Anagenics Limited

ACN 111 304 119

Financial Report for the financial year ended 30 June 2025

FY25 Highlights

Business Restructure Success

Significant cost reduction has driven a material turnaround in earnings

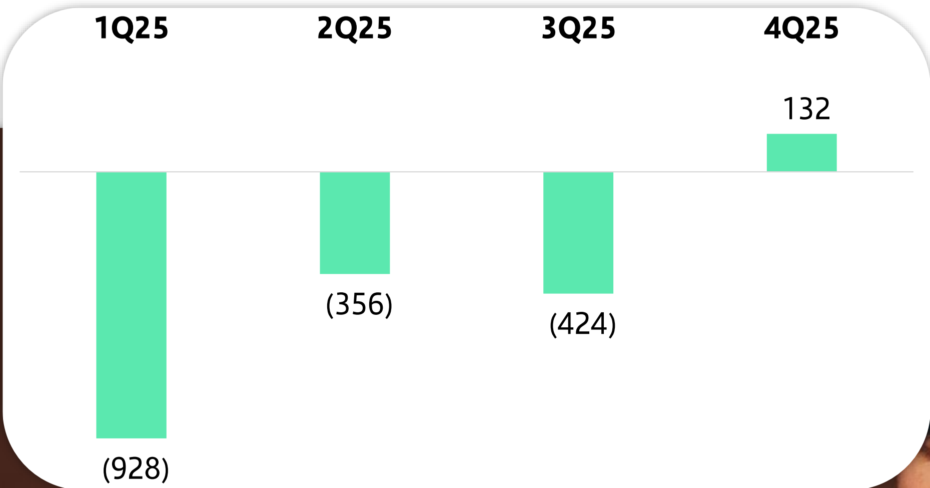
Royalty Income

The successful launch of York Street Brands' Bouf haircare range highlights the monetisation potential of Anagenics intellectual property portfolio.

Operating Cash Flow Improvement

Quarterly improvement reflects success of restructuring and reinforces growth outlook

Operating Cash Flow ($m)



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DIRECTOR'S REPORT

The Directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as 'the consolidated entity' or 'the group') consisting of Anagenics Limited (referred to hereafter as the 'company' or 'parent entity') and the entities it controlled at the end of, or during, the year ended 30 June 2025. Comparative financial information shown in these financial statements is for the year ended on 30 June 2024.

DIRECTORS

The names of each of the directors of the company in office during or since the end of the financial year are set out below, together with their qualifications, experience, and special responsibilities .

Mr Alexander (Sandy) Beard, Chairman (Non-executive) since 15 February 2022

Sandy is a seasoned Company Director, Investor and Investment professional focussed on driving value from small cap ASX listed companies, private equity, and early-stage investments. He is a Fellow of the Institute of Chartered Accountants Australia and New Zealand, and a member of the Australian Institute of Company Directors. He is Chairman and substantial holder in ASX listed Hancock and Gore Limited, a diversified investment company. Previously Sandy was CEO and MD of CVC Limited (2001 to 2019) where he oversaw investment returns in excess of 15% per annum over that period.

Sandy is Chairman of Hancock and Gore Limited (ASX: HNG), Chairman of FOS Capital Limited (ASX:FOS), and Chairman of H&G High Conviction Fund (ASX:HCF).

In prior years: Pure Foods Limited (ASX: PFT), resigned 1 May 2022; Probiotec Limited (ASX: PBP), resigned 30 June 2021.

Interests in shares: 9,320,100 fully paid ordinary shares.

Mr Scott Greasley, Director since 8 July 2022

Scott has over 15 years' experience across retail, ecommerce and wholesale within the branded consumer segment. He has led successful teams transforming underperforming markets across APAC, Asia and the Middle East into highly profitable regions. Scott's key offering is identifying and building market-leading consumer businesses that deliver significant EBITDA growth, with minimal investment. Scott has experience working in both private equity and ASX-listed environments.

Previously, Scott was the CEO of Anagenics Limited leading the growth and expansion of the business via M&A activity whilst supporting day to day operations with the management team. Prior to joining Anagenics, Scott was Head of Greater China & Emerging Markets for Boardriders Inc based in Hong Kong, where he led the transformation of the China marketplace developing a strategic plan for the group across the region. He's also spent time with the Billabong Group in Singapore and Australia, operating across all verticals of the business.

Interests in shares: 2,382,255 fully paid ordinary shares (indirectly held) and 10,000,000 performance rights (directly held) convertible into ordinary shares subject to vesting conditions

Mr Phillip Christopher, Director (Non-executive) since 5 November 2021

Investment Director of Hancock and Gore Limited, responsible for advising and guiding private investments including BLC Cosmetics prior to its acquisition by Anagenics Limited. Phillip also spent 6 years at Alceon Group where he was a director in the private equity team which made significant investments in e-commerce and proprietary brand-based businesses. Prior to that he was a member of the investment banking division of Goldman Sachs.

Interests in shares: 1,875,000 fully paid ordinary shares and 6,000,000 unlisted options

Ms Karen Matthews, Director since 14 February 2023 (resigned 31 October 2024)

Karen was appointed as Chief Executive Officer (CEO) on 8 March 2024 and resigned on 31 October 2024

Karen is a business mentor and advisor with over 25 years' experience leading strategic change and growth, built on brand led focus, function and accountability. Karen brings dynamic experience from the beauty and wellness, retail, wholesale and franchising industries working with some of Australia's most iconic retail businesses; her results being recognised with industry awards, including NSW Telstra Business Woman of the Year.

Interests in shares: 625,000 fully paid ordinary shares as at 31 October 2024.

Directors' Report (cont'd)

COMPANY SECRETARY

Mr Hemant Amin, Company Secretary, appointed 13 June 2024

Hemant is a certified practicing accountant (CPA) with over 32 years of accounting and finance experience. Hemant is an experienced finance professional previously working for various large multinational, public companies and smaller family-owned operations.

Hemant is Company Secretary and CFO of FOS Capital Limited (ASX: FOS).

PRINCIPAL ACTIVITIES

Anagenics is a health, wellness, and beauty business servicing wholesale and retail customers through an omnichannel model, offering premium branded products. The Group's underlying business strategy is to continue to grow revenue organically and efficiently, investing in brands and further expanding scale through its ongoing merger & acquisition strategy. As a brand and IP owner Anagenics receives royalty payments from numerous licensing agreements.

The Group operates through its holding entity, Anagenics Limited (corporate head entity), with its main operating subsidiary company BLC Cosmetics Pty Ltd an exclusive distributor of prestige beauty cosmetics and beauty equipment. BLC is a leading importer and distributor of prestige international and local skin care and wellbeing brands, namely Thalgo, Comfort Zone, Priori, and other premium brands. Operating under long-term and exclusive distribution agreements, BLC services over 1,000 spas, clinics, salons, retail stores and online in Australia, NZ, and the Pacific Islands.

REVIEW OF OPERATIONS AND SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

The Group recorded a Net Loss After Tax for the financial year ended 30 June 2025 (FY25) of $1,235,675, a significant improvement from the Net Loss After Tax in the previous corresponding period ('pcp') of $7,493,210. Total revenue in FY25 was $5.1m, down from $10.8m in the pcp reflecting in part the sale of the Face MediGroup (FMG) business.

Net Cash Outflow from operating activities for the year was $1,576,123, an improvement from $1,767,085 in the pcp. FY25 saw significant efforts to reduce inventory levels, normalise liabilities, and return to ordering fast-moving inventory, which improved operating cashflows post the restructuring of business operations detailed below.

On 24 July 2024, the Company entered into a multi-year exclusive (license and royalty) agreement with Sydney-based York Street Brands (YSB), targeting a minimum of $4.4m in royalties to the Group over the initial 10-year term, with the potential for royalties to exceed this amount based on net sales (local and international).

On 30 September 2024, the Group exited the Face MediGroup (FMG) business. The original vendors of the FMG business assumed ownership of all related assets, liabilities, and business-specific employees with their accrued entitlements, allowing the Group to reduce its operating costs and avoid significant further costs. On completing the transfer of FMG back to the original vendors, a gain of $300,214 on transfer of the FMG business to its vendors was recorded for the year ended 30 June 2025 (refer to note 5).

In September 2024, following a challenging FY24 and subsequent poor trading for the financial year to date, the Board resolved to make significant changes to the business and operating costs in order to achieve profitability. As a result the company suspended trading in its securities and engaged the services of ASX-listed FOS Capital Limited (ASX: FOS) on commercial and arms-length terms to undertake the restructure of the Company, as FOS Capital's management team had the specific skills and resources to best facilitate and execute the restructure in the necessary short time frame. This included management of the restructure and taking on the administrative and warehousing functions of the Company, which has driven further efficiencies. For the provision of these services, FOS Capital was issued 35 million AN1 shares at 1c per share on 9 April 2025, following shareholder approval of the issuance.

Directors' Report (cont'd)

In early May 2025 the Group reported a significant improvement in operating performance for 3Q25, driven by the business restructuring detailed above. This included Operating Expenses being recalibrated to 25% of 1Q25 levels, while Revenue & Other Income remained at 63% of 1Q25 levels. Notably, the sales decline also reflected the exit of the Face MediGroup business and the impact of a one-off warehousing transition from 3PL to an in-house solution. The overall outcome was a material turnaround in earnings, which improved from a quarterly loss of $963k in 1Q25 to an aggregate underlying profit of $413k in 2Q25 and 3Q25. Along with other disclosures provided at the time this resulted in the satisfaction of all relevant conditions for the reinstatement of the Company's securities to quotation on the ASX. The success of the business restructuring was subsequently confirmed by the Group's 4Q25 result, released on 28 July 2025, which showed a significant improvement in quarterly Operating Cash Flow to $132,000.

