



17 October 2025

Company Announcements Office
ASX Limited
Exchange Centre
Level 4, 20 Bridge Street
Sydney NSW 2000

Dear Sir/Madam

Elanor Investors Group Annual Report for Year Ended 30 June 2024

Please find attached the Elanor Investors Group (ASX: ENN) Annual Report for the year ended 30 June 2024.

Yours sincerely,

Symon Simmons
Company Secretary
Elanor Funds Management Limited

Authority and Contact Details

This announcement has been authorised for release by the Board of Directors of Elanor Funds Management Limited

For further information regarding this announcement please contact:

Symon Simmons
Company Secretary
Elanor Funds Management Limited
Phone: (02) 9239 8400



Investors Group Annual Report

For the year ended 30 June 2024

Meeting of Securityholders

The meeting of Securityholders is scheduled for 19 November 2025 at 1:30pm (Sydney time) at The Boyd Room, Level 2, Amora Hotel Jamison, 11 Jamison Street, Sydney NSW 2000.

Acknowledgement of Country

Elanor is proud to work with the communities in which we operate, to manage and improve properties on land across Australia and New Zealand.

We pay our respects to the traditional owners, their elders past, present and emerging and value their care and custodianship of these lands.

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Responsible Entity

Elanor Funds Management Limited (ABN 39 125 903 031). AFSL 398196. Elanor Investors Group comprises Elanor Investors Limited (ABN 33 169 308 187) and Elanor Investment Fund (ARSN 169 450 926).

Adelaide St, Brisbane, QLD

FY24 Results Overview

Growth in recurring funds management income and EBITDA

Recurring funds management income¹ (excl. acq. fees) \$49.4m +45% on FY23	Core earnings \$12.8m +2% on FY23 ²	Recurring funds management EBITDA \$12.5m \$1.7m for FY23
NTA³ per security \$0.32 \$1.23 for FY23	Gearing⁴ 59.7% 31.7% at 30 June 2023	Gearing excluding management rights⁵ 66.9% 32.3% at 30 June 2023

Funds Under Management

\$6.0bn



Retail

\$2.5bn



Healthcare

\$0.3bn



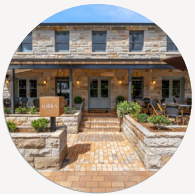
Industrial

\$0.2bn



Office

\$2.3bn



Hotels, Tourism & Leisure

\$0.6bn

1. As defined in the 30 June 2024 Financial Statements
2. Core Earnings for the prior comparative period included performance fees of \$7.1m
3. Excluding \$24.2m of management rights primarily related to the Challenger transaction. NTA is \$0.48 per security including management rights
4. Gearing is defined as total borrowings divided by total tangible assets
5. Total borrowings divided by total tangible assets less management rights

Environmental, Social and Governance (ESG)

Elanor continues to make positive and impactful environmental, social and governance contributions to its stakeholders and the communities in which it operates

ESG Strategy

During the financial year ended 30 June 2024, Elanor's ESG Management Committee continued to play a pivotal role in guiding and overseeing the implementation of impactful ESG initiatives across the business. The Committee is responsible for, and oversees, the Group's ESG strategy. Elanor has published its third annual sustainability report summarising achievements during the year and setting the direction for future sustainability endeavours across its nine material ESG topics and other focus areas.

FY24 ESG Achievements

Environmental

Given the addition of the Challenger assets to the managed portfolio, a priority this year was to establish a new baseline emission intensity, which is now 34kg CO₂e/m² (using the location-based approach and excluding purchased carbon credits) and these results are tabled in the FY24 Sustainability Report. Elanor's managed real estate assets' energy consumption increased beyond 200TJ, prompting Elanor to start reporting under the National Greenhouse and Energy Reporting Act 2007 (NGER Act) from 2024. In addition, Elanor now has four Climate Active Carbon Neutral certified buildings across its managed portfolio.



Social

In FY24, Elanor continued its tradition of philanthropy, donating over 1% of core earnings to support purpose-driven organisations, including longstanding partners The Smith Family and FSHD Global Research Foundation, as well as other registered charities.

Elanor values its people's contributions and supports their growth through a strong learning culture and a commitment to health, safety, and wellbeing. During the year, Elanor implemented a WHS system (HSI Donesafe) and launched an Employee Assistance Program (Telus Health).

Governance

Elanor has been implementing enhancements across its internal control framework to obtain a Type I control assurance report under ASIC Guidance Statement 007, focusing on investment management services (property management). Elanor's Modern Slavery Statement was also refreshed, and a tier 1 supplier review commenced.

Elanor demonstrated leadership within the real estate funds management industry by implementing an 'Investor Giving' initiative within newly established managed funds, via a tax-deductible charitable donation of 0.01% p.a., or one basis point, of the Gross Asset Value of the Fund.

Message from the Chair and Managing Director

We are pleased to present Elanor Investors Group's Annual Report, including its Financial Statements for the year ended 30 June 2024.



Ian Mackie

Tony Fehon

On behalf of the Board, we present Elanor Investors Group's Annual Report, including its Financial Statements, for the year ended 30 June 2024.

Over the years leading up to 30 June 2024 the business grew strongly, growing AUM to over \$6 billion and generating \$56 million of funds management income and Core Earnings of \$12.8 million for FY24. In the years preceding FY24, the Group had provided material capital support, through co-investments, loans and receivables, to some of its managed funds that had experienced difficult market and trading conditions. A number of initiatives were undertaken, particularly during FY23 and FY24, with a view to releasing balance sheet capital from these managed funds. Ultimately, these capital release initiatives were unsuccessful.

At a time when real estate market conditions were challenging, and property valuations, and other factors, as detailed in the going concern section of the financial statements, were at cyclical lows, the resultant impacts on managed fund asset valuations created significant financing covenant issues for some of Elanor's managed funds, and for the Group.

On 23 August 2024, the Group requested, and the ASX granted, a voluntary suspension of trading of ENN securities on the ASX to enable us to consider a range of options to stabilise the balance sheet, explore options for refinancing our debt facilities, simplify the business and seek to optimise securityholder value over the long term.

On 9 September 2024, the Board took decisive action to:

- Strengthen the balance sheet to increase capacity for growth through an orderly divestment of assets and other capital management initiatives to reduce the Group's gearing;
- Simplify the business to focus on the opportunities within core real estate sectors of retail, office, healthcare, industrial and leisure;
- Implement an orderly leadership transition; and
- Execute cost management initiatives to drive profitability in the funds management platform.

Since then, we have made significant progress implementing initiatives to deliver these objectives. We are continuing to execute the orderly asset realisation program across the Group's managed funds, while working to achieve outcomes that are in the best interests of fund investors and other stakeholders. Material and sustainable reductions in the Group's cost base have been achieved while maintaining the quality of our real estate investment management capability across all sectors of the business. We have implemented a range of enhanced processes in key investment and operational decisions that will drive better investment outcomes for our managed funds. As a result, we are achieving significant outcomes in leasing and asset management across the office, retail and healthcare sectors which have maintained strong occupancy levels in difficult market conditions, and the hotel operating performance is recovering.

Furthermore, the Board remains committed to strengthening the Group's corporate governance structure and processes consistent with Elanor's growth, strategic intent and operating activities. This includes the appointment of a new CEO and a new independent trustee and responsible entity board for our managed funds. These initiatives are well progressed.

We recently announced the expansion of our strategic alliance with long-term capital partner and securityholder Rockworth Capital Partners, whereby Rockworth will invest \$125.0 million into Elanor. The expanded strategic alliance with Rockworth, which is subject to regulatory and Elanor securityholder approval, will recapitalise the business and deliver the balance sheet flexibility to enable the Group to preserve, recover and grow securityholder value over the long term.

FY24 Results Overview

The audited FY24 Financial Statements were completed in August 2025. As a result, the Group's FY24 Results reflect the carrying value of the Group's assets (being primarily co-investments in managed funds) incorporating impacts from asset revaluations and divestments which have occurred subsequent to 30 June 2024, up until the signing date of 29 August 2025. The Group's balance sheet was impacted by assets realised to provide immediate stability, notably the co-investment in ECF which was realised in September 2024 to reduce the Group's gearing.

