norwood
intelligent agentic systems

ASX ANNOUNCEMENT

30 April 2026

Operations Overview and Appendix 4C for the 31 March 2026 Quarter

Improved customer receipts, continued Tier-1 execution and positive year-to-date operating cash flow reflect disciplined progress.

Highlights

- Customer receipts increased to $623,000 for the March 2026 quarter.
- Net operating cash outflow for the March 2026 quarter was $137,000; net operating cash flow for the nine months ended 31 March 2026 remained positive at $13,000.
- Optus CogVoice™ Voicemail: Continued delivery and commercial activity under the Optus contract supported customer receipts and post-quarter cashflow visibility.
- OpenSpan™ Call Protect: Follow-up discussions with an APAC Tier 1 Communication Service Provider (CSP) continued regarding potential production roll-out terms following Norwood's successful proof-of-concept (PoC) with that operator.
- Global Tier-1 pipeline: Continued progress across multiple Tier-1 operators in North America, EMEA and APAC, supporting Norwood's global telco go-to-market strategy.
- Strategic partnerships: Joint go-to-market activity continued with Microsoft telco account teams across multiple regions; AWS architecture work continued focusing on carrier-grade scalability, resiliency and security options.
- Funding and liquidity: Additional working capital support was secured during the quarter, including a $200,000 unsecured term loan agreed in February 2026, and a further increase of $80,000 post-quarter.
- R&D funding pathway: Approximately $120,000 is forecast to be received in the first half of May 2026 from the R&D loan facility for January to March 2026 R&D work, subject to satisfaction of relevant criteria.
- Quarter-end liquidity: Cash and cash equivalents of $43,000 at 31 March 2026, together with $32,000 of undrawn funding available at quarter end.
- Investment in product and R&D: Continued investment in OpenSpan, CogVoice Voicemail, MoCA, Agent Dojo, outbound AI sales agents, CogVoice Agentic IVR and SME Assistant.

Norwood Systems Ltd ("**Norwood**" or the "**Company**") (ASX: NOR), a leading cloud-native AI service platform innovator, is pleased to provide an overview of the Company's activities for the March 2026 quarter and the accompanying Appendix 4C cashflow report.

Norwood's CEO and Founder, Paul Ostergaard, said:

> *"The March quarter reflected continued execution across customer delivery, product development and funding management. Customer receipts increased materially to $623,000 and, while the quarter itself recorded a modest operating cash outflow, Norwood remained operating cash flow positive on a year-to-date basis for the nine months ended 31 March 2026. We also strengthened short-term working*

capital, continued progressing Tier-1 carrier opportunities and remained focused on converting delivery and proof-of-concept work into scalable production revenues."

Sales and Commercial Activities

1. Optus CogVoice™ Voicemail Contract

- Delivery under Norwood's CogVoice Voicemail supply contract with Optus continued during the March 2026 quarter, including ongoing implementation, scalability and resiliency work.
- Commercial works in progress supported customer receipts during the quarter and underpin post-quarter cashflow visibility.

2. OpenSpan™ Call Protect and Global Tier-1 Pipeline

- Following successful completion of the Tier-1 APAC OpenSpan Call Protect proof-of-concept in the prior quarter, Norwood continued discussions during the March 2026 quarter regarding potential commercial production roll-out terms and conditions. There is no certainty these discussions will result in a binding production contract.
- Norwood continued to advance its global Tier-1 telco pipeline across North America, EMEA and APAC, progressing OpenSpan and CogVoice opportunities.
- Priority remained on opportunities with the clearest near-term pathway to production deployment and recurring revenue.

3. Strategic Partnerships

- Microsoft joint go-to-market activity continued during the March 2026 quarter, including ongoing operator discussions across multiple regions.
- AWS architecture work continued, focusing on carrier-grade scalability, resiliency and security options.

4. Spark NZ

Our long-standing relationship with Spark continues to deliver predictable operating cashflows.

5. MoCA - A New Agentic Coding Tool (Alpha Programme)

Norwood's MoCA (Manager of Coding Agents) initiative continued to progress during the March 2026 quarter. MoCA is a non-telco, horizontal software development productivity tool that re-uses the agentic orchestration capabilities developed for Norwood's telco offerings.

Preparations for targeted alpha testing and early market validation continued during the quarter. MoCA remains an incremental, IP-leveraging initiative and is not expected, on its own, to have a near-term material impact on the Company's financial results.

Product and Service Development Activities

- **CogVoice Voicemail**: Continued Optus deployment driving scalability and resiliency hardening, Optus-specific interface development and automation of onboarding and data migration workflows.
- **OpenSpan Call Protect**: Continued production hardening and protocol interface updates, incorporating learnings from the Tier-1 APAC proof-of-concept and aligning with evolving agentic interfacing standards.