In late May 2025, Anagenics partner York Street Brands (YSB) launched its highly-anticipated haircare brand, Bouf. This product launch followed the multi-year technology licensing agreement signed between Anagenics and YSB (announced on 24 July 2024), under which YSB secured exclusive access to Anagenics' clinically-validated hair regrowth formulations. Following strong performance over the following month, on 27 June 2025 the Group confirmed that Bouf Haircare was expected to generate $2.3 million in sales during its first quarter, which would result in a royalty of $230,000 to Anagenics. In addition, the Group noted that based on current trends the brand is on track to reach $9 million in sales in its first year (ahead of initial expectations) with YSB assessing further growth opportunities including potential expansion into international markets. Based on recent data, this agreement would represent a meaningful long term royalty asset for the Group, significantly exceeding the minimum 10-year payments of $4.5m. The successful launch of Bouf highlights the strength of the Group's licensing model and the ongoing monetisation of its intellectual property portfolio.

Throughout the financial year Anagenics remained in dialogue with Roquefort Therapeutics regarding that company's signing of a binding share purchase agreement ("SPA") for the sale of its wholly-owned subsidiary Lyramid Pty Ltd ("Lyramid") to Pleiades Pharma Limited ("Pleiades"). Anagenics has an intellectual property license agreement with Lyramid, which was acquired by Roquefort Therapeutics in late 2021. Under this agreement Anagenics is entitled to receive royalties from products utilising its midkine intellectual property portfolio, including a 4% royalty on net sales of products developed and sold, and an 8% royalty on net sub-licensing revenue. The Group will continue to provide any additional information on this matter in accordance with its continuous disclosure obligations, and refers shareholders interested in Roquefort's efforts to progress a transaction involving Lyramid to that company's website: https://www.roquefortplc.com. Anagenics notes that as at the date of this announcement Roquefort has not completed a transaction and has extended the date of completion for the transaction until 31 August 2025.

As a result of the decisions made throughout FY25, Anagenics today is a much more efficient operation than it was at the start of the financial year.

The Group enters FY26 capitalised and very well placed to execute against its strategic priorities:

- **Maintaining recent profitability**, based on recent cost improvements and royalty wins;
- **Reinforcing royalty revenue streams**, targeting new agreements per the YSB deal;
- **New brand releases**, continuously enhancing collection of brands such as Manda; and
- **Actively pursing strategic initiatives**, to contribute revenue alongside the newly streamlined cost base including targeted accretive acquisitions.

We take this opportunity to again thank all stakeholders, especially our dedicated staff, for their ongoing support.

The results achieved over the year reflect the success of the restructuring of the business, which was necessary to achieve simplification and longer-term sustainability. The Board and major shareholders remain committed to building on this success throughout FY26.

DIVIDENDS

The Company has not paid or declared any dividends during the financial year (2024: $Nil).

Directors' report (cont'd)

ENVIRONMENTAL, SOCIAL AND GOVERNANCE MATTERS

The Group is committed to its corporate responsibilities and published its environmental, social and governance statement as follows.

Environmental

The Group undertakes to act responsibly and commit to continually reduce the environmental impact resulting from the business as follows:

- Distribute brands which support and drive environmentally sustainable practices and ethos;
- Minimise contribution to landfill by using recyclable materials in our packaging;
- Participate in industry funded recycling schemes;
- Evaluate new distribution partners for environmental impact, ensuring alignment with the Company's environmental principles;
- When introducing new products, and when updating existing products, use innovative materials with improved recyclability and biodegradability; and
- At an ingredients level aim to source those with minimal environmental footprint or those that are produced through organic and/or sustainable farming practices.

Social

The Group operates with the core values of diversity and respect of all genders, cultures, religions, and races and acts to live up these values and contribute to society:

- Encouraging support and respect for employees and endeavour to work with suppliers and vendors that respect internationally accepted labour and human rights;
- Provide an inclusive and supportive culture that is fair and responsible; and
- Being committed to providing solutions for the problems faced by an aging population and develop products and services that contribute to healthy longevity.

Governance

The Group is committed to the delivery of the highest levels of honesty, integrity, and transparency in a way its business is conducted. The Group will:

- Work against fraud, corruption and any action that would undermine the business;
- Comply with the regulatory requirements in the jurisdictions we operate in, conducting our business with customers and suppliers according to local laws; and
- Maintain true and correct financial records of our business and undertake regular independent audits.

Given its size, the Group's operations are not regulated by any significant environmental law of the Commonwealth or of a State or Territory of Australia nor overseas.

INDEMNIFICATION AND INSURANCE OF OFFICERS AND AUDITORS

During the financial year, the Group paid a premium to insure the Directors and Officers of the Group. The liabilities insured are legal costs that may be incurred in defending civil or criminal proceedings that may be brought against the Directors and Officers in their capacity as Officers of the Group, and any other payments arising from liabilities incurred by the Officers in connection with such proceedings. This does not include such liabilities (other than legal costs) that arise from conduct involving a wilful breach of duty by the officers or the improper use by the officers of their position or of information to gain advantage for them or someone else or to cause detriment to the Group.

During or since the end of the financial year, the Group has given an indemnity or entered into an agreement to indemnify, or paid or agreed to pay insurance premiums in favour of its Directors as follows:

- A right to access certain Board papers of the Group during the period of their tenure and for a period of seven years after that tenure ends;
- Subject to the *Corporations Act 2001*, an indemnity in respect of liability to persons other than the Group and its related bodies corporate, that they may incur while acting in their capacity as an officer of the Company or a related body corporate, except for specified liabilities where that liability involves a lack of good faith or is for legal costs for defending certain legal proceedings; and
- The requirement that the Group maintain appropriate directors' and officers' insurance for the officer.

Directors' report (cont'd)

No liability has arisen under these indemnities as at the date of the report. There is no indemnity cover in favour of the auditor of the Group during the financial year.

DIRECTORS' MEETINGS

The number of Directors' meetings held during the financial year and the number of meetings attended by each director (while they were a director) are as follows:

	Directors' Meetings	
Director	**Eligible to attend**	**Attended**
Mr Alexander Beard	6	6
Mr Scott Greasley	6	6
Ms Karen Matthews	2	2
Mr Phillip Christopher	6	6

SHARES UNDER OPTION

Unissued ordinary shares of the Company under share options at the date of this report are as follows:

	Expiry date	Exercise Price	Number under option
Unlisted options	31-Dec-25	$0.06	15,000,000
Unlisted options	16-Apr-26	$0.03	3,500,000
Total			**18,500,000**

During the financial year ended 30 June 2025, 2,935,000 share options lapsed or were forfeited (2024: 32,621,668 options). No new options were granted during the financial year ended 30 June 2025 (2024: 18,500,000).

PROCEEDINGS ON BEHALF OF THE COMPANY

No person has applied to the Court under section 237 of the Corporations Act 2001 for leave to bring proceedings on behalf of the company, or to intervene in any proceedings to which the company is a party for the purpose of taking responsibility on behalf of the company for all or part of those proceedings.

AUDITOR'S INDEPENDENCE DECLARATION

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is provided with this report on page 35.

Directors' report (cont'd)

NON-AUDIT SERVICES

Non-audit services are approved by Directors. Non-audit services were provided by the auditors of the Consolidated entity during the year, namely William Buck Audit (Vic) Pty Ltd, network firms of William Buck, and other non-related audit firms. The Directors are satisfied that the provision of the following non-audit services during the year by the auditor is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001 for the following reasons:

- All non-audit services were subject to the corporate governance procedures adopted by Anagenics Limited and have been reviewed and approved by the Directors to ensure they do not impact on the integrity and objectivity of the auditor; and
- The non-audit services provided do not undermine the general principles relating to auditor independence as set out in APES 110 Code of Ethics for Professional Accountants (including Independence Standards), as they did not involve reviewing or auditing the auditor's own work, acting in a management or decision making capacity for Anagenics Limited or any of its related entities, acting as an advocate for Anagenics Limited or any of its related entities, or jointly sharing risks and rewards in relation to the operations or activities of Anagenics Limited or any of its related entities.

Amounts paid and payable to William Buck Audit (Vic) Pty Ltd or network firms of William Buck for non-audit services:	**FY25 $**	**FY24 $**
Other assurance services	20,500	27,000

REMUNERATION REPORT (AUDITED)

The Remuneration Report details the key management personnel (KMP) remuneration arrangements for the consolidated entity, in accordance with the requirements of the Corporations Act 2001 and its Regulations.

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including all directors. The KMP of the Group for and during the year consisted of the following directors and management of Anagenics Limited:

Officer	Position	Date Appointed	Date Ceased
Mr Alexander Beard	Non-executive Chairman	15 February 2022	Current
Mr Scott Greasley	Non-executive Director (1)	8 July 2022	Current
Mr Phillip Christopher	Non-executive Director	5 November 2021	Current
Ms Karen Matthews	Executive Director / CEO (2)	14 February 2023	31 October 2024

(1) Scott Greasley was Managing Director & CEO of Anagenics Limited from 1 April 2023 to 7 March 2024. He continues to serve as a Non-executive Director.

(2) Karen Matthews was appointed as Non-executive Director on 14 February 2023 and appointed as Executive Director and CEO on 8 March 2024. She resigned on 31 October 2024.

The Remuneration Report is set out under the following main headings:

- Principles used to determine the nature and amount of remuneration;
- Details of remuneration; and
- Share-based compensation.

Directors' report (cont'd)

REMUNERATION REPORT (AUDITED) (CONT'D)

Principles used to determine the nature and amount of remuneration

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

- Competitiveness and reasonableness;
- Acceptability to shareholders; and
- If and when appropriate, establish performance hurdles in relation to variable executive remuneration.

The Board assesses the appropriateness of the nature and amount of remuneration of directors and senior managers of the Group on a periodic basis by reference to relevant employment market conditions with the overall objective of ensuring maximum stakeholder benefit from the retention of a high-quality Board and executive team.