The Group's share of loss from equity accounted investments and impairment expenses totalled \$79.9 million during FY24 predominantly as a result of the revaluations noted above, which led to a significant reduction in Elanor's NTA per security to \$0.32 per security as at 30 June 2024 (down from \$1.23 at 30 June 2023).

For the financial year ended 30 June 2024, Elanor generated \$56.2 million in funds management income, an increase of 13.5% on FY23, reflecting increased AUM. Elanor also established new managed funds during FY24, including the 55 Elizabeth Street fund. The growth in funds management income generated a Core Earnings result of \$12.8 million for FY24.

The financial statements include a material uncertainty in relation to going concern for the Group if it is unable to execute on the Rockworth recapitalisation and balance sheet stabilisation plans.

Outlook and acknowledgements

On behalf of the Board, we thank Elanor's securityholders, capital partners and lenders for their continued support and patience during this exceptionally challenging period.

We also extend our appreciation to all of our people for their dedication, determination and sheer hard work. We also acknowledge our fellow Board members and the executive team for their commitment and leadership in navigating these challenging times.

The Rockworth transaction will enable us to recapitalise the business, refinance the balance sheet and provide a strong foundation from which to execute our targeted growth strategy. The Board remains confident that the decisive and strategic actions that Elanor is undertaking will stabilise the business, enhance the Group's governance and establish a solid foundation to preserve, recover and ultimately grow securityholder value.

With a clear pathway in place, we will continue to communicate with transparency as we navigate the period ahead with discipline, commitment and focus.

We look forward to discussing the business further at the Annual General Meeting.

Yours sincerely,



Ian Mackie
Chair

Tony Fehon
Managing Director



Tweed Mall, NSW

Financial Report

For the year ended
30 June 2024

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ELANOR INVESTORS GROUP

DIRECTORS' REPORT

The Directors of Elanor Investors Limited (Company), and the Directors of Elanor Funds Management Limited (Responsible Entity or Manager), as responsible entity of the Elanor Investment Fund, present their report together with the consolidated financial report of Elanor Investors Group (the 'Group', 'Consolidated Group', or 'Elanor') and the consolidated financial report of the Elanor Investment Fund (the 'EIF Group') for the year ended 30 June 2024.

The annual financial report of Elanor Investors Group comprises the Company and its controlled entities, including Elanor Investment Fund (Trust) and its controlled entities. The consolidated financial report of the EIF Group comprises Elanor Investment Fund and its controlled entities.

Elanor Investors Limited is a company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is Level 38, 259 George Street, Sydney NSW 2000. The Trust was registered as a managed investment scheme on 21 May 2014 and the Company was incorporated on 1 May 2014.

The units of the Trust and the shares of the Company are combined and issued as stapled securities in the Group. The Group's securities are traded on the Australian Securities Exchange (ASX: ENN). The units of the Trust and shares of the Company cannot be traded separately and can only be traded as stapled securities. Although there is no ownership interest between the Trust and the Company, the Company is deemed to be the parent entity of the Group under Australian Accounting Standards.

The Directors' report is a combined Directors' report that covers both the Company and the Trust. The financial information for the Group is taken from the consolidated financial reports and notes.

1. Directors

The following persons have held office as Directors of the Responsible Entity and Company during the year and up to the date of this report:

- Ian Mackie (appointed as Chair on 1 January 2024, appointed as Director on 25 August 2023)
- Paul Bedbrook (resigned as Chair and Director on 31 December 2023)
- Anthony (Tony) Fehon (Director, and appointed as Interim Managing Director on 9 September 2024)
- Glenn Willis (resigned as Managing Director and Chief Executive Officer on 9 September 2024)
- Nigel Ampherlaw (resigned on 23 September 2024)
- Su Kiat Lim
- Karyn Baylis
- Victor Rodriguez (appointed on 7 July 2023 and resigned on 3 September 2024)
- Kathy Ostin (appointed on 1 January 2024)

2. Principal activities

The principal activities of the Group are the management of investment funds and the investment in, and operation of, a portfolio of real estate assets and businesses.

3. Distributions

Distributions relating to the year ended 30 June 2024 comprise:

Distribution	Year Ended 30 June 2024
Interim Distribution	
Amount paid (cents per stapled security)	4.90
Payment date	29 February 2024
Final Distribution	
Amount payable (cents per stapled security)	-

The Final Distribution for 30 June 2024 is nil. The total distribution for the year ended 30 June 2024 is 4.90 cents per stapled security (2023: 9.13 cents).

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

4. Going Concern

In the financial year ending 30 June 2024, the Consolidated Group incurred a net loss before tax of \$157.8 million (loss of \$26.1 million in 2023) and an operating cash outflow of \$7.5 million (inflow of \$17.9 million in 2023). The Consolidated Group had net assets of \$204.4 million and net current asset deficiency of \$211.8 million as at balance date.

In the financial year ending 30 June 2024, the EIF Group incurred a net loss before tax of \$138.9 million (profit of \$17.2 million in 2023) and an operating cash outflow of \$5.4 million (inflow of \$0.5 million in 2023). The EIF Group had net assets of \$220.4 million and net current asset deficiency of \$128.7 million as at balance date.

As at 30 June 2024, the EIL Group has negative net assets of \$6.1 million. The EIF Group has positive net assets of \$60.2 million. A letter of support from EIF to EIL has been provided in this regard. The ability of EIF to provide this support is dependent on the factors outlined below regarding the going concern of the ENN Group.

Going Concern of ENN Group

The following information discusses events and conditions which create material uncertainty in relation the ENN Group's (which includes the EIF Group) ability to continue as a going concern. The ENN Group represents the Consolidated Group adjusted to present EHAF, EWPF, Bluewater and Stirling on an equity accounted basis.

During the financial year ended 30 June 2024, the ENN Group entered certain commercial arrangements with third parties, which created liabilities for the ENN Group. At 30 June 2024, the total liabilities in relation to the commercial arrangements was \$23.4 million which is classified as a current liability. Refer to notes 13, 22 and 32 for details on the commercial arrangements. As a result of these liabilities, as well as material asset devaluations recognised during the year, it was subsequently determined that the ENN Group had breached certain undertakings and covenants under the secured debt facility and the corporate notes during and at the end of the financial year ended 30 June 2024.

On 11 October 2024, the ENN Group notified the secured lender and the noteholders of the breaches, however no formal waivers were obtained as at 30 June 2024. As the breaches constituted an Event of Default under each facility, the secured debt lender and the noteholders had a right to immediate repayment of the secured debt facility and redemption of the corporate notes outstanding at 30 June 2024. As a result, these facilities are classified as current interest-bearing liabilities at 30 June 2024. Refer to note 12 for details on interest bearing liabilities.

On 23 August 2024, Elanor Investors Group (ASX: ENN) requested, and the ASX granted, a voluntary suspension of trading of ENN securities on the ASX to enable Elanor to consider a range of options to stabilise the ENN Group's balance sheet, explore options for refinancing its debt facilities, simplify the business and optimise securityholder value over the long term.

In this regard, the Directors of ENN Group have undertaken the following actions since 30 June 2024 to stabilise the business:

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

4. Going Concern (continued)

Asset realisation program

As announced to the ASX on 23 August 2024, the ENN Group commenced an orderly asset realisation program to seek to release the ENN Group's balance sheet co-investment capital and repay debt, while working towards achieving outcomes which in management's view achieved the best outcomes for the fund investors, ENN securityholders and other stakeholders.

On 13 September 2024, the ENN Group completed the divestment of its 12.6% interest in the Elanor Commercial Property Fund ("ECF") via an off-market sale for \$23.9 million. Proceeds from the sale were used to reduce the ENN Group's senior secured fully revolving debt facility by \$15.0 million as required by the lender, repay \$5.0 million of commercial arrangements and provide for working capital requirements.

Subsequently, the ENN Group continued to execute its stated asset realisation program to repay debt. This included the divestment of the wholly owned Cougal Street property, and the divestment of assets within certain managed funds. See the Events occurring after reporting date section for further details of these divestments. The proceeds of the divestments were used to repay the financing facilities in these funds and amounts owing to creditors, with the residual to be returned to investors, including the ENN Group. ENN Group is expected to receive approximately \$12.2 million from these divestments which will be used to repay principal and interest on its secured debt facility.

