorporate forward-looking information.

The "amounts written off" are all due to customers declaring bankruptcy, or term receivables that have now become unrecoverable.

	2020 \$000	2019 \$000			
<b>Current</b>					
Trade receivables	7,125	5,725			
Payment gateway receivables	1,711	1,704			
Less: provisions for impairment of receivables	(3,518)	(3,543)			
<b>Current trade receivables net of provisions for impairment</b>	<b>5,318</b>	<b>3,886</b>			
Other receivables	275	117			
<b>Total current trade and other receivables</b>	<b>5,593</b>	<b>4,003</b>			
<b>Non-Current</b>					
Payment gateway receivables	1,003	1,103			
<b>Total trade and other receivables</b>	<b>6,596</b>	<b>5,106</b>			
<b>(a) Provision for impaired trade receivables</b>					
Opening balance	3,543	2,814			
Increase / (Decrease) in provisions for impairment during the year	294	737			
Exchange differences	(319)	(8)			
<b>Closing balance</b>	<b>3,518</b>	<b>3,543</b>			
<b>(b) Ageing of current trade receivables</b>					
1 – 30 days	3,596	2,685			
31 – 60 days	891	769			
61 – 90 days	1,649	862			
90+ days	2,700	3,113			
Provision for impairment	(3,518)	(3,543)			
<b>Total trade receivables net of provision for impairment</b>	<b>5,318</b>	<b>3,886</b>			
<b>(c) Expected losses</b>					
	<b>1 – 30 days \$000</b>	<b>31 – 60 days \$000</b>	<b>31 – 60 days \$000</b>	<b>31 – 60 days \$000</b>	<b>31 – 60 days \$000</b>
<b>2020</b>					
Expected loss rate	0.09%	-	-	95.76%	95.86%
Gross carrying amount	3	-	-	2,586	2,589
Loss allowing provision	3	-	-	2,586	2,589
	<b>1 – 30 days \$000</b>	<b>31 – 60 days \$000</b>	<b>31 – 60 days \$000</b>	<b>31 – 60 days \$000</b>	<b>31 – 60 days \$000</b>
<b>2019</b>					
Expected loss rate	1.02%	0.28%	0.45%	82.73%	84.48%
Gross carrying amount	27	2	4	2,575	2,608
Loss allowing provision	27	2	4	2,575	2,608



## 10. Other assets

	2020 \$000	2019 \$000
<b>Current</b>		
Prepayments	1,959	1,292
Other	71	17
<b>Total current other assets</b>	<b>2,030</b>	<b>1,309</b>
<b>Non-current</b>		
Security deposits	517	592
<b>Total non-current other assets</b>	<b>517</b>	<b>592</b>
<b>Total other assets</b>	<b>2,547</b>	<b>1,901</b>

## 11. Plant and equipment

Plant and equipment is stated at historical cost less depreciation, amortisation and impairment losses. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

The carrying amount of plant and equipment is reviewed annually by directors to ensure it is not in excess of the recoverable amount from these assets. The recoverable amount is assessed on the basis of the expected net cash flows that will be received from the asset's employment and subsequent disposal. The expected net cash flows have not been discounted in determining recoverable amounts.

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Depreciation of all fixed assets is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives, as follows:

- Fixtures and fittings 4 - 5 years
- Office and computer equipment 4 - 5 years
- Software 3 years
- Leasehold improvements shorter of either the unexpired period of the lease or the estimated useful lives of the improvements

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

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These gains or losses are recognised in the profit and loss in the period in which they arise. When revalued assets are sold, amounts included in the revaluation surplus relating to that asset are transferred to retained earnings.

	2020 \$000	2019 \$000
<b>Non-current</b>		
Office and computer equipment – at cost	2,566	2,619
Accumulated depreciation	(2,216)	(2,166)
<b>Carrying value of office and computer equipment</b>	<b>350</b>	<b>453</b>
Fixtures and fittings – at cost	497	527
Accumulated depreciation	(481)	(499)
<b>Carrying value of fixtures and fittings</b>	<b>16</b>	<b>28</b>
Software – at cost	-	19
Accumulated depreciation	-	(19)
<b>Carrying value of software</b>	<b>-</b>	<b>-</b>
Leasehold improvements – at cost	451	768
Accumulated amortisation	(450)	(767)
<b>Carrying value of leasehold improvements</b>	<b>1</b>	<b>1</b>
<b>Total carrying value of plant and equipment</b>	<b>367</b>	<b>482</b>

**Reconciliations**

Reconciliations of the carrying amount of plant and equipment and leasehold improvements at the beginning and end of the current financial year are set out below:

	Office and computer equipment \$000	Fixtures and fittings \$000	Software \$000	Leasehold improvements \$000	Total \$000
<b>Balance at 1 January 2019</b>	481	51	1	24	557
Additions	217	12	-	-	229
Disposals	(245)	(35)	(1)	(23)	(304)
Depreciation and amortisation	453	28	-	1	482
<b>Balance at 31 December 2019</b>	<b>481</b>	<b>51</b>	<b>1</b>	<b>24</b>	<b>557</b>
Additions	200	8	-	-	208
Disposals	-	-	-	-	-
Depreciation and amortisation	(202)	(21)	-	-	(223)
<b>Balance at 31 December 2020</b>	<b>351</b>	<b>15</b>	<b>-</b>	<b>1</b>	<b>367</b>

**12. Intangible assets****Goodwill**

Goodwill is initially recorded at the amount by which the purchase price for a business combination exceeds the fair value attributed to the interest in the net fair value of identifiable assets, liabilities and contingent liabilities acquired at date of acquisition. Goodwill is not amortised. Instead goodwill is tested for impairment annually or more frequently if events or changes in circumstances indicate that it might be impaired and is carried at cost less accumulated impairment losses.

**Domain Names**

Domain names are valued at cost of acquisition. Domain names are tested for impairment annually or more frequently if events or changes in circumstances indicate that it might be impaired, either individually or at the cash generating unit level. Useful lives are also examined on an annual basis and adjustments, where applicable, are made on a prospective basis.

**Intellectual Property**

Intellectual property is valued at cost of acquisition. Intellectual property is tested for impairment annually or more frequently if events or changes in circumstances indicate that it might be impaired, either individually or at the cash generating unit level. Useful lives are also examined on an annual basis and adjustments, where applicable, are made on a prospective basis.

**Trademarks**

Trademarks are valued at cost of acquisition and are amortised on a straight-line basis over the period in which the benefits are expected to be realised. Trademarks are tested for impairment where an indicator of impairment exists, either individually or at the cash generating unit level. Useful lives are also examined on an annual basis and adjustments, where applicable, are made on a prospective basis.

	2020 \$000	2019 \$000
<b>Non Current</b>		
Domain names – at cost	4,938	4,910
Accumulated impairment	(28)	(28)
<b>Carrying value of domain names</b>	<b>4,910</b>	4,882
Intellectual property – at cost	2,198	2,198
Accumulated impairment	-	-
<b>Carrying value of intellectual property</b>	<b>2,198</b>	2,198
Goodwill	19,349	19,349
Accumulated impairment	-	-
<b>Carrying value of goodwill</b>	<b>19,349</b>	19,349
	<b>26,457</b>	26,429
<b>Total carrying value of intangible assets</b>	<b>26,429</b>	26,429

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**Reconciliations**

Reconciliations of the carrying amount of intangible assets at the beginning and end of the current and previous financial year are set out below:

	Domain names \$000	Intellectual property \$000	Goodwill \$000	Total \$000
<b>Balance at 1 January 2019</b>	4,882	2,198	19,349	26,429
Additions	-	-	-	-
Adjustment to goodwill from acquisition	-	-	-	-
Impairment	-	-	-	-
Amortisation	-	-	-	-
<b>Balance at 31 December 2019</b>	<b>4,882</b>	<b>2,198</b>	<b>19,349</b>	<b>26,429</b>
Additions	28	-	-	28
Impairment	-	-	-	-
Amortisation	-	-	-	-
<b>Balance at 31 December 2020</b>	<b>4,910</b>	<b>2,198</b>	<b>19,349</b>	<b>26,457</b>

The Directors have determined the useful life of domain names is indefinite and subject to an annual test for impairment of the fair value of the domain names. The Directors have assessed the recoverability of domain names, intellectual property and goodwill based on value in use calculations.