Non-executive Directors remuneration

Fees and payments to Non-executive Directors reflect the demands and responsibilities of their role. Non-executive Directors' fees and payments are reviewed annually by the Board. The Board may, from time to time, receive advice from independent remuneration consultants to ensure Non-executive Directors' fees and payments are appropriate and in line with the market. The Chairman's fees are determined independently to the fees of other Non-executive Directors based on comparative roles in the external market. The Chairman is not present at any discussions relating to the determination of his own remuneration.

ASX listing rules require the aggregate non-executive directors' remuneration be determined periodically by a general meeting. The most recent determination was at the Annual General Meeting held on 8 November 2018, where the shareholders approved a maximum annual aggregate remuneration of $400,000.

Executive remuneration

The consolidated entity aims to reward executives based on their position and responsibility, with a level and mix of remuneration which has both fixed and variable components. The combination of these comprises the executive's total remuneration. Fixed remuneration, consisting of base salary, superannuation and non-monetary benefits, are reviewed annually by the Board based on individual and business unit performance, the overall performance of the consolidated entity and comparable market remunerations.

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

2025	Short-term benefits Cash salary and fees $	Short-term benefits Employee entitlements $	Post-employment benefits Super-annuation $	Long-term benefits Employee Entitlements $	Share-based payments Equity & Options $	Total $
Non-Executive Directors:						
Alexander Beard[1]	-	-	-	-	-	-
Scott Greasley[1]	-	-	-	-	-	-
Phillip Christopher[1]	-	-	-	-	-	-
Executive Directors:						
Karen Matthews	89,196	-	-	-	-	89,196
Total	**89,196**					**89,196**

1. Alexander Beard, Scott Greasley, and Phillip Christopher did not receive any remuneration from the Company during the financial year ended 30 June 2025.

Directors' report (cont'd)

REMUNERATION REPORT (AUDITED) (CONT'D)

2024	Short-term benefits Cash salary and fees $	Short-term benefits Employee entitlements $	Post-employment benefits Super-annuation $	Long-term benefits Employee Entitlements $	Share-based payments Equity & Options $	Total $
Non-Executive Directors:						
Alexander Beard[1]	40,000	-	-	-	-	40,000
Martin Cross	20,833	-	2,292	-	-	23,125
Phillip Christopher	21,116	-	2,323	-	27,808	51,247
Executive Directors:						
Scott Greasley	233,333	14,006	25,667	111	723	273,840
Karen Matthews	150,004	-	-	-	-	150,004
Matthew Dudek	267,336	46,731	24,609	2,964	-	341,640
Total	**732,622**	**60,737**	**54,891**	**3,075**	**28,531**	**879,856**

1. Alexander Beard's Directors fees during FY24 were paid to Hancock and Gore Limited.

Group performance and link to remuneration

No performance-based cash bonus or incentive payments have been made during the reporting period. The factors that are considered to affect Total Shareholder Return ('TSR') are summarised below:

	$ 2025	$ 2024	$ 2023	$ 2022	$ 2021
Revenue and Other Income	5,205,157	10,962,054	9,702,640	10,003,660	6,819,839
Loss after Income Tax	(1,235,675)	(7,493,210)	(2,667,150)	(3,648,787)	(3,386,632)
Share price at financial year end	0.005	0.01	0.02	0.02	0.06
Total Dividends declared	-	-	-	-	-
Basic Earnings per Share	(0.26)	(1.89)	(1.00)	(1.74)	(2.40)

Remuneration structure

In accordance with best practice corporate governance, the structure of Non-executive Director and senior executive remuneration is separate and distinct.

Directors' report (cont'd)

REMUNERATION REPORT (AUDITED) (CONT'D)

Directors' and Key Management Personnel (KMP) shareholdings

The number of shares held in the Group during the financial year by each Director and KMP of Anagenics Limited, including their related parties, is set out below:

	Balance at beginning of year	Received as part of remuneration	Acquired by subscription	Other changes	Balance at end of year
2025					
Alexander Beard	4,340,000	-	-	4,980,100	9,320,100
Phillip Christopher	1,875,000	-	-	-	1,875,000
Karen Matthews (resigned 31 Oct'24)	625,000	-	-	(625,000)	-
Scott Greasley	2,382,255	-	-	-	2,382,255
2024					
Alexander Beard	-	-	4,340,000	-	4,340,000
Martin Cross (resigned 27 Nov'23)	785,957	-	-	(785,957)	-
Phillip Christopher	-	-	1,875,000	-	1,875,000
Karen Matthews	-	-	625,000	-	625,000
Scott Greasley	1,549,255	-	833,000	-	2,382,255
Matthew Dudek (resigned 22 May'24)	-	-	-	-	-

REMUNERATION PHILOSOPHY

Directors' and KMP option holdings

The number of options held in the company during the financial year by each Director and KMP of Anagenics Limited, including their personally related parties, are set out below.

	Balance at beginning of year	Disposed / Expired	Received as part of remuner ation	Other	Balance at end of year	Vested at end of year
2025						
Alexander Beard	-	-	-	-	-	-
Scott Greasley	-	-	-	-	-	-
Phillip Christopher	6,000,000	-	-	-	6,000,000	6,000,000
Karen Matthews (resigned 31 Oct'24)	-	-	-	-	-	-
2024						
Alexander Beard	-	-	-	-	-	-
Scott Greasley	-	-	-	-	-	-
Matthew Dudek (resigned 22 May 2024)	200,000	(200,000)	-	-	-	-
Martin Cross (resigned 27 Nov'23)	-	-	-	-	-	-
Phillip Christopher	-	-	6,000,000	-	6,000,000	6,000,000
Karen Matthews	-	-	-	-	-	-

Directors' report (cont'd)

REMUNERATION PHILOSOPHY

Director's performance rights
On 29 December 2022, Scott Greasley was issued 10 million performance rights as part of his appointment to Executive director of Anagenics Limited. These instruments, once vested, convert equally to fully paid ordinary shares. These performance rights were not vested or converted into fully paid ordinary shares during FY25. For more information on these rights (including vesting terms and conditions) please refer to the "Service Agreement" section of this directors' report.

The remuneration for Directors is currently not linked to the Company's financial performance or share price. None of the remuneration of the Directors shown in this report was considered at risk.

Service Agreements
Remuneration and other terms of employment for key management personnel are formalised in service agreements.

Scott Greasley – Non-executive Director

Scott Greasley was Managing Director & Chief Executive Officer (CEO) of Anagenics Limited from 1 April 2023 to 7 March 2024. Scott's remuneration is in relation to fulling his responsibilities and duties whilst acting in the position and of Managing Director and CEO of Anagenics Group.

Scott continues to serve on the Board in the capacity of Non-executive Director, for which no fees were paid during the financial year ended 30 June 2025.

Karen Matthews – CEO

Karen Matthews was appointed to the position of CEO of Anagenics Limited on 8 March 2024, prior to which she was a Non-executive Director of the Group. Karen resigned on 31 October 2024.

The remuneration for directors is currently not linked to the Company's financial performance or share price. None of the remuneration of directors shown in this report was considered at risk.

This ends the audited Remuneration Report for the year ended 30 June 2025.

CYBER RISK

The integrity, availability, and confidentiality of data within the Company's information and operational technology systems may be subject to intentional or unintentional disruption. The Company continues to invest in robust processes and technology, supported by specialist cyber security skills to prevent, detect, respond, and recover from such attacks should one occur.

The Board consider cyber risks regularly, commensurate with the evolving nature of this risk and the level of internal activity.

EVENTS SUBSEQUENT TO BALANCE DATE

The directors are not aware of any matters or circumstances not otherwise dealt with in this report that have significantly or may significantly affect the operations or the state of affair of the Consolidated entity in future financial years.

ROUNDING OF AMOUNTS

In accordance with ASIC Corporations (Rounding in the Financial/Directors' Reports) Instrument 2016/191, the amounts in the directors' report and in the financial report have been rounded to the nearest dollar.

Directors' report (cont'd)

CORPORATE GOVERNANCE STATEMENT

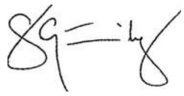
The Board of Directors of Anagenics Limited is responsible for corporate governance. The Board has chosen to prepare the Corporate Governance Statement (CGS) in accordance with the third edition of the ASX Corporate Governance Council's Principles and Recommendations, under which the CGS may be made available on the Company's website.

Accordingly, a copy of the Company's CGS is available on the Anagenics Limited website at:
https://www.anagenics.com/corporate-governance

Signed on 27 August 2025 in accordance with a resolution of the Directors made pursuant to section 298(2) of the *Corporations Act 2001*.