- **MoCA**: Internal development continued, with preparations for targeted alpha testing advancing.
- **Agent Dojo**: Continued work to improve response latency, strengthen multilingual responses and enhance demonstration scenarios for operator engagements.
- **Outbound AI Sales Agents / CogVoice Agentic IVR**: Continued alpha live trial evaluations and development of additional closed-loop scenarios.
- **CogVoice SME Assistant**: Continued work on the self-service web portal and associated workflows.
- **Research & Development**: Continued engagement with research institution partners on ultra-low-latency inference, low-resource speech packs and adaptive fraud models.

Financial Commentary

Norwood continued to invest in research and development during the March 2026 quarter.

Customer receipts for the quarter were $623,000. Net operating cash outflow for the quarter was $137,000; however, for the nine months ended 31 March 2026 the Company remained net operating cash flow positive by $13,000. Closing cash and cash equivalents at 31 March 2026 were $43,000.

Capital Management and Liquidity

During the quarter, the Company received $284,000 from borrowings and repaid $142,000 of borrowings. At quarter end, total financing facilities were $535,000, of which $503,000 was drawn and $32,000 remained undrawn.

Funding Outlook

Based on current forecasts, the Company expects higher revenues and lower operating expenses in the June 2026 quarter, supported in part by approximately $610,000 of expected post-quarter customer receipts from commercial works in progress.

R&D Loan Facility

Norwood has access to an R&D loan facility through Radium Capital, subject to meeting relevant criteria. The Company forecasts receiving approximately $120,000 from the facility in the first half of May 2026 for the period of January to March 2026 R&D work.

Business Activities Expenditure

Over the March 2026 quarter, Norwood continued to invest in R&D, product development and sales activities. Key cash outflow items included:

- Research & Development: $309,000 in the quarter.
- Product manufacturing and operating costs: $137,000 in the quarter.
- Advertising and marketing: $38,000 in the quarter.
- Staff Costs: $209,000 in the quarter.
- Administration & Corporate Costs: $67,000 in the quarter.

These outlays support the Company's strategic focus on AI-driven product development and commercialisation opportunities.

Quarterly Cash Flows

- Cash Receipts in the March 2026 quarter reached $623,000.
- Net Operating Cash Outflow for the March 2026 quarter was $137,000.
- Closing Cash held as at 31 March 2026 was $43,000. The Company also had $32,000 of undrawn funding available at quarter end. Post-quarter, the Company expects approximately $610,000 of customer receipts from commercial works in progress and forecasts a further approximately $120,000 from the R&D loan facility in the first half of May 2026, subject to relevant criteria.

Payments

Norwood notes that item 6.1 in the Appendix 4C relates to salary and superannuation payments to the Managing Director.

ENDS

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About Norwood Systems

Norwood Systems (ASX: NOR) is a leading innovator in voice communication services, providing advanced conversational and generative AI technologies to revolutionise global communications. Its solutions enhance user experiences, delivering reliable and cutting-edge voice services to customers worldwide.

Appendix 4C
Quarterly cash flow report for entities subject to Listing Rule 4.7B

Name of entity

NORWOOD SYSTEMS LIMITED (ASX: NOR)

ABN	Quarter ended (**Current quarter**)
15 062 959 540	**31 March 2026**

Consolidated statement of cash flows	**Current Quarter $A'000**	**Year to date (9 Months) $A'000**
1. Cash flows from operating activities		
1.1 Receipts from customers	623	1,743
1.2 Payments for:		
(a) research and development	(309)	(801)
(b) product manufacturing and operating costs	(137)	(333)
(c) advertising and marketing	(38)	(180)
(d) leased assets	-	-
(e) staff costs	(209)	(658)
(f) administration and corporate costs	(67)	(534)
1.3 Dividends received (see note 3)	-	-
1.4 Interest received	-	-
1.5 Interest and other costs of finance paid	-	(10)
1.6 Income taxes (paid) / refunded	-	-
1.7 Government grants and tax incentives	-	786
1.8 Other: (provide details if material)	-	-
1.9 **Net cash from / (used in) operating activities**	(137)	13
2. Cash flows from investing activities		
2.1 Payments to acquire:		
(a) entities	-	-
(b) businesses	-	-
(c) property, plant and equipment	-	-
(d) investments	-	-
(e) intellectual property	-	-
(f) other non-current assets	-	-
2.2 Proceeds from disposal of:		
(a) entities	-	-
(b) businesses	-	-
(c) property, plant and equipment	-	-
(d) investments	-	-
(e) intellectual property	-	-
(f) other non-current assets	-	-
2.3 Cash flows from loans to other entities	-	-
2.4 Dividends received (see note 3)	-	-
2.5 Other – Bank Guarantee (provide details if material)	-	-
2.6 **Net cash from / (used in) investing activities**	-	-