The recoverable amount of the Group's intangible assets has been determined by a value-in-use calculation using a discounted cash flow model, based on a 12 month projection period for the Group approved by management and extrapolated for a further 5 years with a discounted terminal value.

Goodwill and other intangibles are allocated to cash-generating units which are based on the Group's reporting segments:

	2020 \$000	2019 \$000
Online marketplace	14,808	14,780
Online payments	11,649	11,649
<b>Total</b>	<b>26,457</b>	26,429

The recoverable amount of each cash-generating unit above is determined based on value-in-use calculations. Value-in-use is calculated based on the present value of cash flow projections over a 5 year period with the period extending beyond 5 years

extrapolated using a 2% terminal growth rate. The cash flows are discounted based on management's estimate of the time value of money and the Group's weighted average cost of capital adjusted for the risk free rate and the volatility of the share price relative to market movements.

The following key assumptions were used in the value-in-use calculations:

	CAGR Rate	Discount Rate
Online marketplace	15.8%	15%
Online payments	14.4%	15%

Management has based the value-in-use calculations on budgets for each reporting segment. These budgets use historical weighted average growth rates to project revenue. Costs are calculated taking into account historical gross margins as well as estimated weighted average inflation rates over the period, which are consistent with inflation rates applicable to the locations in which the segments operate.

Discount rates are pre-tax and are adjusted to incorporate risks associated with a particular segment.

Based on the above, management is satisfied that there are no indicators of impairment to the current carrying value of intangible assets.

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## 13. Leases

### The Group as lessee

At inception of a contract, the Group assesses if the contract contains or is a lease. If there is a lease present, a right-of-use asset and a corresponding lease liability are recognised by the Group where the Group is a lessee. However, all contracts that are classified as short-term leases (ie leases with a remaining term of 12 months or less) and leases of low value assets are recognised as operating expenses on a straight-line basis over the term of the lease.

Initially the lease liability is measured at the present value of the lease payments still to be paid at the commencement date. The lease payments are discounted at the interest rate implicit in the lease. If this rate cannot be readily determined, the Group uses the incremental borrowing rate.

Lease payments included in the measurement of the lease liability is as follows:

- fixed lease payments less any lease incentives;
- variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- the amount expected to be payable by the lessee under residual value guarantees;
- the exercise price of purchase options, if the lessee is reasonably certain to exercise the options; and
- payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to

The right-of-use assets comprise the initial measurement of the corresponding lease liability, any lease payments



made at or before the commencement day and any initial direct costs. The subsequent measurement of the right-of-use assets is at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated over the lease term or useful life of the underlying asset, whichever is the shortest.

Where a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the Group anticipates to exercise a purchase option, the specific asset is depreciated over the useful life of the underlying asset.

The Group's lease portfolio comprises commercial leases for office property. As at 31 December 2020 these leases had remaining lives ranging from 1 month up to 78 months.

#### Options to Extend or Terminate

The options to extend or terminate are contained in several of the Group's property leases. These clauses provide the Group opportunities to manage leases in order to align with its strategies. All of the extension or termination options are only exercisable by the Group. The extension options or termination options which were probable to be exercised have been included in the calculation of the right-of-use asset.

#### (i) AASB 16 related amounts recognised in the balance sheet

	2020 \$000	2019 \$000
<b>Right of use assets</b>		
<b>Leased office property:</b>		
Opening balance	26,964	-
Addition to right-of-use asset	(12)	29,845
Depreciation expense for the year ended	(4,489)	(2,909)
Exchange differences	(45)	28
<b>Net carrying amount</b>	<b>22,418</b>	<b>26,964</b>
<b>Lease liabilities</b>		
Current	5,628	3,248
Non – current	19,094	23,134
<b>Total</b>	<b>24,722</b>	<b>26,382</b>

#### (ii) AASB 16 related amounts recognised in the statement of profit or loss

	2020 \$000	2019 \$000
Depreciation charge related to right-of-use assets	4,489	2,909
Interest expense on lease liabilities (under finance costs)	1,751	195

#### (iii) AASB 16 related amounts recognised as cash outflows in the statement of cash

	2020 \$000	2019 \$000
Interest expense on lease liabilities (under finance costs)	856	195
Repayment of lease liabilities	1,751	3,091

## 14. Trade and other payables

These amounts represent liabilities for goods and services provided to the Group and amounts outstanding to users of the Company's websites at the end of financial year which are unpaid. The amounts are unsecured and are payable as and

when they are due. Trade and other payables are presented as current liabilities unless payment is not due within 12 months from the reporting date.

	2020 \$000	2019 \$000
<b>Current</b>		
Trade payables	3,172	3,155
Sundry payables and accrued expenses	800	785
User obligations	35,194	32,677
<b>Total trade and other payables</b>	<b>39,166</b>	<b>35,898</b>

## 15. Borrowings

	2020 \$000	2019 \$000
<b>Current</b>		
Working capital loan	121	121
Payroll protection loan	165	-
<b>Total borrowings</b>	<b>286</b>	<b>121</b>

The working capital loan has been provided from non-controlling shareholders of Freightlancer Holdings Pty Limited to provide working capital funding. The loan is unsecured, interest free and has no fixed date of repayment.

The payroll protection loan has been provided from the US Small Business Administration to support US businesses during COVID-19. The loan is unsecured, interest free and has no fixed date of repayment. If certain conditions are met, this loan will be eligible for forgiveness.



## 16. Provisions

Provisions are recognised when the Company has a legal or constructive obligation, as a result of past events, for which it is probable that an outflow of economic benefits will result, and that outflow can be reliably measured. Provisions recognised represent the best estimate of the amounts required to settle the obligation at reporting date.

A provision for onerous contracts is recognised when the expected benefits to be derived by the Group from a contract are lower than the unavoidable cost of meeting the obligations under the contract. The provision is stated at the present value of the future net cash outflows expected to be incurred in respect of the contract.

	2020 \$000	2019 \$000
<b>Current</b>		
Provision for user disputes and refunds	539	538
Employee benefits	1,390	1,265
Provision for indirect taxes	216	103
Provision for penalties*	272	370
<b>Total current provisions</b>	<b>2,417</b>	<b>2,322</b>
<b>Non-current</b>		
Make-good provisions	431	720
Employee benefits	327	310
<b>Total non-current provisions</b>	<b>758</b>	<b>1,030</b>
<b>Total provisions</b>	<b>3,175</b>	<b>3,352</b>

\* At the time of the acquisition of the Escrow.com business in November 2015, it held eight money transmission and/or escrow licences in the US. After the acquisition, the Company has pursued an aggressive program of applying for money transmission and/or escrow licenses in the remaining states in the US. At 31 December 2020, forty four licences were in place. As part of this process, regulatory penalties may be payable for unlicensed activity (substantially pre-acquisition). The provision represents an estimate of probable penalties.

### Movements

	Provision for User Disputes/ Refunds \$000	Provision for Indirect Taxes \$000	Employee Benefits \$000	Provision for Penalties \$000	Provision for Make-good \$000	Total Provisions \$000
<b>Balance at 1 January 2019</b>	256	252	1,351	398	300	2,557
Additional provisions	482	270	864	-	994	2,610
Amounts used	(57)	(353)	(409)	-	-	(819)
Unused amounts reversed	(86)	-	(244)	(28)	(579)	(937)
Foreign exchange differences	(11)	(66)	13	-	5	(59)
<b>Balance at 31 December 2019</b>	<b>584</b>	<b>103</b>	<b>1,575</b>	<b>370</b>	<b>720</b>	<b>3,352</b>
<b>Balance at 1 January 2020</b>	<b>584</b>	<b>103</b>	<b>1,577</b>	<b>370</b>	<b>720</b>	<b>3,352</b>
Additional provisions	7	802	683	-	-	1,492
Amounts used	-	(654)	(259)	(14)	-	(927)
Unused amounts reversed	-	-	(29)	(52)	(278)	(584)
Foreign exchange differences	(53)	(35)	(29)	(32)	(11)	(160)
<b>Balance at 31 December 2020</b>	<b>538</b>	<b>216</b>	<b>1,716</b>	<b>272</b>	<b>431</b>	<b>3,173</b>

## 17. Contract liabilities

Refer to Note 5 for the accounting policy on marketplace and payment services revenue recognition policy. Revenue is recognised when these conditions are met.