Alexander (Sandy) Beard
Director

27 August 2025



Scott Greasley
Director

27 August 2025

Consolidated Statement of Profit and Loss and Other Comprehensive Income
For the Year Ended 30 June 2025

	Notes	FY25 $	FY24 $
Continuing operations			
Trading revenue	4	5,118,798	10,803,168
Cost of sales		(2,709,099)	(6,441,886)
Gross profit		2,409,699	4,361,282
Other income	4	86,359	158,886
Gain on reversal of Face Medi Acquisition	5	300,214	-
Expenses			
Selling and distribution expense		(422,295)	(1,644,097)
Bad debt provision write-back / (expense)		(41,305)	26,308
Administrative and employment expenses		(2,496,524)	(4,618,041)
Impairment of non-financial assets		-	(3,367,144)
Distribution, freight, and postage expenses		(31,670)	(938,830)
Depreciation and amortisation		(200,398)	(616,265)
Other operating expenses		(164,489)	(579,997)
Finance costs		(40,503)	(66,318)
Business restructuring expenses		(634,763)	-
Loss before income tax expense from continuing operations		**(1,235,675)**	**(7,284,216)**
Income tax expense		-	-
Loss after income tax expense from continuing operations		**(1,235,675)**	**(7,284,216)**
Loss after income tax from discontinued operations		-	(208,994)
Loss after income tax for the year		**(1,235,675)**	**(7,493,210)**
Other comprehensive income			
Items that may be reclassified to profit or loss:			
Exchange differences on translating foreign controlled entities		2,309	(9,638)
Total comprehensive income attributable to the owners of Anagenics Limited		**(1,233,366)**	**(7,502,848)**
Total comprehensive loss from continuing operations		(1,233,366)	(7,293,854)
Total comprehensive loss from discontinued operations		-	(208,994)
Total comprehensive loss for the year attributable to Owners of Anagenics Limited		**(1,233,366)**	**(7,502,848)**
Loss per share from continuing operations attributable to the equity holders of the entity:			
Basic earnings per share (cents per share)	8	(0.26)	(1.83)
Diluted earnings per share (cents per share)	8	(0.26)	(1.83)
Loss per share from discontinued operations attributable to the equity holders of the entity:			
Basic earnings per share (cents per share)	8	-	(0.05)
Diluted earnings per share (cents per share)	8	-	(0.05)

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

Consolidated Statement of Financial Position as at 30 June 2025

	Notes	30 June 2025 $	30 June 2024 $
Current Assets			
Cash and cash equivalents		395,519	1,623,925
Trade and other receivables	9	574,848	651,492
Inventories	10	967,718	1,476,409
Other		-	76,242
Total Current Assets		**1,938,085**	**3,828,068**
Non-Current Assets			
Plant and equipment		17,228	51,366
Right of use assets	14	193,973	360,233
Intangibles	11	1,952,431	1,952,431
Total Non-Current Assets		**2,163,632**	**2,364,030**
Total Assets		**4,101,717**	**6,192,098**
Current Liabilities			
Trade and other payables	12	1,399,222	2,071,666
Loans and borrowings	13	541,216	270,000
Lease liabilities	14	220,566	201,132
Provisions		27,955	228,930
Deferred consideration payable		-	400,000
Total Current Liabilities		**2,188,959**	**3,171,728**
Non-Current Liabilities			
Lease liabilities	14	86,270	301,512
Provisions		-	9,004
Total Non-Current Liabilities		**86,270**	**310,516**
Total Liabilities		**2,275,229**	**3,482,244**
Net Assets		**1,826,488**	**2,709,854**
Equity			
Contributed equity	15	67,181,186	66,831,186
Reserves		(57,275)	(59,584)
Accumulated losses		(65,297,423)	(64,061,748)
Total Equity		**1,826,488**	**2,709,854**

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

Consolidated Statement of Changes in Equity for the year ended 30 June 2025

	Contributed Equity $	Share Based Payments Reserve $	Foreign currency translation reserve $	Accumulated losses $	Total $
As at 1 July 2023	**65,357,145**	**269,217**	**(162,390)**	**(56,568,538)**	**8,895,434**
Loss after tax for the year	-	-	-	(7,493,210)	(7,493,210)
Exchange differences on translating foreign controlled entities	-	-	(9,638)	-	(9,638)
Total comprehensive income for the year	-	-	(9,638)	(7,493,210)	(7,502,848)
Transactions with owners in their capacity as owners:					
Issue of shares – Share placement (net transactions cost)	1,433,097	-	-	-	1,433,097
Share-based payments - vesting charge	40,944	111,790	-	-	152,734
Share-based payments - lapse of share options	-	(268,563)	-	-	(268,563)
As at 30 June 2024	**66,831,186**	**112,444**	**(172,028)**	**(64,061,748)**	**2,709,854**

	Contributed Equity $	Share Based Payments Reserve $	Foreign currency translation reserve $	Accumulated losses $	Total $
As at 1 July 2024	**66,831,186**	**112,444**	**(172,028)**	**(64,061,748)**	**2,709,854**
Loss after tax for the year	-	-	-	(1,235,675)	(1,235,675)
Exchange differences on translating foreign controlled entities	-	-	2,309	-	2,309
Total comprehensive income for the year	-	-	2,309	(1,235,675)	(1,233,366)
Transactions with owners in their capacity as owners:					
Issue of shares to FOS Capital (Note 15)	350,000	-	-	-	350,000
As at 30 June 2025	**67,181,186**	**112,444**	**(169,719)**	**(65,297,423)**	**1,826,488**

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

Consolidated Statement of Cash Flows for the year ended 30 June 2025

	Notes	FY25 $	FY24 $
Cash flows from operating activities			
Receipts from customers (inclusive of GST)		5,344,107	12,000,770
Payments to suppliers and employees (inclusive of GST)		(7,353,386)	(14,384,369)
Interest received		2,646	20,593
Interest paid		(40,503)	(28,764)
Income tax refunded		-	6,534
Royalties received		372,603	405,026
Grant income and other benefits from government		98,410	213,125
Net cash used in operating activities	16	**(1,576,123)**	**(1,767,085)**
Cash flows from investing activities			
Purchases of plant and equipment		-	(97,903)
Payments for the purchase of business (net of cash acquired)		-	(100,000)
Net cash used in investing activities		**-**	**(197,903)**
Cash flows from financing activities			
Proceeds from issue of shares		-	1,361,623
Share issue costs		-	(149,270)
Proceeds from borrowings	13	790,000	-
Repayment of borrowings	13	(247,866)	-
Repayment of leasing liabilities		(196,726)	(189,871)
Net cash provided by financing activities		**345,408**	**1,022,482**
Net increase in cash held		**(1,230,715)**	**(942,506)**
Cash and cash equivalents at beginning of financial year		1,623,925	2,567,061
Effect of exchange rate changes on cash and cash equivalents		2,309	(630)
Cash and cash equivalents at the end of the financial year		**395,519**	**1,623,925**

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

Notes to the Consolidated Financial Statements for the Year Ended 30 June 2025

1. MATERIAL ACCOUNTING POLICY INFORMATION

The accounting policies that are material to the consolidated entity are set out below. The accounting policies adopted are consistent with those of the previous financial year, unless otherwise stated.

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

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

Basis of preparation
These general-purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') and the Corporations Act 2001, as appropriate for for-profit oriented entities. These financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board ('IASB').

Historical cost convention
The financial statements have been prepared under the historical cost convention.

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

Economic Dependency

The consolidated financial report has been prepared on a going concern basis, which contemplates the continuation of normal business operations and the realisation of assets and settlement of liabilities in the normal course of business.

On 30 June 2025 the Group had total Cash on hand of $395,519. During the year ended 30 June 2025, the Group incurred a Net Loss Before Tax of $1,235,675 and incurred Net Cash Outflows from operating activities of $1,576,123. Notwithstanding this, the Directors of the Group maintain that the Group continues to trade as a going concern and will be able to realise its assets and discharge its liabilities in the normal course of business, due to the following matters:

Completion of business restructuring

The Directors have completed a restructuring of business operations to achieve simplification and financial sustainability, and prepared cash flow forecasts which support the Group's ability to continue as a going concern. These forecasts incorporate several judgmental assumptions and estimates, including:

- Optimisation and enhancement of revenue channels and product offering; and
- Simplification of overhead structure and reduction of operating costs.

Execution of new commercial opportunities

The Group has signed a royalty agreement with York Street Brands (YSB), which targets a minimum of $4.4m in royalties over an initial 10-year term. In addition, the Group is exploring certain commercial outcomes to commercialise the Lyramid midkine intellectual property portfolio; refer to the Company's ASX announcements released on 3 January 2025 and 4 February 2025.

Access to finance and economic dependency.

The Group has the ability to access capital to meet cash and working capital requirements; the Directors have received written support from a major shareholder that it will support the business, both operationally and financially, if required for a period of at least 12 months from the date of signing this report. Based upon the assumptions set out in the cashflow forecast, and the aforementioned factors, the Directors of the Group have applied the going concern basis of accounting in these financial statements.

Notes to the Consolidated Financial Statements for the Year Ended 30 June 2025

MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

Parent entity information

In accordance with the Corporations Act 2001, these financial statements present the results of the consolidated entity only. Supplementary information about the parent entity is disclosed in note 14.

Principles of consolidation

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Anagenics Limited ('company' or 'parent entity') as at 30 June 2025 and the results of all subsidiaries for the year then ended. Anagenics Limited and its subsidiaries together are referred to in these financial statements as the 'consolidated entity'.

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

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

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

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

Operating segments

Operating segments are presented using the 'management approach', where the information presented is on the same basis as the internal reports provided to the Chief Operating Decision Makers ('CODM'). The CODM is responsible for the allocation of resources to operating segments and assessing their performance.

Foreign currency translation

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

Foreign currency transactions

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

Foreign operations

The assets and liabilities of foreign operations are translated into Australian dollars using the exchange rates at the reporting date. The revenues and expenses of foreign operations are translated into Australian dollars using the average exchange rates, which approximate the rates at the dates of the transactions, for the period. All resulting foreign exchange differences are recognised in other comprehensive income through the foreign currency reserve in equity.

The foreign currency reserve is recognised in profit or loss when the foreign operation or net investment is disposed of.

Notes to the Consolidated Financial Statements for the Year Ended 30 June 2025

MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

Revenue recognition

The consolidated entity recognises revenue as follows:

Revenue from contracts with customers

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

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

Sale of goods

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

Royalty Income

Royalty income is recognised systematically over the life of the royalty period, in accordance with the terms of the underlying contract. Where the consideration is based on the licensee's sales of products, revenue is recognised when those sales occur.

Trade and other receivables

Trade receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any allowance for expected credit losses. Trade receivables are generally due for settlement within 30 days.

The consolidated entity has applied the simplified approach to measuring expected credit losses, which uses a lifetime expected loss allowance. To measure the expected credit losses, trade receivables have been grouped based on days overdue. Other receivables are recognised at amortised cost, less any allowance for expected credit losses.