Senior facility refinancing

On 11 October 2024, the ENN Group announced that it had accepted credit approved terms from Keyview Financial Group ("Keyview") for a new secured term debt facility to refinance the existing \$75.0 million secured debt facility.

The Keyview debt facility was executed by the ENN Group on 31 October 2024, securing a \$70.0 million initial tranche and two further tranches totalling \$15.0 million over an 18-month term, with a 12-month extension option, which allowed ENN group to fully repay the previous secured facility. The cash interest rate on the initial tranche is 10% p.a. plus a further 5% p.a. which is capitalised, with an additional 5% p.a. payable in cash under certain circumstances. The facility has a minimum interest amount payable of \$14.0 million over the term. Drawdowns under the \$15.0 million tranche incur interest of between 15-25% p.a. capitalised, and an additional 5% p.a. under certain circumstances paid in cash. A 55% gearing ratio is applicable only if the extension option is exercised. The facility was negotiated with scheduled repayments of \$23.0 million by 31 March 2025 and \$42.5 million by 30 June 2025.

As a result of cross defaults relating to breaches of the interest cover ratio of the EWPF facility and repayment requirements under a deed of forbearance with the lender to Bluewater Square, as well as missed March and June repayment milestones by ENN Group on the senior debt facility, the ENN Group defaulted on the Keyview facility.

On 26 August 2025, Elanor entered into an extension arrangement with Keyview whereby Keyview acknowledged ENN Group's recapitalisation plan, reserved its rights in respect of the defaults and agreed, subject to a number of conditions, that it would not seek to enforce those rights until the earlier of 14 November 2025, the date any condition is breached, and the date any subsequent event of default occurs. The conditions applied include monthly minimum and recurring cash covenants, curing of cross defaults in certain managed funds by 30 September 2025 and achieving milestones in relation to the recapitalisation plan.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

4. Going Concern (continued)

Amendments to the Corporate Notes Terms

On 19 December 2024, the Note Trustee of ENN Group's \$40.0 million Corporate Notes ("Notes") held a meeting of Noteholders, where Noteholders voted to reserve their rights in respect of certain covenant breaches and implement a standstill for 90 days, to 19 March 2025.

On 4 April 2025, ENN Group announced that a special Resolution of the Notes had been passed which waived the covenant breaches and restructured the Notes to extend the maturity of all Notes to 30 April 2026, increase the coupon, vary the gearing ratio financial covenant and facilitate early redemption.

On 18 August 2025, the Noteholders voted in favour of a special resolution to amend the conditions of the Notes, such that requirement to comply with the financial covenant in relation to the gearing ratio at 30 June 2025 was waived.

Realisation of deferred management fees and loans to managed funds

EHAF's secured financing facilities mature on 30 September 2025. Management have been communicating with EHAF's lenders and have secured a credit approved offer to refinance and extend the total outstanding borrowings under a single facility until 31 May 2026. Acceptance of this offer is subject to management's usual internal approval processes. This allows for further progress on the EHAF divestment program prior to securing a longer term facility for the remaining core portfolio of assets. The EHAF Board has approved the retention of a portfolio of eight assets with a target leverage in EHAF of less than 30%.

A proportion of the proceeds of future sales in EHAF are required to repay the secured facility, with the remainder to be retained as working capital by EHAF or used to repay deferred management fees to the ENN Group subject to certain conditions being met as noted in the term sheet. The credit approved terms include covenants with respect to asset realisation timeframes through to March 2026 and gearing and interest cover requirements. Failure to meet these covenants would result in an event of default which could impact ENN Group's ability to continue to collect management fees from EHAF.

Bluewater Square Syndicate ("Bluewater") entered into a Deed of Forbearance ('Deed') on 20 December 2023 (amended 6 December 2024 and 14 May 2025) with its financier which prescribed a timeline for the disposal of the Bluewater asset, including offering the asset for sale by 28 February 2025, exchanging contracts by 30 June 2025 with sale to be completed by and debt repaid by 31 July 2025.

Management have been in regular correspondence with the financier since this time. A put and call agreement was signed in December 2024 for the sale of Bluewater Square. The call option was exercised and the sales contract was exchanged on 25 August 2025, with settlement expected to occur in September 2025. Upon settlement, control of the property will transfer to the purchaser for a total sales price of \$32.0 million (and selling costs of \$0.9 million) with \$29.1 million of the proceeds to be received at settlement. The remaining \$2.9 million is recoverable under a vendor financing arrangement in which Bluewater Square Syndicate will provide an interest free loan to the purchaser (subject to guarantees by the purchaser) to be repaid 12 months after settlement. Proceeds will be used to repay the fund's lenders, including \$8.8 million of the loan repayable to the ENN Group. Keyview has identified the non-compliance under Bluewater Square Syndicate's finance facility as a cross default and requires cure or waiver of the cross default by 30 September 2025. Any amounts payable to the ENN Group by Bluewater are subordinated to the fund's financier. These factors both contribute to the going concern material uncertainty for the ENN Group.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

4. Going Concern (continued)

Based on the factors outlined above, it is management's intention to wind up the fund following the realisation of its assets and settlement of all liabilities.

Under the EWPF facility agreement the fund is required to meet a 1.75x interest cover test. At 31 March 2025 EWPF breached this covenant. On 30 July 2025 the Fund issued the 30 June 2025 compliance certificate demonstrating compliance with the interest cover covenant at that date. Keyview identified the 31 March 2025 covenant breach as a cross default on the Senior Debt Facility and required the waiver of the default by 30 September 2025. Management received the waiver from the EWPF lender on 28 August 2025.

Stirling Street in Western Australia, from the Stirling Street Syndicate, exchanged in July 2025 and settled in August 2025 at a gross sale price of \$27.5 million. The proceeds from divestment of the property have been used to repay \$19.8 million in borrowing and the remaining capital will be returned to creditors and investors. ENN Group is expected to receive \$3.3 million from the sale from payment of receivables and return of capital. ENN Group is required to apply the receipt of these proceeds towards the reduction of the Keyview facility by 30 September 2025.

Based on the factors outlined above, it is management's intention to wind up the fund following the realisation of its assets and settlement of all liabilities.

Exit of Challenger Mandate

In July 2025, ENN Group and Challenger entered into a mutual agreement to unwind the strategic partnership and related investment management arrangements that were announced in July 2023.

As part of a transition of arrangements, Elanor will continue to manage the Challenger real estate portfolio until 15 October 2025 and support the transition of the portfolio to a new manager.

Subject to obtaining all required regulatory and Elanor securityholder approvals, Challenger and Elanor will cancel the 20.3 million ENN securities held by a subsidiary of Challenger. Refer to note 21 for further details.

The distribution agreement between Fidante and Elanor will be terminated. The retail and hotel assets jointly owned by ADIC and Challenger will continue to be managed by Elanor.

Strategic alliance with Rockworth

On 28 July 2025, the Group entered into binding terms to expand its strategic alliance with Rockworth Capital Partners ("Rockworth"), whereby Rockworth will invest up to \$125.0 million into ENN Group to recapitalise the business, stabilise the balance sheet and reduce gearing.

The Rockworth Investment will provide the following:

- \$70.0 million senior secured debt facility with a term of 2 years with a 1 year extension option and an interest rate of 7% p.a. and a gearing ratio covenant of 45%;
- \$55.0 million perpetual, subordinated, unsecured capital notes in Elanor Investors Limited with a 9% p.a. coupon for the first 3 years and 11% p.a. thereafter with payment at ENN's discretion; and
- 30.0 million unlisted warrants to acquire ENN securities at an exercise price of \$0.01 per warrant ("Penny Warrants").

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

4. Going Concern (continued)

The proceeds of the Rockworth Investment will be used to:

- Repay the existing Keyview senior facility, in full;
- Redeem the existing \$40 million of Elanor Corporate Notes, in full;
- Repay a substantial portion the outstanding commercial arrangements; and
- Provide for additional working capital.