	2020 \$000	2019 \$000
Amounts received in advance of delivery for services	1,133	1,124
<b>Total contract liabilities</b>	<b>1,133</b>	<b>1,124</b>
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Current	586	629
Non-current	547	495
<b>Total contract liabilities</b>	<b>1,133</b>	<b>1,124</b>

There were no significant changes in the contract liability balances during the 2020 year.

## 18. Contributed equity

### (a) Share capital

	Note	2020 Number	2019 Number	2020 \$000	2019 \$000
<b>Ordinary shares</b>					
Fully paid	18(b)	453,123,619	452,756,722	38,446	38,446
<b>Total share capital</b>				<b>38,446</b>	<b>38,446</b>

### (b) Movements in ordinary share capital

Reconciliation to 31 December 2019	Number of shares	Average price	\$000
<b>Balance at 1 January 2019</b>	456,835,488		38,049
<b>Issue / (cancellation) of ordinary shares:</b>			
Issue of ESP shares <sup>1</sup>	520,560	\$0.71	-
Buy-back and cancellation of ESP shares	(2,961,773)	\$0.95	-
Contributed equity arising from repayment of ESP loans	-	-	340
<b>Balance at 31 December 2019</b>	<b>452,756,722</b>		<b>38,446</b>

Reconciliation to 31 December 2020	Number of shares	Average price	\$000
<b>Balance at 1 January 2020</b>	452,756,722		38,446
<b>Issue / (cancellation) of ordinary shares:</b>			
Issue of ESP shares <sup>1</sup>	1,179,001	\$0.48	-
Buy-back and cancellation of ESP shares	(812,104)	\$1.27	-
Contributed equity arising from repayment of ESP loans	-	-	-



<b>Balance at 31 December 2020</b>	<b>453,123,619</b>	<b>38,446</b>
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**(c) Ordinary shares**

Ordinary shares have the right to receive dividends as declared, and, in the event of winding up the Company, to participate in the proceeds from the sale of all surplus assets in proportion to the number of and amounts paid up on shares held. Ordinary shares entitle their holder to one vote, either in person or by proxy, at a meeting of the Company.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt. The Group would look to raise capital when an opportunity to invest in a business or company was seen as value adding relative to the current parent entity's share price at the time of the investment. The Group actively pursues additional investments as part of its growth strategy.

**(D) Employee Share Plan (ESP)**

Information relating to the ESP, including details of shares issued under the plan, is set out in Note 24.

The capital risk management policy remains unchanged from the 2019 Annual Report.

**(e) Capital risk management**

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

<sup>1</sup> As the ESP is considered in substance a share option, the ESP shares issued and corresponding loan receivables are not recognised by the Group in its financial statements. The loan receivable does not satisfy the "probable future benefits following to the entity" criteria on the basis that the loan is non-recourse. The ESP shares will not be considered issued to participants until the corresponding loan has been repaid, at which time there will be an increase in the issued capital and increase in cash.

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**19. Equity – reserves****(a) Movements**

	2020 \$000	2019 \$000
<b>Share based payment reserve movements</b>		
Balance at the beginning of the period	4,711	4,382
Share based payment expense	192	329
<b>Balance at the end of the period</b>	<b>4,903</b>	<b>4,711</b>
<b>Foreign currency translation reserve movements</b>		
Balance at the beginning of the period	(254)	(382)
Currency translation differences arising during the period	(320)	128
<b>Balance at the end of the period</b>	<b>(574)</b>	<b>(254)</b>
<b>Total reserves</b>	<b>4,329</b>	<b>4,457</b>

**(b) Nature and purpose of reserves****Share-based payments reserve**

This amount represents the value of the ESP share grants to employees under the Freelancer Employee Share Plan and other compensation granted in the form of equity.

**Foreign currency translation reserve**

The foreign currency translation reserve is used to record exchange differences arising from the translation of the financial statements of its overseas subsidiaries.

## 20. Key management personnel disclosures

### (a) Directors

The following persons were Directors of Freelancer Limited during the financial year:

Mr Robert Matthew Barrie – Executive Chairman  
Mr Darren Nicholas John Williams – Non-Executive Director  
Mr Simon Alvin Clausen – Non-Executive Director

### (b) Other key management personnel

The following persons also had the authority and responsibility for planning, directing and controlling the major activities of the Group, directly or indirectly, during the financial year:

Mr Neil Leonard Katz – Chief Financial Officer and Company Secretary

### (c) Key management personnel compensation

	2020 \$000	2019 \$000
Short-term employee benefits	968	949
Share based employee benefits	47	93
Other long-term benefits	56	56
<b>Total benefits</b>	<b>1,071</b>	<b>1,098</b>

#### Short-term employee benefits

These amounts include fees and benefits paid to the Non-Executive Directors as well as all salary, paid leave benefits, fringe benefits and cash bonuses awarded to Executive Directors and other KMP.

#### Other long-term benefits

These amounts represent long service leave benefits accruing during the year, long-term disability benefits and deferred bonus payments

#### Share based payments

These amounts represent the expense related to the participation of KMP in equity-settled schemes as measured by the fair value of the options rights and shares granted on grant date.

Further information in relation to KMP remuneration can be found in the Remuneration Report, which is included in the Director's Report.

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## 21. Remuneration of auditors

During the year the following fees were paid for services provided by the auditor of the parent entity, its related practices and non-related audit firms:

	2020 \$000	2019 \$000
<b>(a) Hall Chadwick</b>		
Audit and other assurance services	121	119
Audit and review of financial reports	2	2
<i>Taxation services</i>		
Tax compliance services, including review of Company income tax returns	29	37
<b>Total remuneration of Hall Chadwick</b>	<b>152</b>	<b>150</b>

**(b) Audit firms other than Hall Chadwick**

<i>Audit and other assurance services</i>		
Audit and review of financial reports	<b>81</b>	62
<i>Taxation services</i>		
Tax compliance services, including review of subsidiary income tax returns	<b>14</b>	22
Accounting Services	<b>14</b>	104
<b>Total remuneration of audit firms other than Hall Chadwick</b>	<b>109</b>	188
<b>Total auditors' remuneration</b>	<b>261</b>	<b>338</b>

## 22. Contingent liabilities

Except for the items listed below, there are no other contingent liabilities as at 31 December 2020:

- a collateral amount of USD450,000 (2019: USD450,000) is in place in one of the Group's PayPal accounts in favour of PayPal Australia Pty Ltd;
- term deposits of \$76,852 (2019: \$76,852) are secured for corporate credit card facilities in place;
- deposits of \$1,003,000 (2019: \$1,177,000) are held by various credit card processing providers, as security for any contractual compensation arising under these agreements;
- included in cash is an amount of \$2,608,000 on term deposits (31 December 2019: \$724,000), which is secured against bank guarantees that have been provided to lessors in respect of premises occupied by the Company in Sydney.
- Included in cash is an amount of USD134,000 (2019: USD94,000), which is held as a reserve to satisfy escrow regulatory requirements in respect of credit card transactions.

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## 23. Commitments for expenditure

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Group as lessee are classified as operating leases. Leases are made up of operating leases of property. Payments made under operating leases are accounted for in accordance with AASB 16 Leases and are brought into account as depreciation on the right of use asset and interest paid on the corresponding lease liability.

Where the Group acts as lessor in an operating lease arrangement, rental income from operating leases is accounted for on a straight-line basis over the period of the lease. Lease incentives provided are recognised over the lease term on a straight-line basis.