Inventories

Raw materials, work in progress and finished goods are stated at the lower of cost and net realisable value on a 'first in first out' basis. Cost comprises of direct materials and delivery costs, direct labour, import duties and other taxes and where applicable, transfers from cash flow hedging reserves in equity. Costs of purchased inventory are determined after deducting rebates and discounts received or receivable.

Stock on hand is stated at the lower of cost and net realisable value. Cost comprises of purchase and delivery costs, net of rebates and discounts received or receivable.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

Notes to the Consolidated Financial Statements for the Year Ended 30 June 2025

MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

Intangible assets

Intangible assets acquired as part of a business combination, other than goodwill, are initially measured at their fair value at the date of the acquisition. Intangible assets acquired separately are initially recognised at cost. Indefinite life intangible assets are not amortised and are subsequently measured at cost less any impairment. Finite life intangible assets are subsequently measured at cost less amortisation and any impairment. The gains or losses recognised in profit or loss arising from the derecognition of intangible assets are measured as the difference between net disposal proceeds and the carrying amount of the intangible asset. The method and useful lives of finite life intangible assets are reviewed annually. Changes in the expected pattern of consumption or useful life are accounted for prospectively by changing the amortisation method or period.

Goodwill

Goodwill arises on the acquisition of a business. Goodwill is not amortised. Instead, goodwill is tested annually for impairment, or more frequently if events or changes in circumstances indicate that it might be impaired and is carried at cost less accumulated impairment losses. Impairment losses on goodwill are taken to profit or loss and are not subsequently reversed.

Patents and trademarks

Significant costs associated with patents and trademarks are deferred and amortised on a straight-line basis over the period of their expected benefit, being their finite life of 10 years.

Impairment of non-financial assets

Goodwill and other intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other non-financial assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount.

Recoverable amount is the higher of an asset's fair value less costs of disposal and value-in-use. The value-in-use is the present value of the estimated future cash flows relating to the asset using a pre-tax discount rate specific to the asset or cash-generating unit to which the asset belongs. Assets that do not have independent cash flows are grouped together to form a cash-generating unit.

Borrowings

Loans and borrowings are initially recognised at the fair value of the consideration received, net of transaction costs. They are subsequently measured at amortised cost using the effective interest method.

New Accounting Standards and Interpretations not yet mandatory or early adopted

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the consolidated entity for the annual reporting period ended 30 June 2025. The consolidated entity has not yet assessed the impact of these new or amended Accounting Standards and Interpretations.

Rounding of amounts

The parent entity and the Consolidated entity have applied the relief available under ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191 and accordingly, the amounts in the consolidated financial statements and in the directors' report have been rounded to the nearest dollar.

Notes to the Consolidated Financial Statements for the Year Ended 30 June 2025

2. CRITICAL ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities (refer to the respective notes) within the next financial year are discussed below.

Allowance for expected credit losses

The allowance for expected credit losses assessment requires a degree of estimation and judgement. It is based on the lifetime expected credit loss, grouped based on days overdue, and makes assumptions to allocate an overall expected credit loss rate for each group. These assumptions include recent sales experience and historical collection rates.

Provision for impairment of inventories

The provision for impairment of inventories assessment requires a degree of estimation and judgement. The level of the provision is assessed by taking into account the recent sales experience, the ageing of inventories and other factors that affect inventory obsolescence.

Goodwill and other indefinite life intangible assets

The consolidated entity tests annually, or more frequently if events or changes in circumstances indicate impairment, whether goodwill and other indefinite life intangible assets have suffered any impairment, in accordance with the accounting policy stated in note 1. The recoverable amounts of cash-generating units have been determined based on value-in-use calculations. These calculations require the use of assumptions, including estimated discount rates based on the current cost of capital and growth rates of the estimated future cash flows.

Impairment of non-financial assets other than goodwill and other indefinite life intangible assets

The consolidated entity assesses impairment of non-financial assets other than goodwill and other indefinite life intangible assets at each reporting date by evaluating conditions specific to the consolidated entity and to the particular asset that may lead to impairment. If an impairment trigger exists, the recoverable amount of the asset is determined. This involves fair value less costs of disposal or value-in-use calculations, which incorporate a number of key estimates and assumptions.

Deferred tax assets (DTA)

The Directors have not recognised any deferred tax assets for carry forward tax losses or timing differences as it is uncertain as to when or if those timing differences or tax losses will be utilised either under loss carry forward rules of through the derivation of assessable taxable income.

The Group has estimated unutilised tax losses of $40.8 million (2024: $39.6 million). Additionally, there are other deductible temporary differences resulting in a net potential deferred tax asset position for the Group of approximately $0.16 million (2024: $0.91 million), calculated using the prevailing rate of Australian corporation tax rate of 25% for the Group.

Notes to the Consolidated Financial Statements for the Year Ended 30 June 2025

3. OPERATING SEGMENTS

Identification of reportable operating segments

During the period the chief operating decision maker (being the board) determined that the group now operates in two operating segment, namely "Consumer and Health" and "Corporate", primarily in Australia.

Intersegment transactions

Intersegment transactions were made at market rates and intersegment transactions are eliminated on consolidation.

Intersegment receivables, payables and loans

Intersegment loans are initially recognised at the consideration received. Intersegment loans receivable and loans payable that earn or incur non-market interest are not adjusted to fair value based on market interest rates. Intersegment loans are eliminated on consolidation.

Major customers

During the year ended 30 June 2025, there were no individual customers with revenues greater than 10% of trading revenues in the Consolidated entity.

The accounting policy in respect of segment operating disclosures is in accordance with the adoption of AASB 8 Operating Segments and is presented as follows:

2025	**Anagenics Corporate $**	**Consumer & Health $**	**Group Total $**
Sales to external customers	**-**	4,746,195	4,746,195
Royalties received	-	372,603	372,603
Other income	2,646	383,927	386,573
Total	**2,646**	**5,502,725**	**5,505,371**
Loss after income tax	(358,769)	(876,906)	(1,235,675)
Total assets	2,245,768	1,855,949	4,101,717
Total liabilities	599,105	1,676,124	2,275,229

2024	**Anagenics Corporate $**	**Consumer & Health $**	**Group Total $**
Sales to external customers	-	10,398,142	10,398,142
Royalties received	-	405,026	405,026
Other income	20,593	138,293	158,886
Total	**20,593**	**10,941,461**	**10,962,054**
Loss after income tax expenses – Continuing operations	(733,661)	(6,550,555)	(7,284,216)
Loss after income tax expenses – Discontinued operations			(208,994)
			(7493,210)
Total assets	1,875,341	4,316,757	6,192,098
Total liabilities	1,255,928	2,226,316	3,482,244

Notes to Consolidated Financial Statements for the Year Ended 30 June 2025

4. REVENUE

	2025 $	2024 $
Revenue		
Sale of goods transferred at a point in time	4,746,195	10,398,142
Royalties received	372,603	405,026
Total	**5,118,798**	**10,803,168**
Other Revenue		
Interest income	2,646	20,593
Other	83,713	138,058
Total revenue from contracts with customers	**86,359**	**158,651**

5. GAIN ON REVERSAL OF FACE MEDIGROUP ACQUISITION

On 30 September 2024, the Company exited the Face MediGroup (FMG) business, which was acquired by the Company on 29 September 2023, subject to deferred settlement, due to be completed on 30 September 2024. The Company decided not to complete deferred settlement and transferred the FMG business, which had not achieved a sustainable level of profitability, back to the vendors of the FMG business. The vendors of the FMG business took over all FMG assets, liabilities and business-specific employees with their accrued entitlements, allowing the Company to reduce its operating costs and avoid significant further losses. Below is a summary of the net gain (non-cash) on the reversal of the FMG business acquisition, recorded for the year ended 30 June 2025.

Assets and liabilities transferred to vendor FMG Business	
- Cancellation of deferred consideration payment	400,000
- Transfer of loans owing to the FMG vendor	270,000
- Transfer of FMG inventory	(339,007)
- Expenses paid for transfer of the FMG business	(30,779)
Net gain (non-cash) on reversal of Face MediGroup Acquisition	**300,214**

6. KEY MANAGEMENT PERSONNEL DISCLOSURES

Directors and key management personnel compensation

Refer to the Remuneration Report contained in the Directors' Report for details of the remuneration paid or payable to each member of the Group's KMP for the year ended 30 June 2025.

Compensation
The aggregate compensation made to directors and other KMP of the Consolidated entity is set out below:

	2025 $	2024 $
Short-term employee benefits	89,196	793,359
Post-employment benefits	-	54,891
Long-term benefits	-	3,075
Share-based payments	-	28,531
Total	**89,196**	**879,856**

Notes to Consolidated Financial Statements for the Year Ended 30 June 2025

7. AUDITOR'S REMUNERATION

Amounts received or due and receivable by auditors for the Parent Entity and Consolidated entity:

	2025	2024
	$	$
Audit or review of the financial report of the entity	96,844	71,900
Other assurance services	20,500	27,000
Total	**117,344**	**98,900**

8. EARNINGS PER SHARE

	2025	**2024**
	$	**$**
Continuing operations		
Basic and diluted earnings per share (in cents)	(0.26)	(1.83)
Reconciliation of earnings to profit or loss from continuing operations		
Loss for the year attributable to the owners of Anagenics Limited	(1,235,675)	(7,284,216)

Basic and diluted earnings per share are identical since outstanding options of 21,435,000 (2024: 21,435,000) are all “out of the money” at 30 June 2025.

Discontinued operations		
Basic and diluted earnings per share (in cents)	-	(0.05)
Reconciliation of earnings to profit or loss from discontinued operations		
Loss for the year attributable to the owners of Anagenics Limited	-	(208,994)
	Number	**Number**
Weighted average number of ordinary shares used in calculating basic and dilutive earnings per share	469,375,155	398,976,712

9. TRADE AND OTHER RECEIVABLES

	2025	2024
	$	$
Trade receivables	626,889	668,350
Less: Allowance for expected credit losses	(52,041)	(16,858)
Total	**574,848**	**651,492**

Sales on credit are extended to certain customers and vary by individual customer and by distribution channel. Repayment terms are typically at time of ordering (D2C) otherwise 30 days from invoice date (B2B).