Interest on the secured facility and distributions on the perpetual notes (which are at ENN's discretion) are payable quarterly in arrears. No distributions to other securityholders are permitted until the accumulated distributions on the perpetual notes are repaid in full. An establishment fee of \$1.25 million is payable on the secured facility. The secured facility is subject to a make whole in the event the facility is repaid prior to the maturity date at a rate of 3% p.a. on any prepaid amounts. The Rockworth senior debt facility provides ENN with the ability to redraw any amounts repaid up to \$10 million.

The number of perpetual capital notes to be issued is dependent on the progress of the asset realisation program and the remaining balance of the outstanding amount on the Keyview facility at the date of settlement. The total value of the perpetual notes is capped at \$55 million.

As a key element of the expanded Rockworth strategic alliance, ENN Group will acquire 100% of Firmus Capital Pte. Ltd., a Singapore based real estate investment manager with approximately S\$658 million of assets under management ("AUM") as at 31 December 2024 across the retail and office sectors ("Firmus Acquisition"). Firmus is 70% owned by Rockworth and 30% by Firmus CEO (and current Elanor director), Su Kiat Lim.

The Firmus Acquisition will be based on an enterprise value of 7.0x underlying pro-forma Firmus' FY25 EBITDA (excluding transactional earnings and based on an agreed 'maintainable earnings' approach), plus agreed net tangible assets, with the consideration to be paid through the issue of ENN securities, which will be valued on the same basis. These values are currently subject to a due diligence process. The transaction terms contain a requirement for ENN Group to compensate the Firmus vendors for any reduction in the ENN Group's agreed NTA subsequent to completion of the Firmus Acquisition in relation to loss of the ECF mandate or payments to Keyview above the make whole amount.

The Rockworth Investment and the Firmus Acquisition are subject to regulatory approval, and approval by ENN securityholders at an Extraordinary General Meeting ("EGM"). The ENN Group is preparing a Notice of Meeting and Explanatory Memorandum, including an Independent Expert Report, which is expected to be dispatched to ENN securityholders in late September 2025 (subject to regulatory review). The EGM is expected to be held in November 2025.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

4. Going Concern (continued)

Material uncertainty over ability to continue as a going concern

The ability of the ENN Group and EIF Group to continue as a going concern remains dependent on a number of factors including:

- regulatory and ENN securityholder approvals to enable execution of the Rockworth Investment prior to the sunset date of 30 November 2025, at which time the binding terms will automatically terminate unless otherwise agreed by the parties;
- satisfaction of customary conditions precedent to draw down of the Rockworth Investment in order to repay the senior secured facility, the corporate notes and the commercial arrangements;
- ENN Group and Rockworth reaching agreement on the terms of the long form documentation of the transaction agreements, including there being no material adverse change to the ENN Group's assets, financial position or prospects prior to execution;
- Keyview not exercising their rights in respect of the historical or any future defaults on the senior debt facility;
- lenders to managed funds not exercising their rights in respect of any historical or future defaults, which would constitute a cross default under the Keyview facility;
- the corporate noteholders not exercising their rights in the event of any breach of any condition, subsequent to the waiver issued in relation to the 30 June 2025 compliance requirements;
- counterparties under the commercial arrangements not exercising their rights relating to those arrangements, unless otherwise renegotiated;
- the completion of the orderly asset divestment programs within EHAF, and Bluewater Square, in compliance with debt repayment plans agreed with the relevant lenders to those funds, with sales proceeds sufficient to provide required capital returns to fund investors, including the ENN Group, and to repay loans and trade receivables due to the ENN Group; and
- the ability of the ENN Group to retain management of funds and mandates and to take necessary steps to achieve sufficient profitability and ensure adequacy of working capital going forward.

As a result of the above events and conditions, there is a material uncertainty which may cast significant doubt as to whether the ENN Group and EIF Group will be able to pay its debts as and when they become due and payable and therefore continue as a going concern.

Should the ENN Group and EIF Group be unable to continue as a going concern, it may be required to realise its assets and extinguish its liabilities other than in the ordinary course of business, and at amounts that differ from those stated in the financial statements.

These consolidated financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts or the amounts or classification of liabilities and appropriate disclosures that may be necessary should the ENN Group and EIF Group be unable to continue as a going concern.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

5. Operating and financial review

OVERVIEW AND STRATEGY

Elanor is a funds management group with an investment focus on acquiring and managing real estate assets to generate returns for investors. Elanor's key real estate investment sectors of focus include the commercial office, retail, healthcare, leisure, and industrial sectors.

Strategic Review and Recapitalisation

On 23 August 2024, Elanor Investors Group (ASX: ENN) requested, and the ASX granted, a voluntary suspension of trading of ENN securities on the ASX to enable Elanor to consider a range of options to stabilise the ENN Group's balance sheet, explore options for refinancing its debt facilities, simplify the business and optimise securityholder value over the long term.

The Group's strategic focus is to:

- Strengthen the balance sheet to increase capacity for growth through an orderly divestment of assets and other capital management initiatives to reduce the ENN Group's gearing.
- Simplify the business to focus on the opportunities within core real estate sectors of retail, office, healthcare, industrial and leisure.
- Execute cost management initiatives to drive profitability in the funds management platform.

These strategic actions were implemented to create a capital light, scalable and focused funds management business that is well placed to deliver value to securityholders.

On 28 July 2025, the Group entered into binding terms to expand its strategic alliance with Rockworth Capital Partners. ("Rockworth"), whereby Rockworth will invest up to \$125.0 million into ENN Group to recapitalise the business, stabilise the balance sheet and reduce gearing.

The expanded strategic alliance with Rockworth is expected to provide the balance sheet flexibility to enable Elanor to execute a growth strategy from a stabilised AUM base of approximately \$3.3 billion (following completion of the Firmus Acquisition and cessation of the Challenger mandate), while enabling Elanor to continue to actively manage the real estate assets of its capital partners.

The strategic alliance will be the catalyst to deliver on a Pan Asian growth strategy that retains a focus on the Group's core business sectors of office and retail while building on Asian-based, capital led, growth opportunities in logistics, healthcare and leisure in select markets across the region.

It will position Elanor to capitalise on future funds management opportunities and will enhance the Group's capital raising capabilities. In time, Elanor will also explore a new brand for the business that closely aligns with the redefined business strategy.

The Board has commenced a search for a new CEO, as the Group has further advanced the execution of its stabilisation strategy.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

5. Operating and financial review (continued)

OVERVIEW AND STRATEGY (continued)

Challenger Real Estate Funds Management transaction

In July 2023, Elanor completed the acquisition of the right to manage the Challenger Limited's (Challenger) Australian real estate funds management portfolio for consideration of \$39.6 million. The transaction increased assets under management by \$3.0 billion with the addition of two institutional real estate mandates in Challenger Life Company and the Abu Dhabi Investment Council (ADIC).

The transaction was completed on 7 July 2023, with Elanor issuing 24.8 million ENN securities as consideration, representing 16.6% of securities on issue at that time. 4.5 million of the new ENN securities were transferred to ADIC, resulting in Challenger's and ADIC's holding in Elanor representing approximately 13.6% and 3.0% of securities on issue, respectively. Elanor also granted ADIC options to acquire up to 7.5 million additional ENN securities at exercise prices of between \$2.25 to \$2.75 per security, with vesting milestones linked to ADIC committing a further \$0.5 billion in AUM.

As noted in the Going Concern section above, in July 2025, Elanor and Challenger entered into a mutual agreement to unwind these investment management arrangements, subject to obtaining all required regulatory and Elanor securityholder approvals, Challenger and Elanor will cancel the 20.3 million ENN securities held by a subsidiary of Challenger. The distribution agreement between Fidante and Elanor will be terminated. The retail and hotel assets jointly owned by ADIC and Challenger are expected to continue to be managed by Elanor. Refer to note 21 for further details.