**(a) Non-cancellable operating services**

The Group has entered into a commercial agreement for web hosting services with an annual fee commitment for 2 years commencing on 1 January 2020. Fees paid under this agreement are charged to the income statement on a usage basis over the period of the agreement. This commitment is fixed in USD. The future minimum fee commitment under this agreement has been calculated using the spot exchange rate at 31 December 2020 and may be subject to variation due to changes in exchange rates. The amounts are as follows:

	2020 \$000	2019 \$000
Less than one year	3,900	4,264
Between one and five years	-	4,264
More than five years	-	-
<b>Total operating lease commitments</b>	<b>3,900</b>	<b>8,528</b>

**(b) Other capital commitments**

There were no other capital commitments as at 31 December 2020

## 24. Share based payments

The Group operates an employee share plan. The fair value of the effective option over the shares granted under the Company's Employee Share Plan (ESP) is recognised as an employee benefit expense with a corresponding increase in equity. The fair value is measured at grant date and recognised over the period during which the employees become unconditionally entitled to the ESP shares.

The fair value at grant date is independently determined using a Black-Scholes option pricing model that takes into account the exercise price, the term of the ESP shares, the vesting and performance criteria, the impact of dilution, the non-tradeable nature of the ESP share, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk-free interest rate for the term of the

ESP share.

The fair value of share grants issued outside of the ESP is independently determined based on the value of the shares at grant date less the present value of dividends expected to be distributed between the grant date and the vesting dates.

During the year ended 31 December 2013, the Company established a share based payment plan, the Employee Share Plan (ESP) to assist the Company in retaining and attracting current and future employees by providing them with the opportunity to own shares in the Company. Resolutions to amend and approve the ESP were passed at the AGM held on 17 May 2016.

**The key terms of the ESP are as follows:**

- the Board may invite a person who is employed or engaged by or holds an office with the Group (whether on a full or part-time basis) and who is declared by the Board to be eligible to participate in the ESP from time to time (Eligible Employee) to apply for fully paid ordinary shares under the plan from time to time (ESP shares);
- invitations to apply for ESP shares offered to Eligible Employees subsequent to the Company's initial public offering are to be made on the basis of the market price per share defined as the volume weighted average price at which the Company's shares have traded during the 30 days immediately preceding the date of the invitation;
- invitations to apply for ESP shares under the ESP will be made on a basis determined by the Board (including as to the conditionality on the achievement of any key performance indicators) and notified to Eligible Employees in the invitation,
  - or if no such determination is made by the Board, on the basis that ESP shares will be subject to a 4 year vesting period, with: 10% of ESP shares applied for vesting on the date that is the first anniversary of the issue date of the ESP shares;
  - 10% of ESP shares applied for vesting on the date that is the first anniversary of the issue date of the ESP shares;
  - 20% of ESP shares applied for vesting on the date that is the second anniversary of the issue date of the ESP shares;
  - 30% of ESP shares applied for vesting on the date that is the third anniversary of the issue date of the ESP shares; and
  - 40% of ESP shares applied for vesting on the date that is the fourth anniversary of the issue date of the ESP shares.



- Eligible Employees who accept an invitation (ESP Participants) may be offered an interest free loan from the Company to finance the whole of the purchase of the ESP shares they are invited to apply for (ESP Loan). ESP Loans will have a term of 4 years and become repayable in full on the earlier of:
  - the fourth anniversary of the issue date of the Employee Offer Shares; and
  - if the ESP Participant ceases to be an Eligible Employee, either:
    - › the date 30 days after the date of cessation, if the Eligible Employee is a good leaver (as defined in the ESP); or
    - › that date of cessation, if the Eligible Employee is a bad leaver (as defined in the ESP).
- if the ESP Participant does not repay the outstanding ESP Loan, or it notifies the Company that it cannot, then such number of ESP shares that equal by value (using the price at which the ESP shares were issued) the outstanding amount of the ESP Loan will become the subject of a buy-back notice from the Company which the ESP Participant must accept. The buy-back of such number of ESP shares will be considered full and final satisfaction of the ESP Loan and the Company will not have any further recourse against the ESP Participant;
- any dividends received by the ESP Participant whilst the whole or part of the ESP Loan remains outstanding must be applied to the repayment of the ESP Loan. In addition, an ESP Participant may make pre-payments at any time;
- the maximum number of ESP shares for which invitations may be issued under the ESP together with the number of ESP shares still to be issued in respect of already accepted invitations and that have already been issued in response to invitations in the previous 5 years (but disregarding ESP shares that are or were issued following invitations to non-residents, that did not require a disclosure document under the Corporations Act, or that were issued under a disclosure document under the Corporations Act) must not exceed 5% of the total number of ordinary shares on issue in the Company at the time the invitations are made;
- in the event of a corporate reconstruction, the Board will adjust, subject to the Listing Rules (if applicable), any one or more of the maximum number of Shares that may be issued under the ESP (if applicable), the subscription price, the buy-back price and the number of ESP shares to be vested at any future vesting date (if applicable), as it deems appropriate so that the benefits conferred on ESP Participants after a corporate reconstruction are the same as the benefits enjoyed by the ESP Participants before the corporate reconstruction. On conferring the benefit of any corporate reconstruction, any fractional entitlements to shares will be rounded down to the nearest whole share;
- ESP Participants will continue to have the right to participate in dividends paid by the Company despite some or all of their ESP shares not having vested yet or being subject to an ESP Loan. If an ESP Loan has been made to the ESP Participant, then any dividend due must first be applied to reducing any outstanding ESP Loan amount applicable to the ESP shares on which the dividend is paid;
- ESP shares which have not vested and/or are subject to repayment of the ESP Loan will be restricted (escrowed) from trading;
- the Company may buy-back at the issue price any ESP shares which:
  - have not vested, or are incapable of vesting at any time (including as a result of the ESP Participant failing to meet any key performance indicators on which vesting of ESP shares is conditional); or
  - › the ESP Participant ceasing to be an Eligible Employee (unless the Board, in its sole and absolute discretion determines otherwise, subject to any conditions that it may apply, including the repayment of any outstanding ESP Loan); or
  - › the expiration of the term of the ESP Loan.
- any bonus securities issued in relation to ESP shares which remain unvested or are subject to an ESP Loan which becomes repayable in full will be the subject of a buy-back by the Company at the issue price for no consideration;
- on the death or permanent disability of an ESP Participant, all ESP shares held by the ESP Participant or their estate will immediately vest subject to the repayment of any outstanding ESP Loan by the curator, executor or nominated beneficiary(ies) (as the case may be) within 30 days of their appointment (or such longer period as the Company in its discretion may allow). Failing such repayment, the Company will buy-back all ESP shares in respect of which there is an outstanding ESP Loan;
- the rules of the ESP and any amendment to the rules of the ESP must be in accordance with the Listing Rules and the Corporations Act;
- if, while the Company's shares are traded on the ASX or any other stock exchange, there is any inconsistency between the terms of the ESP and the Listing Rules, the Listing Rules will prevail; and
- the ESP is governed by the laws of the State of New South Wales, Australia.

The full terms of the ESP are available on the Company's website, [www.freelancer.com](http://www.freelancer.com).

**(a) ESP share grants**

Set out below are summaries of ESP shares granted, issued and that have balances or movement during the year under the plan:

Grant date	Issue price	Balance at the start of the year	Granted / issued	Released from restrictions	Forfeited / cancelled	Balance at the end of the year	Balance of unvested ESP shares	Balance of vested ESP shares
<b>2020</b>								
24 November 2015	\$1.76	50,000	-	-	(50,000)	-	-	-
7 March 2016	\$1.53	30,000	-	-	(30,000)	-	-	-
26 April 2016	\$1.38	50,000	-	-	(50,000)	-	-	-
27 July 2016	\$1.59	440,539	-	-	(440,539)	-	-	-
4 November 2016	\$1.34	100,000	-	-	-	100,000	-	100,000
8 December 2017	\$0.52	505,852	-	-	(33,081)	472,771	120,978	351,793
2 March 2018	\$0.40	15,150	-	-	(15,150)	-	-	-
18 October 2018	\$0.53	980,000	-	-	(180,000)	800,000	560,000	240,000
12 November 2018	\$0.65	100,000	-	-	-	100,000	70,000	30,000
20 February 2019	\$0.53	407,226	-	-	-	407,226	366,504	40,722
6 May 2019	\$0.65	113,334	-	-	(13,334)	100,000	90,000	10,000
19 February 2020	\$0.47	-	640,539	-	-	640,539	640,539	-
2 March 2020	\$0.45	-	200,000	-	-	200,000	200,000	-
30 July 2020	\$0.53	-	300,000	-	-	300,000	300,000	-
11 December 2020	\$0.52	-	38,462	-	-	38,462	-	38,462
<b>Total</b>		<b>2,792,101</b>	<b>1,179,001</b>	<b>-</b>	<b>(812,104)</b>	<b>3,158,998</b>	<b>2,348,021</b>	<b>810,977</b>
<b>2019</b>								
20 February 2015	\$0.66	940,000	-	(425,000)	(515,000)	-	-	-
10 April 2015	\$1.01	200,000	-	-	(200,000)	-	-	-
3 June 2015	\$1.08	150,000	-	-	(150,000)	-	-	-
12 August 2015	\$1.40	560,000	-	-	(560,000)	-	-	-
15 October 2015	\$1.45	200,000	-	-	(200,000)	-	-	-
24 November 2015	\$1.76	75,000	-	-	(25,000)	50,000	-	50,000
21 December 2015	\$1.76	100,000	-	-	(100,000)	-	-	-
7 March 2016	\$1.53	30,000	-	-	-	30,000	7,500	22,500
26 April 2016	\$1.38	50,000	-	-	-	50,000	12,500	37,500
22 June 2016	\$1.55	-	-	-	-	-	-	-
27 July 2016	\$1.59	440,539	-	-	-	440,539	110,135	330,404
4 November 2016	\$1.34	330,000	-	-	(230,000)	100,000	40,000	60,000
30 October 2017	\$0.48	-	-	-	-	-	-	-
8 December 2017	\$0.52	756,007	-	(78,382)	(171,773)	505,852	270,431	235,421
19 December 2017	\$0.52	825,000	-	(15,000)	(810,000)	-	-	-
2 March 2018	\$0.40	15,150	-	-	-	15,150	-	15,150
18 October 2018	\$0.53	1,000,000	-	(20,000)	-	980,000	902,000	78,000
12 November 2018	\$0.65	100,000	-	-	-	100,000	90,000	10,000
20 February 2019	\$0.53	-	407,226	-	-	407,226	407,226	-
6 May 2019	\$0.65	-	113,334	-	-	113,334	113,334	-
<b>Total</b>		<b>5,771,696</b>	<b>520,560</b>	<b>(538,382)</b>	<b>(2,961,773)</b>	<b>2,792,101</b>	<b>1,953,126</b>	<b>838,975</b>



All Eligible Employees who accepted an offer of ESP shares were given an interest free loan from the Company to finance the whole of the purchase of the ESP shares they were invited to apply for (ESP Loan).

The ESP Loans are provided to participants on a non-recourse basis and upon vesting must be repaid in order to remove trading restrictions on vested ESP shares. The term of the ESP Loan is four years; however, participants may forfeit their ESP shares if they do not repay the ESP Loan or leave the Company. As the ESP removes the risk to participants from decreases in the share price by limiting the maximum loan amount repayable to the value of the ESP shares disposed and waiving the ESP Loan should the participant forfeit their ESP shares, whilst still allowing participants the rewards of any increase in share price, the Company has effectively

granted the participants an option to the ESP shares due to the ESP Loans being non-recourse. As such, this arrangement is accounted for under AASB 2.

The assessed weighted average fair value at grant date of the effective share options granted during the financial year is \$0.19 per option (2019: \$0.27). Options were priced using a Black-Scholes option pricing model that takes into account the exercise price, the term of the option, the impact of dilution, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option. The expected price volatility of the Company's shares is based on the historical volatility of ASX listed companies considered to be comparable to Freelancer Limited.

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## 25. Related party transactions

### (a) Parent entity

Freelancer Limited is the parent entity and ultimate controlling entity.

### (b) Interests in controlled entities

Interests in subsidiaries are set out in Note 28.

### (c) Transactions with key management personnel

Disclosures relating to key management personnel are set out in Note 20 and the Remuneration Report.

### (d) Transactions with related parties

#### *Receivable from and payable to related parties*

There were no receivables from or payable to related parties at reporting date in relation to transactions with related parties detailed above.

#### *Loans to / from related parties*

There were no loans to or from related parties at the reporting date.

#### *Terms and conditions*

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

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## 26. Parent Entity Information

The financial information for the parent entity, Freelancer Limited has been prepared on the same basis as the consolidated financial statements, except as set out below.

### *Investments in subsidiaries*

Investments in subsidiaries are accounted for at cost in the financial statements of Freelancer Limited. Investments in subsidiaries are tested for impairment whenever changes in events or circumstances indicate that the carrying amount may not be recoverable.

### *Income tax consolidation legislation*

Freelancer Limited and its wholly-owned Australian entities have elected to form an income tax consolidated group.

Freelancer Limited (as the head entity) and its wholly-owned Australian entities (as members of the Freelancer income tax consolidated group) account for their own current and deferred tax amounts. These tax amounts are measured as if each entity in the income tax consolidated group continues to be a standalone taxpayer in its own right.

In addition to its own current and deferred tax amounts, Freelancer Limited also recognises the current tax liabilities (or assets) assumed from its wholly-owned entities in the income tax consolidated group.

Set out below is the supplementary information about the parent entity.

	2020 \$000	2019 \$000
<i>Statement of comprehensive income</i>		
Loss after Tax	(861)	(655)
<b>Total comprehensive loss</b>	<b>(861)</b>	<b>(655)</b>
<i>Statement of financial position</i>		
Current assets	9,244	3,619
Non-current assets	32,713	33,224
<b>Total assets</b>	<b>41,957</b>	<b>36,843</b>
Current liabilities	5,895	112
<b>Total liabilities</b>	<b>5,895</b>	<b>112</b>
<b>Net assets</b>	<b>36,062</b>	<b>36,731</b>
Contributed equity	38,446	38,446
Reserves	4,904	4,712
Accumulated losses	(7,288)	(6,427)
<b>Total equity</b>	<b>36,062</b>	<b>36,731</b>

**Contingent liabilities**

The parent entity had no contingent liabilities at 31 December 2020 and 31 December 2019.

**Capital commitments**

The parent entity had no capital commitments as at 31 December 2020 and 31 December 2019.

**Significant accounting policies**

The accounting policies of the parent entity are consistent with those of the Group, except for investments in subsidiaries which are accounted for at cost, less any impairment.

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## 27. Business Combinations

Business combinations occur where an acquirer obtains control over one or more businesses.

A business combination is accounted for by applying the acquisition method, unless it is a combination involving entities or businesses under common control. The business combination will be accounted for from the date that control is attained, whereby the fair value of the identifiable assets acquired and liabilities (including contingent liabilities) assumed is recognised (subject to certain limited exceptions).

When measuring the consideration transferred in the business combination, any asset or liability resulting from a contingent consideration arrangement is also included. Subsequent to

initial recognition, contingent consideration classified as equity is not remeasured and its subsequent settlement is accounted for within equity. Contingent consideration classified as an asset or liability is remeasured each reporting period to fair value, recognising any change to fair value in profit or loss, unless the change in value can be identified as existing at acquisition date.

All transaction costs incurred in relation to the business combination are expensed to the statement of profit or loss and comprehensive income. The acquisition of a business may result in the recognition of goodwill or a gain from a bargain purchase.