Trade receivables ageing analysis at 30 June is:

Current	481,263	522,386
More than 30 days past due	53,293	135,331
More than 60 days past due	28,780	7,426
More than 90 days past due	63,553	3,207
Total	**626,889**	**668,350**

The Consolidated entity has an impairment provision of $52,041 as at 30 June 2025 (2024: $16,858) to cover any potential credit loss in the future.

Notes to Consolidated Financial Statements for the Year Ended 30 June 2025

TRADE AND OTHER RECEIVABLES (CONT'D)

Effective interest rates and credit risk
The Group does not have a significant concentration of credit risk with respect to any other single counterparty nor Group of counterparties other than those receivables specifically provided for. The class of assets described as 'trade and other receivables' is the main source of credit risk related to the Group.

Certain customers receive specific credit terms with repayment terms varying depending on volume spend and revenue channel. These are generally repayable within 30 days from the end of the month.

There is no interest rate risk for the balances of trade and other receivable. There is no material credit risk associated with other receivables.

10. INVENTORIES

	2025	2024
	$	$
Raw materials at net realisable value	18,989	651,492
Finished goods at net realisable value	948,729	824,917
Total	**967,718**	**1,476,409**

No provisions for net realisable value and write down of inventories were taken up for the year ended 30 June 2025.

11. INTANGIBLES

Patents and Trademarks	1,440	1,440
Goodwill	1,950,991	1,950,991
Total	**1,952,431**	**1,952,431**

There was no movement in carrying value of Patents and Trademarks, and movements in carrying amounts of goodwill is as follows:

Balance at 1 July	1,950,991	3,447,006
Additions	-	1,244,967
Impairment	-	(2,740,982)
Balance at 30 June	**1,950,991**	**1,950,991**

Goodwill
Goodwill relates to Anagenics' acquisition of BLC Cosmetics Pty Limited in October 2021.

As at 30 June 2025 the Directors reviewed the carrying values of assets and liabilities that were included in the Consumer and Health segment. Given the continuation of losses, together with a continued reduction of the Group's overall market capitalisation, the directors considered that an impairment trigger existed.

The key inputs used in the discounted cashflow analysis to assess these carrying values were as follows:

BLC Goodwill	**2025**	**2024**
Sales revenue (% compound annual growth rate)	2.4%	18%
Budgeted gross margin (%)	51%	52%
Long term growth rate (%)	2.5%	2.5%
Pre-tax discount rate (%)	14.4%	14.9%

Notes to Consolidated Financial Statements for the Year Ended 30 June 2025

INTANGIBLES (CONT'D)

Management determined the values assigned to each of the above key assumptions as follows:

Assumption	Approach
Sales volumes	Historical averages (by channel – B2B / D2C) taking into account the brand portfolio (acquisitions/disposals), specific business strategies and expected market trends.
Sales Price	Average annual historic growth rate over five-year forecast period based on current industry trends and long-term inflation expectations.
Gross margin	Based on past performance and management expectations for the future.
Annual capital expenditure Long term growth rate	Expected minimum cash outlay to maintain and grow existing business. A weighted average sustainable growth rate used to extrapolate cashflow annuity beyond the budget period.
Pre-tax discount rate	Weighted average cost of capital (WACC) under CAPM model using latest risk free rates.

Reasonable possible changes in the key assumptions would have the following impact on the recoverable amounts of the BLC CGU:

Details	Increase/(Decrease) in % Rate	Decrease in recoverable amount
Sales revenue (%)	-0.50%	413,016
Gross margin (%)	-0.50%	201,971
Long term growth rate (%)	0.50%	68,858
Pre-tax discount rate (%)	0.50%	209,252

12. TRADE AND OTHER PAYABLES

	2025 $	2024 $
Trade payables	1,058,191	1,693,246
Deferred revenue	44,237	102,361
Other payables	296,794	276,059
Total	**1,399,222**	**2,071,666**

Trade payables are amounts owing primarily for the purchase of inventory from local and overseas suppliers. These are transacted under typical commercial conditions with credit terms up to 60 days from invoice.

13. LOANS AND BORROWINGS

Shopify Loans[1]	91,216	-
Loans from related parties[2]	450,000	-
Assumed FMG's loan liabilities	-	400,000
Total	**541,216**	**400,000**

1). The loan facility from Shopify, a multinational e-commerce company, is an unsecured loan facility of $340,000, 15% of sales proceeds received on the Shopify e-commerce platform are used to repay the loan. The loan facility will expire and is due for repayment in full, if any outstanding balance remains, on 17 April 2026. The implied interest rate is 10% per annum.

2). The Consolidated entity received an unsecured interest free loan of $450,000 from Directors and related parties during the financial year ended 30 June 2025, with this loan due for repayment on 31 December 2025. Refer to note 13.

Notes to Consolidated Financial Statements for the Year Ended 30 June 2025

14. LEASES

This note provides information for leases where the Group is a lessee.

Amounts recognised in the Statement of Financial Position
The statement of financial position shows the following amounts relating to leases.

	2025	2024
	$	$
Right of use assets – Office Space	193,973	360,233
Lease liabilities		
Current	220,566	201,132
Non-current	86,270	301,512
Total	**306,836**	**502,644**

There were no additions to right of use assets during FY25 (2024: nil).

Future minimum lease payments at balance date were as follows:

Minimum lease payments due	**Within 1 year**	**1-2 years**	**2-5 years**	**Total**
2025	$	$	$	$
Lease payments	229,205	64,437	23,510	**317,152**
Finance charges	(8,639)	(1,437)	(240)	**(10,316)**
	220,566	**63,000**	**23,270**	**306,836**
2024				
Lease payments	220,026	229,205	82,623	**531,854**
Finance charges	(18,894)	(8,639)	(1,677)	**(29,210)**
	201,132	**220,566**	**80,946**	**502,644**

15. ISSUED CAPITAL

	2025	2024	2025	2024
	Number	Number	$	$
At the beginning of the year	**461,320,360**	**365,619,965**	**66,831,186**	**65,357,145**
Shares issued at $0.02 – October 2023	-	13,157,895	-	302,632
Shares issued – February 2025	-	40,355,000	-	645,680
Shares issued – April 2024	-	42,187,500	-	675,000
Shares issued – April 2025*	35,000,000	-	350,000	-
Shares issue costs	-	-	-	(149,271)
At the end of the year	**496,320,360**	**461,320,360**	**67,181,186**	**66,831,186**

* In April 2025 shareholders approved the issue of 35,000,000 shares to FOS Capital (ASX:FOS) at an issue price of 1c per share, as compensation for services provided by FOS Capital relating to the restructure of the Company. FOS Capital was engaged by the Anagenics Board on commercial arms-length terms.

The holders of ordinary shares are entitled to participate in dividends and the proceeds on winding up of the Company. On a count at meetings of the Company, each holder of ordinary shares has one vote in person or by proxy, and upon a poll each share is entitled to one vote. The Company does not have a limited amount of authorised capital and the fully paid ordinary shares have no par value.

Notes to Consolidated Financial Statements for the year ended 30 June 2025

ISSUED CAPITAL (CONT'D)

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 superior returns for shareholders and maintain an optimum capital structure with a low cost of capital. The Group continues to actively pursue meaningful growth through its merger and acquisition strategy as it seeks to scale and drive efficiencies and ultimately achieve sustainable profitability.

16. CASH FLOW INFORMATION

Reconciliation of loss after income tax to net cash used in operating activities

	2025	2024
	$	$
Loss after income tax for the year	(1,235,675)	(7,493,210)
Adjustments for:		
- depreciation and amortisation	200,398	616,265
- impairment of assets	-	3,367,144
- Gain on reversal of Face MediGroup acquisition	(300,214)	-
- share-based compensation	-	(197,717)
- bad and doubtful debts	41,305	(26,308)
- foreign exchange movements	-	(7,626)
Changes in operating assets and liabilities		
- decrease / (increase) in trade and other receivables	35,339	862,349
- decrease / (increase) in prepayments	76,242	276,922
- decrease in inventories	169,684	1,136,949
- decrease in trade and other payables	(353,223)	(244,574)
- (decrease) / increase in provisions	(209,979)	(57,279)
Net cash used in operating activities	**(1,576,123)**	**(1,767,085)**

17. RELATED PARTY TRANSACTIONS

The Group's related parties are as follows:

Parent entity
Anagenics Limited is the ultimate parent entity.

Subsidiaries
For details of disclosures relating to subsidiaries, refer to Note 20. Transactions and balances between subsidiaries and the Company have been eliminated on consolidation of the Group.

Transactions with related parties
Hancock and Gore Limited (HNG) provided an unsecured interest free loan of $200,000 and this loan is due for repayment on 31 December 2025.

Alexander Beard (Chairman) provided an unsecured interest free loan of $150,000 and this loan is due for repayment on 31 December 2025.

Con Scrinis (director of BLC Cosmetics Pty Ltd) provided an unsecured interest free loan of $100,000 and this is due for repayment on 31 December 2025.

Notes to Consolidated Financial Statements for the year ended 30 June 2025

RELATED PARTY TRANSACTIONS (CONT'D)

In relation to Director services rendered by Alexander Beard (Chairman), Anagenics Limited didn't pay Director fees to Hancock and Gore Limited (HNG) for the year ended 30 June 2025 (2024: $40,000). Mr Beard did not receive any remuneration from the Company during the financial year ended 30 June 2025.

Mr Michael Worner (spouse of Karen Matthews, former Director and CEO) was engaged to provide finance and management services to the Group totalling $84,160 (2024: $41,147). These service provider costs were incurred at arm's length value.