Funds Management Initiatives

The Group has completed the following funds management initiatives during the year ended 30 June 2024:

Acquisitions:

- the acquisition of 55 Elizabeth Street, Brisbane in December 2023 for \$172.0 million into a new Elanor managed fund following a \$109.0 million, oversubscribed, capital raising. 55 Elizabeth Street is a fully leased, prime grade, carbon neutral Brisbane CBD commercial office building leased to the Commonwealth Government. The ENN Group will earn investment management fees from this fund in line with the fund's information memorandum;
- the establishment of a joint venture with ICON Developments (wholly owned subsidiary of Japanese Developer, Kajima Corporation) to develop a targeted \$250.0 million prime Australian logistics portfolio. On 5 June 2024, the joint venture exchanged contracts to acquire a strategic logistics site located at 1 Broadfield Road, Broadmeadows VIC. The settlement was completed on 17 July 2024. This is the first acquisition of the established joint venture with ICON Developments. The ENN Group will earn investment management fees and development fees from this fund in line with the fund's information memorandum; and
- the acquisition by EHAF of Leura Gardens Resort in the Blue Mountains, NSW for a gross price of \$20.0 million by EHAF in July 2023, and its subsequent exchange in June 2024 for \$25.0 million with settlement completed on 19 August 2024.

Divestments:

- in May 2024, investors in the Elanor Property Income Fund (EPIF) approved the orderly realisation of its four assets and return of capital to investors and a winding up of the fund. All assets in EPIF were divested during the year ended 30 June 2025. ENN Group has received to date a capital return of \$6.1 million with a remaining \$0.4 million expected after the warranty period; and
- the sale of Elanor's 25% interest in 1834 Hospitality Pty Ltd in June 2024 for \$4.0 million.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

5. Operating and financial review (continued)

MANAGED FUNDS AND INVESTMENT PORTFOLIO

The following tables show the Group's Managed Funds and its investment portfolios at 30 June 2024:

Managed Funds

Funds	Location ²	Type	Gross Asset Value 30 June 2024 \$'m
Commercial Office			
Elanor Commercial Property Fund (ASX: ECF)	QLD (5), SA (1), WA (1), ACT (1)	Commercial office buildings	456.5
Harris Street Fund	Sydney, NSW	Commercial office building	142.5
Burke Street Fund	Woolloongabba, QLD	Commercial office building	84.2
Stirling Street Syndicate	Perth, WA	Commercial office building	34.9
Healthcare Real Estate			
Elanor Healthcare Real Estate Fund	QLD (4), WA (2)	Commercial healthcare properties	269.2
Retail Real Estate			
Elanor Property Income Fund	NSW (1), QLD (2), TAS (1)	Sub-regional and neighbourhood shopping centres	101.9
Waverley Gardens Fund	Mulgrave, VIC	Sub-regional shopping centre	205.3
Clifford Gardens Fund	Toowoomba, QLD	Neighbourhood shopping centre	168.6
Warrawong Plaza Fund	Warrawong, NSW	Sub-regional shopping centre	188.2
Fairfield Centre Syndicate	Fairfield, NSW	Neighbourhood shopping centre	112.4
Riverside Plaza Syndicate	Queanbeyan, NSW	Neighbourhood shopping centre	106.9
Belconnen Markets Syndicate	Canberra, ACT	Specialty retail	89.7
Hunters Plaza Syndicate	Auckland, NZ	Sub-regional shopping centre	51.0
Bluewater Square Syndicate	Redcliffe, QLD	Neighbourhood shopping centre	36.7
Riverton Forum Fund	Riverton, WA	Sub-regional shopping centre	112.0
Tweed Mall Syndicate	Tweed Heads, NSW	Sub-regional shopping centre	90.8
Hotels, Tourism and Leisure			
Elanor Hotel and Accommodation Fund	NSW (9), SA (4), ACT (3), VIC (2), TAS (1), WA (1)	Luxury and regional accommodation hotels	487.9
Elanor Wildlife Park Fund	NSW (3)	Leisure parks	67.9
Additions since 30 June 2023			
Elizabeth Street Fund	Brisbane, QLD	Commercial office building	179.2
Challenger Retail portfolio	NSW (3), SA (2), TAS (1), WA (1), NT (1), France (1)	Sub-regional and neighbourhood shopping centres	692.1
Challenger Commercial portfolio	NSW (1), VIC (2), QLD (1), TAS (1), ACT (5)	Commercial office buildings	1,410.5
Challenger Industrial portfolio	NSW (1), NT (2)	Industrial and logistics assets	233.9
ADIC Retail portfolio	NSW (1), QLD (1)	Sub-regional and neighbourhood shopping centres	555.8
ADIC Hotel portfolio	QLD (1)	Luxury and regional accommodation hotel	81.9
Total Managed Funds¹			5,960.0

Note 1: The assets under management of \$6.0 billion represent the gross asset value of the Group's Managed Funds as at 30 June 2024, including those funds that have been consolidated in the Group's financial statements. As at 30 June 2024, Elanor Hotel and Accommodation Fund (EHAF), Elanor Wildlife Park Fund (EWPF), Stirling Street Syndicate (Stirling) and the Bluewater Square Syndicate (Bluewater) have been consolidated in the Group's financial statements.

Note 2: The numbers included in brackets under the 'Location' column represent the number of assets within each state or country for the Group's multi-asset funds.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

5. Operating and financial review (continued)

MANAGED FUNDS AND INVESTMENT PORTFOLIO (continued)

Investment Portfolio

Asset	Location	Type	Note	Carrying Value \$'m
1834 Hospitality	Adelaide, SA	Hotel management	2	4.0
Cougal Street	Southport, QLD	Commercial office building		1.8
Disposals since 30 June 2023				
1834 Hospitality	Adelaide, SA	Hotel management	2	(4.0)
Managed Fund Co-Investments				
Elanor Hotel and Accommodation Fund	NSW (9), SA (4), ACT (3), VIC (2), TAS (1), WA (1)	Luxury and regional accommodation hotels	1,3	57.4
Elanor Commercial Property Fund (ASX: ECF)	QLD (5), SA (1), WA (1), ACT (1)	Commercial office buildings	2,4	23.9
Elanor Property Income Fund	NSW (1), QLD (2), TAS (1)	Sub-regional and neighbourhood shopping centres	2	6.5
Waverley Gardens Fund	Mulgrave, VIC	Sub-regional shopping centre	2	5.2
Bluewater Square Syndicate	Redcliffe, QLD	Neighbourhood shopping centre	3	–
Elanor Wildlife Park Fund	NSW (3)	Leisure parks	1,3	14.6
Hunters Plaza Syndicate	Auckland, NZ	Sub-regional shopping centre	2	1.4
Belconnen Markets Syndicate	Canberra, ACT	Shopping centre	2	0.2
Stirling Street Syndicate	Perth, WA	Commercial office building	3	6.4
Harris Street Fund	Sydney, NSW	Commercial office building	2	2.0
Elanor Healthcare Real Estate Fund	QLD (4), WA (2)	Commercial healthcare properties	2	5.6
Riverton Forum Fund	Riverton, WA	Sub-regional shopping centre	2	9.0
Additions since 30 June 2023				
Elizabeth Street Fund	Brisbane, QLD	Commercial office building	2	1.9
Harris Street Fund	Sydney, NSW	Commercial office building	2	2.7
Disposals since 30 June 2023⁵				
Riverton Forum Fund	Riverton, WA	Sub-regional shopping centre	2	(8.6)
Elanor Hotel and Accommodation Fund	NSW (9), SA (4), ACT (3), VIC (2), TAS (1), WA (1)	Luxury and regional accommodation hotels	3	(7.4)
Total Investment Portfolio				122.6

Note 1: All owner-occupied properties in the Hotel, Tourism and Leisure business are held for use by the Group for the supply of services and are classified as property, plant and equipment and measured at fair value in the financial statements.

Note 2: Managed Fund co-investments are associates and accounted for using the equity method.

Note 3: The co-investments in EHAF, EWPF, Stirling and the Bluewater have been consolidated in the financial statements. The amount shown assumes that the investments were accounted for using the equity method.

Note 4: Elanor completed the sale of its \$23.9 million co-investment in ECF on 13 September 2024.

Note 5: This reflects disposals between 1 July 2023 and 30 June 2024.

Note 6: The 30 June 2024 values reflect the outcome of transactions occurring after balance date, as these transactions provide additional evidence to inform fair value and net realisable value at 30 June 2024.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

5. Operating and financial review (continued)

MANAGED FUNDS AND INVESTMENT PORTFOLIO (continued)

Update on the Group's Managed Funds

The Group is continuing to focus on funds management initiatives across the real estate sectors of retail, office, healthcare, industrial and leisure.