## 28. Interests in controlled entities

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiaries in accordance with the accounting policy described in Note 33:

Name of entity	Country of incorporation	Percentage Owned (%) 2020	Percentage Owned (%) 2019
<b>Subsidiaries of Freelancer Limited:</b>			
Freelancer International Pty Ltd	Australia	100	100
Freelancer Technology Pty Ltd	Australia	100	100
Freelancer India Pty Ltd	Australia	100	100
Warrior Forum Pty Ltd	Australia	100	100
Warrior Technology Pty Ltd	Australia	100	100
Payments Pty Ltd	Australia	100	100
Payments International Pty Ltd	Australia	100	100
Payments Australia Pty Ltd	Australia	100	100
Payments IP Pty Ltd	Australia	100	100
StartCon Pty Ltd	Australia	100	100
Freightlancer Holdings Pty Ltd **	Australia	50	50
Freightlancer Technology Pty Ltd **	Australia	50	50
Freightlancer Pty Ltd **	Australia	50	50
Freelancer Networks (Canada), Inc.	Canada	100	100
Freelancer Outsourcing, Inc.	Canada	100	100
Canadian Payments, Inc	Canada	100	100
Freelancer.com Pte Limited	Singapore	100	100
Freelancer International GmbH	Switzerland	100	100
Freemarket (Switzerland) GmbH	Switzerland	100	100
Freelancer Online India Private Limited	India	100	100
Freelancer.com Philippines, Inc.	Philippines	100	100
Freelancer Outsourcing UK Limited	United Kingdom	100	100
Payments Europe Limited	United Kingdom	100	100
Freelancer (Shanghai) Information Technology Co., Ltd.	China	100	100
Westmor Management, Inc. *	United States	100	100
Escrow.com, Inc. *	United States	100	100
EC Services Corporation*	United States	100	100
IES International, Inc. *	United States	100	100
Internet Escrow Services, Inc. *	United States	100	100
Freightlancer, Inc. **	United States	50	50

\* Escrow.com group

\*\* Freightlancer group

## 29. Fair value measurements

All assets and liabilities are recorded at their fair value.

## 30. Events occurring after the reporting date

There are no other matters or circumstances that have arisen since 31 December 2020 that have significantly affected, or may significantly affect:

- the aggregated entity's operations in the future financial years, or
- the results of those operations in future financial years, or
- the aggregated entity's state of affairs in the future financial affairs.

## 31. Reconciliation of loss after tax to net cash flow from operating activities

	2020 \$000	2019 \$000
<b>Loss for the year</b>		
<b>Non-cash items in operating loss:</b>		
Depreciation and amortisation	4,712	3,214
Share based payments expense	192	329
Net exchange differences	(1,439)	(196)
<b>Changes in operating assets and liabilities:</b>		
(Increase) / Decrease in trade and other receivables	(501)	152
Decrease / (Increase) in deferred tax assets	(5,794)	333
(Increase) in other assets	(647)	(554)
Increase in trade and other creditors	6,355	573
(Decrease) / Increase in provision for income tax	28	(13)
Increase in deferred tax liabilities	5,540	(564)
Increase in provisions for employee benefits	142	224
(Decrease) / Increase in other provisions	(29)	149
<b>Net cash inflow / (outflow) from operating activities</b>	<b>7,913</b>	<b>2,056</b>

### Non cash information

During the period, the group recognised \$895K of interest charge relating to rent free period under AASB 16: Leases.



## 32. Earnings per share (EPS)

### Basic earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Company, excluding any costs of servicing equity other than ordinary shares
- by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the year and excluding treasury shares.

### Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with 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.

	2020 Cents	2019 Cents
<b>(a) Basic earnings per share</b>		
From operations attributable to the ordinary equity of the Company	(0.14)	(0.35)
Total basic earnings per share attributable to the ordinary equity holders of the Company	(0.14)	(0.35)
<b>(b) Diluted earnings per share</b>		
From operations attributable to the ordinary equity of the Company	(0.14)	(0.35)
<b>Total basic earnings per share attributable to the ordinary equity holders of the Company</b>	<b>(0.14)</b>	<b>(0.35)</b>
<b>(c) Reconciliation of earnings used in calculating earnings per share</b>		
<b>Basic earnings per share:</b>		
Loss from continuing operations	(646)	(1,591)
<b>Diluted earnings per share:</b>		
Loss attributable to the ordinary equity holders of the Company	(646)	(1,591)

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	2020 Shares	2019 Shares
<b>(d) Weighted average number of shares used as the denominator</b>		
Weighted average number of ordinary shares used in calculating basic earnings per share	449,964,621	449,827,061
<b>Adjustments for calculation of ordinary shares used in calculating diluted earnings per share:</b>		
ESP shares	3,005,447	4,961,048
Share grants	-	-
<b>Weighted average number of ordinary shares used in calculating diluted earnings per share</b>	<b>452,970,068</b>	<b>454,788,109</b>

### (e) Information on the classification of securities

#### ESP shares and share grants

ESP shares granted to employees under the ESP and shares granted to employees outside of the ESP are considered to be potential ordinary shares and have been included in the determination of diluted earnings per share to the extent to

which they are dilutive. The ESP shares and share grants have not been included in the determination of basic earnings per share. Details relating to the ESP shares are set out in Note 24.

### 33. Other significant accounting policies

#### (a) Principles of consolidation

The consolidated financial statements incorporate all of the assets, liabilities and results of Freelancer Limited and all subsidiaries. Subsidiaries are all entities over which the Group has control. The Group controls an entity when it 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. A list of the subsidiaries is provided in Note 28.

The assets, liabilities and results of all subsidiaries are fully consolidated into the financial statements of the Group from the date on which control is obtained by the Group. The consolidation of a subsidiary is discontinued from the date that control ceases. Intercompany transactions, balances and unrealised gains or losses on transactions between group entities are fully eliminated on consolidation. Accounting policies of subsidiaries have been changed and adjustments made where necessary to ensure uniformity of the accounting policies adopted by the Group.

Equity interests in a subsidiary not attributable, directly or indirectly, to the Group are presented as "non-controlling interests". The Group initially recognises non-controlling interests that are present ownership interests in subsidiaries and are entitled to a proportionate share of the subsidiary's net assets on liquidation at either fair value or at the non-controlling interests' proportionate share of the subsidiary's net assets. Subsequent to initial recognition, non-controlling interests are attributed their share of profit or loss and each component of other comprehensive income. Non-controlling interests are shown separately within the equity section of the statement of financial position and statement of comprehensive income.

#### (b) Goods and Services Tax (GST) and Valued Added Tax (VAT)

Revenues, expenses and assets are recognised net of the amount of associated GST and VAT, except where the amount of GST and VAT incurred is not recoverable from the relevant taxation authority. In these circumstances, the GST and VAT is recognised as part of the cost of acquisition of the asset or as part of an item of the expense. Receivables and payables are stated inclusive of the amount of GST and VAT receivable or payable. The net amount of GST and VAT recoverable from, or payable to, the relevant taxation authority is included with other receivables or payables in the statement of financial position.

Cash flows are presented in the cash flow statement on a gross basis. The GST and VAT components of cash flows arising from investing or financing activities which are

recoverable from, or payable to, the taxation authority are presented as operating cash flows included in receipts from customers or payments to suppliers.

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

#### (c) Research & development

Costs relating to research and development of new software products are expensed as incurred until technological feasibility in the form of a working model has been established. At such time costs may be capitalised, subject to recoverability. Software development costs incurred subsequent to the establishment of technological feasibility have not been significant, and the Group has not capitalised any software development costs to date.

#### (d) Foreign currency transactions and balances

##### *Functional and presentation currency*

The functional currency of each of the Group entities is measured using the currency of the primary economic environment in which that entity operates. The consolidated financial statements are presented in Australian dollars, which is the parent entity's functional and presentation currency.

##### *Transactions and balances*

Foreign currency transactions are translated into functional currency using the exchange rates prevailing at the date of the transaction. Foreign currency monetary items are translated at the period-end exchange rate. Non-monetary items measured at historical cost continue to be carried at the exchange rate at the date of the transaction. Non-monetary items measured at fair value are reported at the exchange rate at the date when fair values were determined.

Exchange differences arising on the translation of monetary items are recognised in the profit or loss, except where deferred in equity as a qualifying cash flow or net investment hedge.

Exchange differences arising on the translation of non-monetary items are recognised directly in other comprehensive income to the extent that the underlying gain or loss is recognised in other comprehensive income; otherwise the exchange difference is recognised in profit or loss.

**Group companies**

The financial results and position of foreign operations whose functional currency is different from the Group's presentation currency is translated as follows:

- Assets and liabilities are translated at period end exchange rates prevailing at that reporting date.
- Income and expenses are translated at average exchange rates for the period.
- Retained earnings are translated at the exchange rates prevailing at the date of the transaction.