In December 2023, 9 million options at an exercise price of $0.06 expiring on 31 December 2025 were issued to HNG for services provided to the Consolidated entity, implied cost of $41,712 was recorded for option issued to HNG in the financial year ended 30 June 2024.

18. EVENTS SUBSEQUENT TO BALANCE DATE

The directors are not aware of any matters or circumstances not otherwise dealt with in this report that has significantly or may significantly affect the operations or the state of affair of the Consolidated entity in future financial years.

19. FINANCIAL RISK MANAGEMENT

The Group's activities expose it to a number of financial risks as described below. The Group's overall risk management program seeks to minimise potential adverse effects on the financial performance of the Group. The fair value of financial assets and liabilities equate to the carrying value as reported and is at historical cost.

(a) Credit risk

Credit risk arises from cash and cash equivalents and deposits with banks and financial institutions, as well as credit exposures to wholesale and retail customers, including outstanding receivables.

Credit risk is managed on a Group basis. For banks and financial institutions, only independently rated parties with a minimum rating of 'AA-' are accepted.

If wholesale customers are independently rated, these ratings are used. Otherwise, if there is no independent rating, management assesses the credit quality of the customer, taking into account its financial position, past experience and other factors. Individual risk limits are set based on internal or external ratings in accordance with limits set by the Board.

Sales to retail customers are settled by industry leading and secure payment gateways, mitigating credit risk.

There are no significant concentrations of credit risk, whether through exposure to individual customers, specific industry sectors and / or region.

The maximum exposure to credit risk by class of recognised financial assets at the end of the reporting period is equivalent to the carrying value and classification of those financial assets (net of any provisions) as presented in the consolidated statement of financial position.

Trade receivables and other current assets
These financial assets are initially recorded at historical cost. The Group applies the AASB 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables.

looking macroeconomic factors affecting the customer's ability to settle the amounts outstanding. The Group has identified specific industry trends and general economic performance for those countries in which the customers are domiciled to be the most relevant factors when estimating credit loss rates.

Notes to Consolidated Financial Statements for the Year Ended 30 June 2025

FINANCIAL RISK MANAGEMENT (CONT'D)

The expected loss rates are primarily based on the payment profile for recent historic sales and the respective credit losses occurring during the corresponding period. The loss rates are also adjusted to reflect current and forwarding looking macroeconomic factors affecting the customer's ability to settle the amounts outstanding. The Group has identified specific industry trends and general economic performance for those countries in which the customers are domiciled to be the most relevant factors when estimating credit loss rates.

The historical rates reflect the type of customers for which balances remain outstanding (e.g. wholesalers), their specific circumstances and the current and forwarding looking macroeconomic factors affecting the customer's ability to settle the amount outstanding. In so doing, the Group has considered any recent changes in interest rates, inflation, and gross domestic product (GDP) as the most relevant factors. Where necessary historical loss rates have also been adjusted to reflect the expected impact arising from the changes in the underlying trading conditions.

Trade receivables are written off when there is no reasonable expectation of recovery. Indicators include, amongst others, the failure of a debtor to engage in a repayment plan with the Group, and a failure to make contractual payments for a period of greater than 90 days past due. Impairment losses on trade receivables are presented as net impairment losses within operating profit. Subsequent recoveries of amounts previously written off are credited against the same line item.

(b) Liquidity risk

Financial liabilities consist primarily of trade and other payables for which the contractual maturity dates are within 6 months of the reporting date. The amounts are recorded at historical nominal cost.

The Group manages liquidity risk through the following mechanisms:

- preparing forward-looking cash flow analysis in relation to its operational, investing and financing activities.
- managing credit risk related to financial assets; and
- only investing surplus cash with major financial institutions.

(c) Market risk

The directors have determined that the Group had no material exposure to any market risk in its financial instruments for the year ended 30 June 2025 (2024: nil), which include interest rate risk, price risk and foreign exchange risk.

20. INTERESTS IN SUBSIDIARIES

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

Name of entity	Country of Incorporation	Owned (%) 2025	Owned (%) 2024
Subsidiaries of Anagenics Limited:			
Advangen Pty Ltd	Australia	100	100
BLC Cosmetics Pty Limited	Australia	100	100
Kinera Pty Ltd *	Australia	-	100
Subsidiaries of BLC Cosmetics Pty Limited:			
BLC Cosmetics (NZ) Limited	New Zealand	100	100
Subsidiaries of Advangen Pty Limited:			
Advangen International Pty Ltd	Australia	100	100
Advangen LLC	USA	100	100

* Kinera Pty Ltd was a dormant subsidiary and the Company was deregistered on 30 Oct 2024

Notes to Consolidated Financial Statements for the year ended 30 June 2025

21. PARENT ENTITY INFORMATION

The following information has been extracted from the books and records of the parent, Anagenics Limited, and has been prepared on the same basis as the consolidated financial statements. Investments in subsidiaries and intercompany loans are accounted for at cost, less any impairment estimates, in the financial statements of the parent entity:

	2025 $	2024 $
Statement of Financial Position		
Assets		
Current assets	1,523,140	1,068,750
Non-current assets	5,304,054	6,460,465
Total Assets	**6,827,194**	**7,529,215**
Liabilities		
Current liabilities	441,030	942,357
Non-current liabilities	33,192	225,117
Total Liabilities	**474,222**	**1,167,474**
Net Assets	**6,352,972**	**6,361,741**
Equity		
Issued capital	67,181,186	66,831,186
Accumulated losses	(60,940,658)	(60,581,889)
Share based payments reserve	112,444	112,444
Total Equity	**6,352,972**	**6,361,741**
Statement of Financial Performance and Other Comprehensive Income		
Loss of the parent entity	(358,769)	(3,356,269)
Total comprehensive loss	**(358,769)**	**(3,356,269)**

Contingent liabilities and commitments of the parent entity

The parent entity has provided bank guarantees in relation to a commercial office lease (see Note 22). It did not have any other material contingent liabilities or commitments as at 30 June 2025.

Determining the parent entity financial information

The financial information of the parent entity has been prepared on the same basis of the consolidated financial statements except for investments in subsidiaries. These are accounted for at cost in the financial statements of the parent entity. Dividends received from subsidiaries are recognised in the parent entity's profit or loss when its right to receive the dividend is established.

22. CONTINGENT LIABILITIES

The Group has provided bank guarantees as at 30 June 2025 of $141,932 (2024: $141,932) relating to the lease of commercial office space.

CONSOLIDATED ENTITY DISCLOSURE STATEMENT

DETAILS OF CONSOLIDATED ENTITIES

Name of Entity	Type of Entity	Country of Incorporation	% share capital held	Australian or Foreign	Foreign Jurisdiction
Anagenics Limited	Body corporate	Australia		Australia	n/a
Advangen Pty Ltd	Body corporate	Australia	100%	Australia	n/a
BLC Cosmetics Pty Limited	Body corporate	Australia	100%	Australia	n/a
Advangen International Pty Ltd	Body corporate	Australia	100%	Australia	n/a
BLC Cosmetics (NZ) Limited	Body corporate	New Zealand	100%	Foreign	New Zealand
Advangen LLC	Body corporate	USA	100%	Foreign	USA

Basis of preparation
This consolidated entity disclosure statement (CEDS) has been prepared in accordance with the Corporations Act 2001 and includes information for each entity that was part of the consolidated entity as at the end of the financial year in accordance with AASB 10 Consolidated Financial Statements. It should be read in conjunction with Note 20 – Interest in Subsidiaries.

Determination of tax residency
Section 295 (3A)(vi) of the Corporation Act 2001 defines tax residency as having the meaning in the Income Tax Assessment Act 1997. The determination of tax residency involves judgement as there are different interpretations that could be adopted, and which could give rise to a different conclusion on residency.

In determining tax residency, the consolidated entity has applied the following interpretations:

Australian tax residency
The consolidated entity has applied current legislation and judicial precedent, including having regard to the Tax Commissioner's public guidance in Tax Ruling TR 2018/5.

Foreign tax residency
Where necessary, the consolidated entity has used independent tax advisers in foreign jurisdictions to assist in its determination of tax residency to ensure applicable foreign tax legislation has been complied with (see section 295(3A)(vii) of the Corporations Act 2001).

Directors' Declaration

The Directors of the Company declare that:

- Consolidated entity disclosure statement (CEDS) shown on page 33 is true and correct.
- The attached financial statements and notes comply with Australian Accounting Standards and Interpretations.
- The attached financial statements and notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in note 1 to the financial statements.
- The attached financial statements and notes give a true and fair view of the Consolidated entity's financial position as at 30 June 2025 and of its performance for the financial year ended on that date; and
- There are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

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

Alexander (Sandy) Beard	Scott Greasley
Director	Director
27 August 2025	27 August 2025

William Buck
ACCOUNTANTS & ADVISORS

Lead Auditor's Independence Declaration under Section 307C of the Corporations Act 2001

To the directors of Anagenics Limited

As lead auditor for the audit of Anagenics Limited for the year ended 30 June 2025, I declare that, to the best of my knowledge and belief, there have been:

— no contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the audit; and

— no contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Anagenics Limited and the entities it controlled during the year.

William Buck

William Buck Audit (Vic) Pty Ltd
ABN 59 116 151 136

N. S. Benbow
Director
Melbourne, 27 August 2025

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William Buck
ACCOUNTANTS & ADVISORS

Independent auditor's report to the members of Anagenics Limited

Report on the audit of the financial report

Our opinion on the financial report

In our opinion, the accompanying financial report of Anagenics Limited (the Company) and its subsidiaries (together, the Group) is in accordance with the *Corporations Act 2001*, including:

— giving a true and fair view of the Group's financial position as at 30 June 2025 and of its financial performance for the year then ended; and

— complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

What was audited?