Commercial Office

During the 2024 financial year, ECF achieved its distribution guidance for the year, reflecting the strength of the Fund's high investment quality commercial office properties and tenants, and the Fund's prudent capital management and interest rate hedging. Notwithstanding challenging office market conditions nationally, ECF's portfolio maintained high occupancy, well above industry occupancy levels, achieved strong like for like income growth and continued to deliver successful leasing outcomes over some of its major lease expiries. Continued softening capitalisation and discount rates have negatively impacted capital values, however this has been partially offset by positive upward movements in market rents, particularly in the Brisbane and Perth markets.

The value of the Group's commercial managed fund asset portfolio increased by \$1,526.2 million during the financial year to \$2,275.9 million as at 30 June 2024. The increase reflected the acquisition of the Challenger and ADIC Commercial portfolios (\$1,410.5 million), and the acquisition of 55 Elizabeth Street, a prime grade commercial office building in the Brisbane CBD. This growth was offset by the decompression in the weighted average portfolio capitalisation rate. On a like-for-like basis, for assets that have been held throughout the year, valuations decreased by \$56.4 million, or 8%.

The total assets under management for commercial office was \$2,307.8 million as at 30 June 2024.

Healthcare Real Estate

The Elanor Healthcare Real Estate Fund (EHREF) continues to perform well. Investor demand for high quality healthcare real estate remained strong given the defensive characteristics and secure income of the sector, with the Fund securing a new \$60.0 million equity investment from an Asia-based institutional investor. The Fund is now majority-owned by two Asia-based institutional real estate investors, with a strategy to grow the Fund's portfolio of core healthcare real estate assets.

The value of the healthcare real estate asset portfolio decreased by \$29.5 million during the 2024 financial year to \$262.4 million as at 30 June 2024, reflecting decompression in the weighted average portfolio capitalisation rate.

The total assets under management for healthcare real estate was \$269.2 million as at 30 June 2024.

Retail and Mixed-Use Real Estate

The Group's retail and mixed-use real estate managed funds continue to focus on investments in non-discretionary focused neighbourhood and sub-regional shopping centre assets. The retail portfolio experienced continued growth in customer visitation and trading activity over the period.

The retail real estate portfolio increased in value \$1,181.1 million during the 2024 financial year to \$2,476.3 million at 30 June 2024, including the addition of Challenger and ADIC retail portfolios (\$1,247.9 million). On a like-for-like basis for assets that have been held throughout the year and adjusted for sale result, the valuations decreased by \$66.8 million, or 5%. The decrease in portfolio value is partially offset by an uplift from the development project at Warrawong Plaza.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

5. Operating and financial review (continued)

MANAGED FUNDS AND INVESTMENT PORTFOLIO (continued)

On 8 May 2024, EPIF securityholders approved the orderly realisation of assets of the Fund and return of capital to Fund investors. At 30 June 2024 Elanor holds a 35.4% interest in EPIF. All assets in EPIF have now been sold with the final asset in the portfolio, Gladstone Square, settled in June 2025. As at 30 June 2024, the Asset Under the Management of EPIF was \$ 101.9 million.

Total retail real estate assets under management was \$2,511.4 million as at 30 June 2024.

Industrial and Logistics

The Group's Industrial and Logistics division that was established during 2024 is focused on last mile 'develop to core' investment opportunities to capitalise on the strong tailwinds that are continuing to drive the sector.

On 5 June 2024, Elanor exchanged contracts to acquire its first development site under the newly established joint venture with ICON Developments (a wholly owned subsidiary of Japanese Developer, Kajima Corporation). The 4.4 ha site is located in Broadmeadows VIC and upon practical completion, the project will deliver 28,000 m² of industrial floorspace with an on-completion value of approximately \$90.0 million. The settlement was completed on 17 July 2024. The industrial and logistics portfolio was valued at \$233.9 million as at 30 June 2024 including assets added to funds under management as a result of Challenger transaction.

Hotels, Tourism and Leisure

The hotel accommodation sector experienced challenging market conditions during the period. Hotel occupancy across the sector, particularly in regional markets, has been impacted by a decline in traveller confidence following consecutive interest rate rises, cost of living pressures, and the normalisation of visitation levels following impacts of COVID-19 lockdowns. Operating costs across the portfolio continue to be reviewed in response to current trading conditions in order to maximise profitability.

The value of the hotels, tourism and leisure portfolio increased by \$106.5 million during the 2024 financial year to \$561.7 million at 30 June 2024, driven by the acquisitions of Leura Gardens and Panorama Retreat & Resort by EHAF and the addition of the ADIC hotel portfolio (\$81.9 million) offset by a valuation decrease of \$79.7 million of the EHAF portfolio.

The total value of hotels classified as held for sale in the financial report at 30 June 2024 is \$151.9 million. Sale activity to date includes;

- the sale of ibis Styles Albany in Albany (completed in July 2024 for net sale price of \$4.2 million);
- the sale of Leura Gardens (completed in August 2024 for a net sale price of \$24.6 million);
- the sale of ibis Styles Port Macquarie (completed in December 2024 for a net sale price of \$14.6 million);
- the sale of Mantra Pavilion Wagga Wagga (completed in February 2025 for a net sale price of \$8.4 million);
- the sale of ibis Styles Tall Trees, Canberra (completed in May 2025 for a net sale price of \$11.3 million); and
- the sale of Mayfair Hotel, Adelaide (completed in August 2025 for a net sale price of \$72.9 million).

During the 2024 financial year, Elanor also divested its 25% interest in 1834 Hospitality Pty Ltd in June 2024 for \$4.0 million.

Total assets under management for hotels, tourism and leisure was \$569.8 million as at 30 June 2024.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

5. Operating and financial review (continued)

MANAGED FUNDS AND INVESTMENT PORTFOLIO (continued)

Elanor Wildlife Park Fund

Featherdale Wildlife Park earnings recovered strongly over the 2024 financial year as global travel rebounded, leading to increased international visitation into Sydney, particularly from China. Earnings from Mogo Wildlife Park and Hunter Valley Wildlife Park continue to normalise following COVID-19 related peaks, when they were beneficiaries of restrictions on interstate and outbound overseas travel.

At 30 June 2024, the total Wildlife Parks portfolio was independently valued at \$63.1 million, an increase of \$1.7 million compared to 30 June 2023.

Total assets under management for the Wildlife Parks was \$67.9 million as at 30 June 2024.

REVIEW OF FINANCIAL AND OPERATING RESULT

Statutory results

The Consolidated Group recorded a net statutory loss after tax of \$157.8 million for the year ended 30 June 2024 (30 June 2023: \$30.7 million loss).

At balance date, Elanor held a 32.46% (30 June 2023: 30.60%) interest in the Elanor Hotel Accommodation Fund (EHAF), a 42.82% (30 June 2023: 42.82%) interest in Elanor Wildlife Park Fund (EWPF), a 42.27% (30 June 2023: 42.27%) interest in the Bluewater Square Syndicate (Bluewater) and 42.98% (30 June 2023: 42.98%) in Stirling Street Syndicate (Stirling). For accounting purposes, Elanor is deemed to have a controlling interest in EHAF, EWPF, Bluewater and Stirling given its level of ownership and role as manager of the funds. This requires that the financial results and financial position of EHAF, EWPF, Bluewater and Stirling are consolidated into the financial statements of the Group.

All other managed fund co-investments are accounted for using the equity method in the Group's consolidated financial statements.

Revenue from operating activities for the Consolidated Group for the year ended 30 June 2024 was \$142.1 million (30 June 2023: \$139.1 million), including growth in the Group's recurring funds management fees as a result of the Challenger transaction offset by a decrease in hotel operations revenue.

The Consolidated Group's balance sheet as at year end reflects net assets of \$204.4 million (30 June 2023: \$352.3 million) and cash on hand of \$17.6 million (30 June 2023: \$25.3 million).