Exchange differences arising on translation of foreign operations with functional currencies other than Australian dollars are recognised in other comprehensive income and included in the foreign currency translation reserve in the statement of financial position. The cumulative amount of these differences is reclassified into profit or loss in the period in which the operation is disposed of.

**(e) Impairment of assets**

At the end of each reporting date, the Group reviews the carrying values of its tangible and intangible assets to determine whether there is any indication that those assets have been impaired. If such an indication exists, the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell and value in use, is compared to the asset's carrying value. Any excess of the asset's carrying value over its recoverable amount is recognised immediately in the profit or loss.

Impairment testing is performed annually for goodwill and intangible assets with indefinite lives.

Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash generating unit to which the asset belongs.

**(f) Comparative figures**

When required by Accounting Standards, comparative figures have been adjusted to conform to changes in presentation for the current financial year.

Where the Group has retrospectively applied an accounting policy, made a retrospective restatement or reclassified items in its financial statements, an additional statement of financial position as at the beginning of the earliest comparative period will be disclosed.

**(g) Critical accounting estimates and judgments**

The directors evaluate estimates and judgements incorporated into the financial report based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and are based on current trends and economic data, obtained both externally and within the Group. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and judgements that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

**Business Combinations**

Following the guidance in AASB 3: Business Combinations, the Group has made assumptions and estimates to determine the purchase price of businesses acquired as well as its allocation to acquired assets and liabilities. To do so, the Group is required to determine at the acquisition date fair value of the identifiable net assets acquired, including intangible assets such as brand, customer relationships and liabilities assumed. Goodwill is measured as the excess of the fair value of the consideration transferred including the recognised amount of any non-controlling interest over the net recognised amount of the identifiable assets and liabilities.

The assumptions and estimates made by the Group have an impact on the asset and liability amounts recorded in the financial statements. In addition, the estimated useful lives of the acquired amortisable assets, the identification of intangible assets and the determination of the indefinite or finite useful lives of intangible assets acquired will have an impact on the Group's future profit or loss.

**Impairment of intangible assets**

The Group assesses impairment at each reporting date by evaluating conditions specific to the group that may lead to impairment of assets. Where an impairment trigger exists, the recoverable amount of the asset is determined. Value-in-use calculations performed in assessing recoverable amounts incorporate a number of key estimates. During the year ended 31 December 2020, no impairment has been recognised in respect of intangible assets. The Group assessed recoverability of goodwill based on the present value of cash flow projections over a 6 year period. Should any of the intangible assets fail to perform, an impairment loss would be recognised up to the maximum carrying value of intangible assets at 31 December 2020 of \$26,457,000 (2019: \$26,429,000).

**Provisions for doubtful accounts and transaction losses**

Provision is made in respect of the Group's best estimate of doubtful accounts and transaction losses based on historical experience.

**Share based payments**

The Group 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 with the assistance of an external valuation with the assumptions detailed in Note 24. 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 impact expenses and equity.

**Lease term of contracts with renewal options**

The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised. After initial recognition, the Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise (or not to exercise) the option to renew.

**Income taxes**

The Group is subject to income taxes in Australia and jurisdictions where it has foreign operations. Judgment is required in determining the worldwide provision for income taxes. There are transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. The Group estimates its tax liabilities based on the Group's understanding of the tax law. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current and deferred tax provisions in the period in which such determination is made.

**Deferred tax assets**

Deferred tax assets are recognised for deductible temporary differences and unused tax losses as management considers that it is probable that future taxable profits will be available to utilise those temporary differences and unused tax losses. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits.

**Trust assets and liabilities**

The Group's Online Payments segment, namely the business of Escrow.com, is a regulated entity that holds funds on behalf of its users in trust bank accounts. At 31 December 2020 the cash balance in trust amounted to A\$36,181,757 (2019: A\$40,222,000), which has a corresponding liability of the same amount owing to its users.

The Group has determined that trust cash is not a resource controlled by the Group, nor does the Group derive any economic benefit from these user funds, and therefore the Group does not have the risks and rewards of ownership of the funds. Consequently, trust assets are not recognised as an asset in the Group's financial statements, and neither is the corresponding trust liability recognised as a liability in the Group's financial statements.

**(h) Changes in accounting policies**

The accounting policies applied by the Group in this consolidated financial report are the same as those applied by the Group in its consolidated financial report for the year ended 31 December 2019.

**(i) New Accounting Standards for application in future periods**

A number of new accounting standards (including amendments and interpretations) have been issued but were not effective in FY20. The Group has not elected to early adopt any of these new accounting standards in these financial statements. Certain amendments were made to the definition of materiality, which were applicable to AASB 101 Presentation of Financial Statements and AASB 108 Accounting Policies, Changes in Accounting Estimates and Errors and consequential amendments to other AASBs, which: i) use a consistent definition of materiality throughout AASBs and the Conceptual Framework for Financial Reporting; ii) clarify when information is material; and iii) incorporate some of the guidance in AASB 101 about immaterial information. These amendments are in issue but are applicable to the Group in future financial periods.



## DIRECTORS' DECLARATION

In the Directors' opinion:

- (a) the Financial Statements and notes of the consolidated entity set out on pages 59 to 97 are in accordance with the Corporations Act 2001, including:
  - (i) giving a true and fair view of the consolidated entity's financial position as at 31 December 2020 and of its performance for the financial year ended on that date; and
  - (ii) complying with Australian Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- (b) Note 2(a) confirms that the Financial Statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board;
- (c) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable; and
- (d) the Directors have been given the declarations by the Chief Executive Officer and Chief Financial Officer required by section 295A of the Corporations Act 2001 for the financial year ending 31 December 2020.

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

On behalf of the directors

*Matt Barrie*

**Matt Barrie**  
Chairman

23 February 2021

## HALL CHADWICK (NSW)

**FREELANCER LIMITED  
ABN 66 141 959 042  
AND CONTROLLED ENTITIES**

### INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF FREELANCER LIMITED AND CONTROLLED ENTITIES

#### SYDNEY

Level 40  
2 Park Street  
Sydney NSW 2000  
Australia  
Ph: (612) 9263 2600  
Fx: (612) 9263 2800

#### Opinion

We have audited the accompanying financial report of Freelancer Limited (the Group), which comprises the consolidated statement of financial position as at 31 December 2020, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity, the consolidated statement of cash flows for the year ended and notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration.

In our opinion:

- (a) 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 31 December 2020 and of its performance for the year ended on that date; and
  - ii. complying with Australian Accounting Standards and the *Corporations Regulations 2001*
- (b) the financial report also complies with International Financial Reporting Standards as disclosed in Note 2(a).

#### Basis of Opinion

We conducted our audit in accordance with Australian Auditing Standards. Those standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance about whether the financial report is free from material misstatement. Our responsibilities under those standards are further described in the *Auditor's responsibility* section of our report. We are independent of the Consolidated Entity in accordance with 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* has been given to the directors of the group.

#### 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.

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

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## HALL CHADWICK (NSW)