Consolidated statement of cash flows		Current Quarter $A'000	Year to date (9 Months) $A'000
3.	**Cash flows from financing activities**		
3.1	Proceeds from issues of equity securities (excluding convertible debt securities)	-	650
3.2	Proceeds from issue of convertible debt securities	-	-
3.3	Proceeds from exercise of options	-	-
3.4	Transaction costs related to issues of equity securities or convertible debt securities	-	(43)
3.5	Proceeds from borrowings	284	763
3.6	Repayment of borrowings	(142)	(1,441)
3.7	Transaction costs related to loans and borrowings	-	-
3.8	Dividends paid	-	-
3.9	Other: *Payments for the principal portion of lease liabilities*	-	(37)
3.10	**Net cash from / (used in) financing activities**	142	(108)
4.	**Net increase / (decrease) in cash and cash equivalents for the period**		
4.1	Cash and cash equivalents at beginning of period	38	138
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(137)	13
4.3	Net cash from / (used in) investing activities (item 2.6 above)	-	-
4.4	Net cash from / (used in) financing activities (item 3.10 above)	142	(108)
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	**Cash and cash equivalents at end of period**	43	43

5.	**Reconciliation of cash and cash equivalents** at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts	**Current quarter $A'000**	**Previous quarter $A'000**
5.1	Bank balances	18	13
5.2	Call deposits	25	25
5.3	Bank overdrafts	-	
5.4	Other (provide details):	-	-
5.5	**Cash and cash equivalents at end of quarter** (should equal item 4.6 above)	43	38

6.	**Payments to related parties of the entity and their associates**	**Current quarter $A'000**
6.1	Aggregate amount of payments to related parties and their associates included in item 1	26
6.2	Aggregate amount of payments to related parties and their associates included in item 2	-

Note: if any amounts are shown in items 6.1 and 6.2 your quarterly activity report must include a description of, and an explanation for, such payments

Salary and superannuation payments to Managing Director, see quarterly report commentary.

7.	**Financing facilities** Note: the term "facility' includes all forms of financing arrangements available to the entity. Add notes as necessary for an understanding of the sources of finance available to the entity.	**Total facility amount at quarter end $A'000**	**Amount drawn at quarter end $A'000**
7.1	Loan facilities *see 7.6(a),(b), and (c)*	535	503
7.2	Credit standby arrangements	-	-
7.3	Other (please specify): *Convertible Notes see 7.6(c)*	-	-
7.4	**Total financing facilities**	535	503

7.5	**Unused financing facilities available at quarter end**	32

7.6 Include in the box below a description of each facility above, including the lender, interest rate, maturity date and whether it is secured or unsecured. If any additional financing facilities have been entered into or are proposed to be entered into after quarter end, include a note providing details of those facilities as well.

(a) ***Line of Credit Loan***

On 10 October 2025, the Company entered into a Line of Credit Loan facility on the following key terms:

- *Lender* — Bizcap AU Pty Ltd (ABN 54 633 927 090)
- *Facility type* — Revolving line of credit with multiple drawdowns permitted.
- *Availability period* — 210 business days from commencement.
- *Repayment period* — 70 business days following the availability period; no further drawdowns permitted.
- *Repayments* — Each drawdown repaid over 140 payment dates (generally daily, five days per week).
- *Pricing* — Factor rate 1.35 applied to the drawdown amount plus a 6% drawdown fee to determine total repayable.
- *Security* — All-monies security over the present and after-acquired property of the borrower and guarantors.
- *Guarantees* — Provided by Paul Frederick N Ostergaard and Norwood Systems Limited.
- *Default* — Lender may accelerate the outstanding balance and enforce security following notice.

(b) ***Loan Agreement – Plough Lane Superannuation Pty Ltd***

On 25 February 2026, the Company entered into an unsecured loan agreement on the following key terms:

- *Lender* — Plough Lane Superannuation Pty Ltd (ACN 066 098 977)
- *Facility type* — Term loan of $200,000, advanced in two tranches.
- *Draw dates* — Tranche 1: $150,000 on 26 Feb 2026; Tranche 2: balance no later than 31 Mar 2026.
- *Purpose* — Working capital of the Company.
- *Repayment date* — 30 June 2026; early repayment permitted without penalty.
- *Interest rate* — 9.75% per annum, accruing daily, payable on repayment.
- *Default interest* — Additional 3% per annum from the repayment date if unpaid.
- *Establishment fee* — 4% of the loan amount plus GST, invoiced at signing and payable within 2 business days.
- *Options* — 2,500,000 unquoted options at $0.02 each, expiring 30 June 2028, subject to Listing Rule 7.1 capacity or shareholder approval.
- *Security* — Unsecured.
- *Default* — Lender may accelerate all outstanding monies following written notice of breach.