A summary of the Consolidated Group and EIF Group's statutory results for the year is set out below:

	Consolidated Group 30 June 2024	Consolidated Group 30 June 2023	EIF Group 30 June 2024	EIF Group 30 June 2023
Summary Financial Results				
Net loss after tax (\$'000)	(157,840)	(30,674)	(138,908)	17,245
Net loss attributable to ENN security holders (\$'000)	(128,671)	(19,707)	(88,597)	(2,730)
Statutory loss per stapled security (cents)	(85.44)	(15.88)		
Statutory loss per weighted average stapled security (cents)	(74.99)	(16.35)		
Net tangible assets (\$ per stapled security)	1.34	2.83	1.45	2.69
Gearing (net debt / total assets less cash) (%)	60.4	47.1	56.8	45.3

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

5. Operating and financial review (continued)

REVIEW OF FINANCIAL AND OPERATING RESULT (continued)

Adjusted Statement of Profit and Loss

The table following provides a reconciliation from the Group's statutory net loss after tax to the adjusted net loss after tax, presented on the basis that EHAF, EWPF, Bluewater and Stirling are equity accounted, rather than consolidated in accordance with Accounting Standards. Elanor considers that presenting the operating performance of the Group on this adjusted basis gives the most appropriate representation of the Group which is consistent with the management and reporting of the Group and to provide a comparable basis for the presentation of prior period results. The results provided on this basis are presented as the 'ENN Group'.

	ENN Group 30 June 2024 \$'000	ENN Group 30 June 2023 \$'000
Statutory Net Loss After Tax	(157,840)	(30,674)
Adjustment to remove the impact of the consolidated statutory results of EHAF, EWPF, Stirling and Bluewater	75,278	17,028
Adjustment to include the impact of recognising the investments in EHAF, EWPF, Stirling and Bluewater using the equity method	(26,252)	(5,631)
Adjusted Net Loss After Tax	(108,814)	(19,277)

Set out below is a build up by component of the adjusted net loss after tax.

	ENN Group 30 June 2024 \$'000	ENN Group 30 June 2023 \$'000
Funds management income ¹	48,509	49,481
Share of loss from equity accounted investments	(44,329)	(13,025)
Revenue from investment portfolio	1,125	309
Impairment expense	(35,595)	(2,830)
Operating expenses	(48,458)	(42,629)
EBITDA	(78,748)	(8,694)
Depreciation and amortisation	(7,827)	(4,442)
EBIT	(86,575)	(13,136)
Revaluation on investment properties, PPE and financial assets	(4,160)	(936)
Gain on sale of investments	1,184	1,150
Interest income	1,385	847
Borrowing costs	(14,664)	(7,641)
Net loss before income tax expense	(102,830)	(19,716)
Income tax (expense)/benefit	(5,984)	439
Adjusted net loss after income tax	(108,814)	(19,277)

¹ Funds management income includes \$54.9 million, offset by \$4.8 million of non-cash payments to customers.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

5. Operating and financial review (continued)

REVIEW OF FINANCIAL AND OPERATING RESULT (continued)

Core Earnings

Core Earnings represents an estimate of the underlying cash earnings of the Group. Core Earnings is used by the Board to make strategic decisions and as a guide to assessing appropriate distribution declarations.

A summary of the Group Core Earnings' results for the year is set out below:

	ENN Group 30 June 2024	ENN Group 30 June 2023
Summary Financial Results		
Net loss after tax (\$'000)	(157,840)	(30,674)
Adjusted net loss after tax (\$'000) ¹	(108,814)	(19,277)
Core Earnings (\$'000)	12,828	12,529
Distributions paid / payable to Security holders (\$'000)	7,445	11,276
Core earnings per stapled security (cents)	8.55	10.15
Core earnings per weighted average stapled security (cents)	8.33	10.40
Distributions (cents per stapled security / unit)	4.90	9.13
Net tangible assets (\$ per stapled security) ¹	0.32	1.23
Gearing (net debt / total assets less cash) (%) ¹	66.9	31.7

¹EHAF, EWPF, Stirling and Bluewater equity accounted

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

5. Operating and financial review (continued)

REVIEW OF FINANCIAL AND OPERATING RESULT (continued)

The table below provides a reconciliation from adjusted net loss after tax to Core Earnings:

		ENN Group 30 June 2024 \$'000	ENN Group 30 June 2023 \$'000
	Note		
Adjusted Net Loss After Tax		(108,814)	(19,277)
<i>Adjustments for items included in statutory profit / (loss)</i>			
Decrease in equity accounted investments to reflect distributions received / receivable	2	49,615	22,112
Net loss/ (gain) on disposals of equity accounted investments	3	2,479	(825)
Impairment of equity accounted investments	4	21,398	–
Impairment of contract asset	5	14,468	–
Impairment of related party loans and receivables	6	11,378	–
Fair value movement of derivatives	7	3,835	–
Building depreciation expense	8	89	31
Amortisation amounts	9	8,615	5,263
Corporate transactions	10	3,829	5,315
Tax and other adjustments	11	5,936	(90)
Core Earnings	1	12,828	12,529

Note 1: Core Earnings represents the Directors' view of underlying earnings from ongoing operating activities of the group level for the year, being net profit / (loss) after tax, adjusting for one-off realised items (being formation or other transaction costs that occur infrequently or are outside the course of ongoing business activities), non-cash items (being fair value movements, depreciation charges on the buildings held by the Trust, amortisation of intangibles, straight lining of rental expense, and amortisation of equity settled STI and LTI amounts), and restating share of profit from equity accounted investments to reflect distributions received / receivable in respect of those investments.

Note 2: Share of profit from equity accounted investments (including equity accounting of EHAF, EWPF, Stirling and Bluewater) of the Group's consolidated funds on an equity accounted basis includes depreciation and amortisation and fair value adjustments on investment property that were added back in the determination of distributable earnings for those managed funds. The Group's share of those adjustments to distributable earnings in the relevant managed funds have been added back for the purposes of calculating Core Earnings so that the Group's Core Earnings reflects the distribution received / receivable by the Group from those investments in Elanor managed funds.

Note 3: Net (gain) / loss on disposals of equity accounted investments includes adjustments for realised non-cash accounting (gains) / losses on the sale of equity accounted investments during the year, so as to only include net cash profit for the purposes of calculating Core Earnings.

Note 4: During the year, the Group impaired the value of its equity investment in ECF and EPIF.

Note 5: During the year, the Group impaired the Challenger contract asset for a total of \$14.5m, which has been added back for the purpose of calculating Core Earnings. Refer to Note 21 for further details.

Note 6: During the year, the Group impaired related party loans and receivables for a total of \$11.4 million.

Note 7: The fair value movement of derivatives reflects the revaluation movement on commercial arrangement derivatives.

Note 8: During the year, the Group (on the basis that EHAF, EWPF, Stirling and Bluewater are equity accounted) incurred total depreciation charges of \$2.3 million, however only the depreciation expense on buildings of \$0.09 million has been added back for the purposes of calculating Core Earnings.

Note 9: During the year, the Group incurred non-cash profit and loss charges in respect of the amortisation of certain amounts including the equity component of the Group's Short Term Incentive (STI), Long Term Incentive (LTI) amounts, payment to customer as part of the Challenger transaction, intangibles and borrowing costs. These amounts have been added back for the purposes of calculating Core Earnings.

Note 10: During the year, the Group incurred non-recurring profit and loss charges in respect of corporate transaction costs, including in respect of the Challenger real estate transaction. These amounts have been added back for the purposes of calculating Core Earnings.

Note 11: Tax and other adjustments include, non-cash interest and depreciation in respect of the Group's leases (-\$0.7 million), borrowing costs related to commercial arrangements (\$3.4 million), other non-cash profit and loss charges impacting the Group's result for the year (\$1.6 million), and the tax effect for these items during the year (\$3.0 million).

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

5. Operating and financial review (continued)

REVIEW OF FINANCIAL AND OPERATING RESULT (continued)

Funds Management Income

The table below provides a breakdown of ENN Group's funds management income:

	ENN Group 30 June 2024 \$'000	ENN Group 30 June 2023 \$'000
Management fees and related cost recoveries	43,831	28,245
Leasing and development management fees	5,529	5,839
Acquisition fees and related cost recoveries	6,816	8,257
Performance fees	–	7,140
	56,176	49,481
Payments to customers related to Funds Management activities ¹	(4,842)	(927)
Total funds management income²	51,334	48,554

¹ Payments to customers related to Funds Management activities are non-cash and represent the amortisation of contract assets, see note 21 of the financial statements.