### FREELANCER LIMITED ABN 66 141 959 042 AND CONTROLLED ENTITIES

#### INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF FREELANCER LIMITED AND CONTROLLED ENTITIES

Key Audit Matter	Procedures
<p><b>Reliance on automated process and controls</b></p> <p>Freelancer's revenue is primarily generated from new and existing users posting and fulfilling projects and contests on the Freelancer.com website and therefore a significant part of the Group's financial reporting processes are heavily reliant on IT systems with automated processes and controls over the capturing, valuing and recording of transactions. Similarly, other IT platforms of the business that includes Escrow.Com and Warrior Forum are also heavily reliant on IT systems. This is a key audit matter because of the:</p> <ul style="list-style-type: none"> <li>• Complex IT environment supporting the Group's business processes</li> <li>• Mix of manual and automated controls</li> <li>• Multiple internal and outsource support arrangements</li> <li>• Large volume of low value transactions</li> </ul>	<p>Our procedures included, amongst others:</p> <p>We understood and tested management's controls over its systems relevant to financial reporting.</p> <p>We involved our IT specialist to conduct general IT controls tests that related to applications that support the effective functioning of application controls. This included a review of the policies and procedures, change management and access security.</p> <p>Our IT specialist performed application controls testing over the three main applications. The testing included procedures used to initiate, record, process and report transactions and other financial data, with particular focus on recognition and measurement of fee income, transactions including payment gateways and exception report testing.</p> <p>When testing controls was not considered an appropriate or efficient testing approach, alternative audit procedures were performed on the financial information.</p>
<p><b>Impairment of Goodwill and Intangible Assets</b></p> <p>Refer to Note 12 – Intangible Assets and Note 2 (g) - Critical Accounting Estimates and Judgements</p> <p>The Group has recognised intangible assets of \$26.5 million at 31 December 2020 resulting from business combinations and asset acquisitions.</p> <p>The assessment of impairment of the Group's intangible asset balances incorporated significant judgement in respect of factors such as general market conditions, discount rates, revenue growth and cost assumptions.</p> <p>We have focussed on this area as a key audit matter due to amounts involved being material; the inherent subjectivity associated with critical judgements being made in relation to forecast future revenue and costs; discount rates; and terminal growth rates.</p>	<p>Our procedures included, amongst others:</p> <p>We evaluated management's goodwill and intangible assets impairment assessment.</p> <p>Key inputs in the value in use model included forecast revenue, costs, discount rates and terminal growth rates. We corroborated those assumptions by comparing forecasts to historical actuals.</p> <p>We involved our valuation specialists to recalculate management's discount rates based on external data where available. The valuation specialist was also involved in assessing the value in use model used for valuation methodology including treatment of the net present value calculations.</p> <p>We performed sensitivity analysis on the fee income; terminal growth rate; and discount rate inputs.</p> <p>We assessed the Group's disclosures of the quantitative and qualitative considerations in relation to the carrying value of goodwill and intangible assets, by comparing these disclosures to our understanding of this matter.</p>

HALL CHADWICK  (NSW)

**FREELANCER LIMITED  
ABN 66 141 959 042  
AND CONTROLLED ENTITIES**

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF  
FREELANCER LIMITED AND CONTROLLED ENTITIES**

**Other Information**

The directors are responsible for the other information. The other information comprises the information in the Group's annual report for the year ended 31 December 2020, 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 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 the 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 Group are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australia Accounting Standards and the *Corporations Act 2001* and for such internal control as directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the Consolidated Entity's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the 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.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

**HALL CHADWICK  (NSW)****FREELANCER LIMITED  
ABN 66 141 959 042  
AND CONTROLLED ENTITIES****INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF  
FREELANCER LIMITED AND CONTROLLED ENTITIES**

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial report. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial report of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

HALL CHADWICK  (NSW)

FREELANCER LIMITED  
ABN 66 141 959 042  
AND CONTROLLED ENTITIES

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF  
FREELANCER LIMITED AND CONTROLLED ENTITIES**

**Report on the Remuneration Report**

We have audited the remuneration report included in pages 54 to 57 of the directors' report for the year ended 31 December 2020.

The directors of the Group are responsible for the preparation and presentation of the remuneration report in accordance with s 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.

**Opinion**

In our opinion the remuneration report of Freelancer Limited for the year ended 31 December 2020 complies with s 300A of the *Corporations Act 2001*.

*Hall Chadwick (NSW)*

Hall Chadwick (NSW)  
Level 40, 2 Park Street  
Sydney NSW 2000

  
**SANDEEP KUMAR**

Partner

Dated: 23 February 2021



## ADDITIONAL ASX INFORMATION

### Shareholder information

Additional information required by the Australian Securities Exchange Limited Listing Rules and not disclosed elsewhere in this report. This additional information was applicable as at 31 March 2021.

### Substantial shareholders

The names of substantial shareholders who have notified the Company in accordance with section 671B of the Corporations Act 2001 are:

	Number of Shares
Robert Matthew Barrie <sup>1</sup>	197,161,429
Simon Clausen and Startive Holdings Limited and its related bodies <sup>1</sup>	163,658,998

<sup>1</sup> Includes a relevant interest in 3,158,998 fully paid ordinary shares by virtue of the Director having had a voting power of over 20% in the Company, which had a relevant interest as a result of trading restrictions over shares issued under the ESP.

### Top 20 Shareholders as at 31 March 2021

Rank	Name	Number of ordinary shares held	% of ordinary shares held
1	MATT BARRIE	191,435,150	42.2%
2	HSBC CUSTODY NOMINEES	104,436,514	23.0%
3	CITICORP NOMINEES PTY LIMITED	62,711,108	13.8%
4	MR DARREN WILLIAMS	10,605,660	2.3%
5	BNP PARIBAS NOMS (NZ) LTD	8,765,331	1.9%
8	J P MORGAN NOMINEES AUSTRALIA	7,218,774	1.6%
7	BNP PARIBAS NOMINEES PTY LTD	5,234,724	1.2%
8	CS THIRD NOMINEES PTY LIMITED	3,858,803	0.9%
9	BNP PARIBAS NOMS PTY LTD	3,337,905	0.7%
10	3RD WAVE INVESTORS PTY LTD	2,600,000	0.6%
11	UBS NOMINEES PTY LTD	2,263,761	0.5%
12	MRS RIKA WESTWOOD	1,800,000	0.4%
13	MR NICHOLAS PETER DE JONG	1,501,849	0.3%
14	CUSTODIAL SERVICES LIMITED	1,236,253	0.3%
15	MR RODNEY JOHN SELICK	1,109,833	0.2%
16	MR NEIL LEONARD KATZ	995,539	0.2%
17	INFILSEC PTY LTD	978,727	0.2%
18	MR RAM SHANKER KANGATHARAN	972,000	0.2%
19	MR GREGORY SEGAL	800,000	0.2%
20	DUNRAY NOMINEES PTY LTD	800,000	0.2%
<b>Total Top 20</b>		<b>412,661,931</b>	<b>91.1%</b>
<b>Total Remaining</b>		<b>40,461,688</b>	<b>8.9%</b>
<b>Total of Securities</b>		<b>453,123,619</b>	

**Distribution of ordinary shareholders as at 31 March 2021**

	Number of shareholders	Number of Shares
1-1,000	537	312,410
1,001-5,000	890	2,465,683
5,001-10,000	304	2,379,204
10,001-100,000	445	14,413,774
100,001-999,999,999	81	25,436,883
1,000,001-9,999,999,999	15	408,115,665
<b>Totals</b>	<b>2,272</b>	<b>453,123,619</b>

**Restricted securities as at 31 March 2021**

There are no restricted securities on issue for the purpose of the ASX Listing Rules.

There are ordinary shares on issue that are subject to trading restrictions pursuant to the ESP. The table below sets out the number of shares subject to trading restrictions.

Class of restricted securities	Nature of restriction	Number of Shares
Quoted ESP shares	Various dates ending no later than 5 May 2023	1,879,997
Unquoted ESP shares	Various dates ending no later than 10 December 2024	1,279,001
<b>Total shares subjected to trading restrictions</b>		<b>3,158,998</b>

**Voting Rights**

The voting rights attaching to ordinary shares, set out in the Company's Constitution are:

- at meetings of members, each member is entitled to vote in person or by proxy, attorney or representative; and
- on a show of hands, every person present who is a member has one vote, and on a poll every member present has a vote for each fully paid share owned.

There are no voting rights attached to unlisted options, voting rights will be attached to unlisted ordinary shares once issued and to options upon exercise.

**On-market Buy Back**

There is no current on-market buy back.

# Corporate Directory

## Company Directors

**Mr Robert Matthew Barrie**

—  
Chairman and Chief Executive Officer

**Mr Darren Nicholas John Williams**

—  
Non-Executive Director

**Mr Simon Alvin Clausen**

—  
Non-Executive Director

## Company Secretary

**Mr Neil Leonard Katz**

## Registered Office

Level 37 Grosvenor Place  
225 George Street  
Sydney NSW 2000  
Telephone: +61 (02) 8599 2700

## Share Registry

Boardroom Limited  
Level 12  
225 George Street  
Sydney NSW 2000

## External Auditors

Hall Chadwick  
Level 40  
2 Park Street  
Sydney NSW 2000

## Securities exchange listing

Freelancer Limited shares are listed  
on the Australian Securities Exchange  
(Listing code: FLN)