(c) ***R&D Facility Terms:***

- *Counterparty* — Innovation Structured Finance Co LLC facilitated by Radium Capital for period Jul to Mar 2026.
- *Amount* — 80% of the expected R&D tax offset resulting from each period's eligible R&D expenditures, with principal and interest repaid from the actual tax offsets at the end of the October 2026.
- *Final Maturity Date* — 30 November 2025 and expected to be paid in October 2026. Norwood has the option to repay earlier without penalties.
- *Interest Rate* — 17% per annum, and default rate of 22% (from 1 October 2026 until the loan is repaid in full).
- *Security* — Secured against the R&D refund receivable from the ATO in October 2026.
- *Conditions* — R&D expenditure has to be reviewed by R&D Tax Consultants
- *Purpose of Loan* — As per agreement, wholly or predominantly for working capital or R&D expenditures.

		$A'000
8.	**Estimated cash available for future operating activities**	
8.1	**Net cash from / (used in) operating activities** (Item 1.9)	(137)
8.2	Cash and cash equivalents at quarter end (Item 4.6)	43
8.3	Unused finance facilities available at quarter end (Item 7.5)	32
8.4	Total available funding (Item 8.2 + Item 8.3)	75
8.5	**Estimated quarters of funding available** (Item 8.4 divided by Item 8.1)	0.547

Note: if the entity has reported positive net operating cash flows in item 1.9, answer item 8.5 as "N/A". Otherwise, a figure for the estimated quarters of funding available must be included in item 8.5.

8.6 If Item 8.5 is less than 2 quarters, please provide answers to the following questions:

1. *Does the entity expect that it will continue to have the current level of net operating cash flows for the time being and, if not, why not*?

   Answer:

   No. The Company is forecasting an increase in revenues and a decline in operating expenses for the June 2026 quarter, leading to a corresponding decline in net operating cash used for the June 2026 quarter. This is due, in part, from $610,000 of cash receipts expected post-quarter from a number of commercial works in progress. In addition, the December 2025 quarter cashflows also included one-off engineering and operational costs for the OpenSpan Call Protect Proof-of-Concept project successfully delivered during the December 2025 quarter. Additionally the company agreed an increase of $80,000 to the existing loan facility with Dr John Tarrant with the funds received on 24 April.

   The Company has taken steps to raise further cash to fund its operations. The Company has a proven history of successful capital raisings, share placements to Directors and the recent oversubscribed share placement in December 2025 of $650,000. The company additionally has forecast cash flows from customers sufficient to fund its operations. A further approximately $120,000 is forecast to be received from the R&D loan facility in the first half of May for the period of January to March 2026 R&D work, which is accessible subsequent to the end of each quarterly period through Radium Capital, subject to certain criteria being met.

2. *Has the entity taken any steps, or does it propose to take any steps, to raise further cash to fund its operations and, if so, what are those steps and how likely does it believe that they will be successful?*

   Answer:

   Yes – refer above

3. *Does the entity expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?*

   Answer:

   Yes, the Company expects to be able to continue its operations and to meet its business objectives based on its responses to items 1 and 2 above.

Note: where item 8.5 is less than 2 quarters, all of questions 8.6.1, 8.6.2 and 8.6.3 above must be answered.

Compliance statement

1 This statement has been prepared in accordance with accounting standards and policies which comply with Listing Rule 19.11A.

2 This statement gives a true and fair view of the matters disclosed.

Date: Thursday, 30 April 2026

Authorised by: The Board
(Name of body or officer authorising release – see note 4)

Notes

1. This quarterly cash flow report and the accompanying activity report provide a basis for informing the market about the entity's activities for the past quarter, how they have been financed and the effect this has had on its cash position. An entity that wishes to disclose additional information over and above the minimum required under the Listing Rules is encouraged to do so.
2. If this quarterly cash flow report has been prepared in accordance with Australian Accounting Standards, the definitions in, and provisions of, AASB 107: Statement of Cash Flows apply to this report. If this quarterly cash flow report has been prepared in accordance with other accounting standards agreed by ASX pursuant to Listing Rule 19.11A, the corresponding equivalent standard applies to this report.
3. Dividends received may be classified either as cash flows from operating activities or cash flows from investing activities, depending on the accounting policy of the entity.
4. If this report has been authorised for release to the market by your board of directors, you can insert here: "By the board". If it has been authorised for release to the market by a committee of your board of directors, you can insert here: "By the [name of board committee – e.g. Audit and Risk Committee]". If it has been authorised for release to the market by a disclosure committee, you can insert here: "By the Disclosure Committee".
5. If this report has been authorised for release to the market by your board of directors and you wish to hold yourself out as complying with recommendation 4.2 of the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations, the board should have received a declaration from its CEO and CFO that, in their opinion, the financial records of the entity have been properly maintained, that this report complies with the appropriate accounting standards and gives a true and fair view of the cash flows of the entity, and that their opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.