We have audited the financial report of the Group, which comprises:

— the consolidated statement of financial position as at 30 June 2025,

— the consolidated statement of profit or loss and other comprehensive income for the year then ended,

— the consolidated statement of changes in equity for the year then ended,

— the consolidated statement of cash flows for the year then ended,

— notes to the financial statements, including material accounting policy information,

— the consolidated entity disclosure statement, and

— the directors' declaration.

Basis for opinion

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

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

William Buck
ACCOUNTANTS & ADVISORS

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.

1. Going concern	**Area of focus** **(refer also to note 1)** As disclosed in Note 1 to the financial statements, the Group recorded year-to-date operating losses of $1,235,675 and cash outflows from operations of $1,576,123 and as at 30 June 2025 had net current liabilities of $250,874. In consideration of these results and other factors, the financial statements have been prepared on the assumption that the Group is a going concern for the following reasons: — The Group is expected to generate positive operational cash inflows over the course of the next 12 months due to growth in top line revenue and reduction of its cost base; and — The Group has access to additional funding if required, through the support of its major shareholder for at least 12 months from the date of this report. The Group's use of the going concern basis of accounting is a key audit matter due to the relevance of this risk to the users of the financial statements, particularly around evaluating the events or conditions that may cast doubt on the Group's ability to continue as a going concern. The Directors have determined that the use of the going concern basis of accounting is appropriate in preparing the financial report. Their assessment of going concern was based on economic dependency on a major shareholder to support the business, both operationally and financially, if required for a period of at least 12 months from the date of signing this report.	**How our audit addressed the key audit matter** Our audit procedures included: — Evaluation of the directors' assessment of the Group's ability to continue as a going concern; — Testing the assumptions used in management's cash flow forecasts, including revenue assumptions from royalties and cost savings; — Assessing the Group's liquidity with reference to available debt facility arrangements and the shareholder's written commitment; — Reviewing subsequent events to determine whether additional information affected the going-concern assessment; Verifying that disclosures in Note 1 appropriately reflected the nature and extent of the entity's economic dependency.
2. Assessment of impairment of intangible assets	**Area of focus** **(refer also to notes 1, 2 & 11)** Included in the statement of financial position are the following intangible assets: — Goodwill of $1,950,991; and — Patents and Trademarks of $1,440	**How our audit addressed the key audit matter** Our audit procedures included: — Assessing the reasonableness of the determination of the one cash-generating unit;

	No impairment expense has been recognised during the financial year. In accordance with *AASB 136 – Impairment of Assets* the Group is required to, at least annually, perform an impairment assessment of goodwill and intangible assets that have an indefinite useful life or are not yet ready for use. As these assets have been allocated to the Group's one cash generating unit ("CGU") they were considered for impairment as at 30 June 2025. The directors have evaluated impairment by comparing the assets and liabilities allocated to the CGU to its recoverable amount. The directors have assessed recoverable amount by applying a value-in-use model based on discounted cash flow forecasts which require significant judgement and estimates over key inputs, including: — The discount rate; — Growth rates; — Assumptions relating to the deployment of working capital; and — Gross margin expectations. Due to the significance of the carrying value of intangible assets and the judgement involved in determining the fair value of the CGU, we consider this to be a key audit matter.	— Consulting internally to determine the appropriateness of the impairment test methodology used, being on a *value-in-use* approach in line with the business model; — Testing the accuracy of the calculation derived from the forecast model and assessing key inputs to the calculations such as revenue growth, gross margins, discount rates and working capital assumptions; — Engaging a valuation expert to assess the methodology and assumptions used by management in determining the discount rate, including the risk-free rate, beta, market risk premium, and entity-specific risk adjustments; — Evaluating the Group's budgeting procedures upon which the forecasts are based and assessing the historical accuracy by comparing actual results with the original forecasts from prior years; and — Performing sensitivity analyses over the calculations. We also ensured that these matters were completely and accurately disclosed in the financial statements.

Other information

The directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 30 June 2025 but does not include the financial report and our auditor's report thereon.

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

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

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

Responsibilities of the directors for the financial report

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

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

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

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

In preparing the financial report, the directors are responsible for assessing the ability of the Group 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 Group or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial report

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

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at:
https://www.auasb.gov.au/media/bwvjcgre/ar1_2024.pdf

This description forms part of our auditor's report.

William Buck
ACCOUNTANTS & ADVISORS

Report on the Remuneration Report

Our opinion on the Remuneration Report

In our opinion, the Remuneration Report of Anagenics Limited, for the year ended 30 June 2025, complies with section 300A of the *Corporations Act 2001*.

What was audited?

We have audited the Remuneration Report included in the directors' report for the year ended 30 June 2025.

Responsibilities

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

William Buck

William Buck Audit (Vic) Pty Ltd
ABN 59 116 151 136

N. S. Benbow
Director
Melbourne, 27 August 2025

SHAREHOLDER ANALYSIS AND OTHER STOCK EXCHANGE REQUIREMENTS

Additional information required by the ASX Limited Listing Rules and not disclosed elsewhere in this report is set out below. This information is effective as at 25 August 2025.

Holding Ranges	Holders	Total Units	% Issued Share Capital
Above 0 up to and including 1,000	85	23,740	0.01%
Above 1,000 up to and including 5,000	626	1,898,189	0.38%
Above 5,000 up to and including 10,000	269	2,173,902	0.44%
Above 10,000 up to and including	564	20,764,478	4.18%
Above 100,000	232	471,460,051	94.99%
Total	**1,776**	**496,320,360**	**100.00%**

Unmarketable Parcels of Shares
The number of holders with less-than a marketable parcel of shares is 1,470, holding a total of 18,318,232 shares, amounting to 3.69% of Issued Capital.

TWENTY LARGEST SHAREHOLDERS

Shareholders	Holding	%
HGL Limited	125,165,148	25.22%
Hancock & Gore Ltd	57,504,542	11.59%
FOS Capital Limited	35,000,000	7.05%
Hancock and Gore Limited	24,687,500	4.97%
Dennis Eck	18,951,483	3.87%
Mango Tree Management Pty Ltd	13,157,895	2.65%
P & M Maguire Super Pty Ltd <P & M Maguire S/F A/C>	12,800,000	2.58%
Vivre Investments Pty Ltd	9,000,000	1.81%
Mr Nicholas Dermott Mcdonald	9,000,000	1.81%
Mr Alexander Damien Beard & Mrs Pascale Marie Beard <Ad & Mp Beard	6,195,100	1.25%
Fordholm Consultants Pty Ltd <Diana Boehme Super Fund A/C>	6,000,000	1.21%
Direct Capital Group Pty Ltd	5,047,305	1.02%
Mr Antony Stephen Iles	4,608,729	0.93%
Cannington Corporation Pty Limited <Cannington Super Fund A/C>	4,550,000	0.92%
Mr Phillip Thuaux	4,165,952	0.84%
Mrs Aimee Kathryn Taskunas	4,000,000	0.81%
Dr Ida Constable	3,740,637	0.75%
Ubs Nominees Pty Ltd	3,663,378	0.74%
Mrs Margaret Ann Ryan & Mr Micheal Rodney Ryan	3,300,000	0.66%
Mr Alexander Beard	3,125,000	0.63%
IQ Global Asset Partners Pty Ltd <Iq S/F A/C>	3,059,794	0.62%
Total	**356,722,463**	**71.87%**
Total Issued Capital	**496,320,360**	**100.00%**

SUBSTANTIAL HOLDERS

Hancock & Gore Ltd	182,669,690	36.80%
FOS Capital Limited	35,000,000	7.05%

SHAREHOLDER ANALYSIS AND OTHER STOCK EXCHANGE REQUIREMENTS

TWENTY LARGEST LISTED OPTION HOLDERS

The Group does not hold any listed options as at 25 August 2025.

NUMBER OF HOLDERS AND VOTING RIGHTS IN EACH CLASS OF SECURITIES

Class of Security	Number of holders	Voting rights
Ordinary Shares	1,776	Yes
Unlisted Options	3	No
Performance Rights	1	No

Subject to the ASX Listing Rules, the Company's Constitution and any special rights or restrictions attached to a share, at a meeting of shareholders:

- On a show of hands, each shareholder present (in person, by proxy, attorney or representative) has one vote; and
- On a poll, each shareholder present (in person, by proxy, attorney or representative) has;
- One vote for each fully paid share they hold; and
- A fraction of a vote for each partly paid share they hold.
- Listed and/or Unlisted Options do not have voting rights.

CLASSES OF UNQUOTED SECURITIES

Class of Security	No. of Holders	Total Units
Unlisted Options	3	18,500,000
Performance Rights	1	10,000,000

HOLDING ANALYSIS UNQUOTED SECURITIES

Unlisted Options

Holding Ranges	Holders	Total Units	% Issued Share Capital
Above 0 up to and including 1,000	-	-	-
Above 1,000 up to and including 5,000	-	-	-
Above 5,000 up to and including 10,000	-	-	-
Above 10,000 up to and including 100,000	-	-	-
Above 100,000	3	18,500,000	100.00%
Total	**3**	**18,500,000**	**100.00%**

COMPANY DETAILS

The registered office of the company is:
Suite 204, Level 2
55 Clarence Street
Sydney NSW 2000

The principal place of business is:
Anagenics Pty Limited
Suite 204, Level 2
55 Clarence Street
Sydney NSW 2000

Board of Directors

Non-Executive Chairman	Mr Alexander (Sandy) Beard
Non-Executive Directors	Mr Scott Greasley
Non-Executive Directors	Mr Phillip Christopher

Company Secretary	Mr Hemant Amin

Auditors, Solicitors and Patent Attorney

Auditors	William Buck Level 20, 181 William Street Melbourne VIC, 3000
Solicitors	Thomson Geer Level 28, One Eagle – Waterfront Brisbane, 1 Eagle Street, Brisbane QLD 4000
Patent Attorney	FB Rice & Co Level 23, 44 Market Street Sydney NSW 2000

Share Registry

Automic Pty Limited
Level 5, 126 Phillip Street
Sydney NSW 2000,