² Total funds management income includes \$11.7 million (30 June 2023: \$14.4 million) relating to the Group's consolidated funds (EHAF, EWPF, Bluewater and Stirling), which is eliminated upon consolidation into the Group's consolidated financial results. In FY24 it also includes \$12.9 million of fees related to the management of the Challenger mandate (excluding ADIC).

The Group's recurring funds management fees grew significantly during the year as a result of the Challenger real estate funds management transaction and other funds management initiatives. Leasing and development management fees continue to be a key income stream as a result of the breadth of development and repositioning projects across the Group's Managed Funds in the Retail, Industrial and Commercial sectors. Offsetting this, acquisition and performance fees were lower in the current year reflecting reduced transactional activity.

Distributions from Co-Investments

The Group measures the performance of its co-investments based on distributions received / receivable from these co-investments. The table below provides a breakdown of the Group's distributions received and / or receivable from its Managed Funds for the year ended 30 June 2024.

	ENN Group 30 June 2024 \$'000	ENN Group 30 June 2023 \$'000
Elanor Commercial Property Fund	3,379	3,737
Elanor Property Income Fund	824	694
Elanor Hotel Accommodation Fund	470	3,125
Elanor Healthcare Real Estate Fund	443	263
Riverton Forum Fund	67	171
Elanor Wildlife Park Fund	62	–
Harris Street Fund	40	342
Waverley Gardens Syndicate	–	643
Stirling Street Syndicate	–	75
Hunters Plaza Syndicate	–	37
Total distributions received / receivable from Managed Funds	5,285	9,087

Note: As the Group consolidates Stirling, EHAF, EWPF and Bluewater into its consolidated financial results, the distribution receivable from these funds are eliminated on consolidation. The distributions receivable relating to the other funds that are equity accounted are contained within the equity accounted investments balance and will reduce the equity accounted investments balance when the distribution is received.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

5. Operating and financial review (continued)

REVIEW OF FINANCIAL AND OPERATING RESULT (continued)

Risk Management

Elanor regularly assesses the key business risks and opportunities that could impact performance and the ability to deliver on the Group's strategy. Risks to the Group for the 2025 financial year primarily relate to capital management including refinancing of the existing secured debt facility and corporate notes and equity raising for the group; managing fund performance including; and the success of the orderly asset divestment programs for various managed funds; and reputation risk including management of the relationship with major mandate clients and investors (see note 21 of the Financial Statements for further information).

Capital Management

As a result of covenant breaches and the resultant default of the ENN Group's debt facilities in the 2024 financial year, the refinancing and renegotiation of these debt facilities was a key risk managed by the Group. This risk was managed by maintaining regular communication with the ENN Group's lenders, seeking to diversify funding sources, undertaking an orderly divestment and asset realisation program to reduce debt and through reducing leverage by raising new equity.

Management also undertook detailed cashflow modelling, including scenario analysis, to manage cashflow risks and implemented a cost reduction program to tightly manage working capital.

Fund Performance

The performance of Elanor's managed funds (and the ENN Group through its co-investment in the funds and management fees) is impacted by macroeconomic factors, interest rates, sector disruptors as well as management's investment decisions.

These risks are managed through active asset management, scenario modelling and stress testing, and a robust investment process which includes Elanor's Investment Committee, Board Transaction Review Committee and, as required, mandate related investment committees. Interest rate risk is managed through interest rate hedging where appropriate. The Funds are managed by appropriately qualified and experienced staff.

Reputational Risk

As a result of the financial situation of the ENN Group, this risk has substantially increased. Maintaining the support of key investors in both the ENN Group and its managed funds is key to future business growth. To mitigate this risk management has maintained regular communication with ENN securityholders, managed fund investors and mandate clients. Management has ensured that any queries from investors and mandate clients have been answered promptly.

To ensure that conflicts or potential conflicts between the ENN Group and its managed funds are appropriately managed, conflict management policies and internal information barrier protocols are followed to ensure that the ENN Group meets its fiduciary obligations to investors of both the ENN Group and the managed funds.

Climate related financial disclosure

As the owner and manager of a large portfolio of office, retail, industrial, healthcare, and hotel and leisure assets across Australia and New Zealand, Elanor recognises the impact that climate change is having on the environment and the importance of contributing to climate change mitigation initiatives.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

5. Operating and financial review (continued)

REVIEW OF FINANCIAL AND OPERATING RESULT (continued)

Climate related financial disclosure (continued)

Specifically, Elanor is advancing its understanding of climate-related risks and opportunities in line with leading practice frameworks and standards being set by the Australian Accounting Standards Board to ensure it is ready for climate-related financial disclosure.

As part of Elanor's commitment to sustainability and responsible business practices, the Group continues to progress disclosure on measuring, monitoring, and reporting of climate-related risks and opportunities in line with the Australian Sustainability Reporting Standards ('ASRS').

The following sections outline the progress Elanor is making on climate change initiatives and climate-related financial disclosure in line with the ASRS framework covering the areas of governance, strategy, risk management, and targets and metrics.

Governance

The Elanor Board takes responsibility for overseeing the Group's sustainability strategy and policies, which includes managing climate-related financial risks and opportunities. Elanor's ESG Committee, operating under a Charter, reports to the Board as a Management Committee. The ESG Committee ensures the Group identifies, assesses, and manages material ESG risks, including climate-related risks and opportunities.

Working closely with Elanor's Executive Management Committee and key business unit managers, the ESG Committee collaborates to achieve the successful formulation and implementation of Elanor's ESG initiatives. The ESG Committee plays a pivotal role in developing an understanding of Elanor's climate-related risks and opportunities, and assessing the processes, controls, and procedures it uses to monitor, manage and oversee these risks and opportunities.

Strategy

Elanor's second ESG annual report, released last year, set out the Group's ESG strategy and identified nine material ESG topics. Short, medium and long-term goals have been identified against the five material environment topics including energy and carbon management, ecological impacts, water management, waste impacts and climate change vulnerability. Currently, portfolio-wide identification of decarbonisation opportunities, including net zero modelling are priorities.

Elanor is currently developing its strategy for managing its climate-related risks and opportunities as an integral part of Elanor's strategic considerations. Elanor is working with key internal and external expert stakeholders to understand the current and anticipated effects of those climate-related risks and opportunities on the business model and value chain and readying itself for climate-related financial disclosure.

Risk management

To ensure that climate-related risks and opportunities are managed in a coordinated manner, a process is underway to consider how to integrate climate-related risks and opportunities into Elanor's Risk Management Framework and Risk Appetite Statement along with broader ESG, business-related and macro-economic matters.

To ensure the Group addresses climate-related risks and opportunities more effectively, a climate change vulnerability analysis process is being integrated into due diligence procedures for all new asset acquisitions.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

5. Operating and financial review (continued)

REVIEW OF FINANCIAL AND OPERATING RESULT (continued)

Climate related financial disclosure (continued)

In the coming years, this analysis will be extended to cover Elanor's long-term portfolio, evaluating climate-related risks and opportunities thoroughly from both a physical risk and transition risk perspective.

Metrics and targets

Elanor is committed to reducing its environmental impact on the planet and understanding its climate-related financial impact.

Energy usage data and scope 1 and 2 carbon emissions data have been collected for all Elanor-managed assets for financial years 2022, 2023 and 2024. This data will help the process that has begun to establish energy consumption and carbon emission reduction targets for the Elanor's managed fund real estate portfolio.

Elanor is currently evaluating the impact of its business operations on the environment and exploring ways to minimise its carbon footprint. These efforts include:

- Energy efficiency improvements;
- On-site renewable energy generation; and
- Long term generation credits procurement.

Elanor's 2024 ESG report was released in 2024 and provided details on the Group's energy and carbon management initiatives, achievements, and plans across the portfolio to enhance its climate-related financial disclosure.

By drawing on the ASRS requirements and enhancing the Group's understanding of climate-related risks and opportunities, Elanor aims to foster sustainable and responsible business practices that benefit the Group's shareholders, key stakeholders and the environment.

Summary and Outlook

The expanded strategic alliance with Rockworth announced in July 2025 is expected to deliver balance sheet flexibility to enable Elanor to execute a growth strategy from a stabilised AUM base of approximately \$3.3 billion (following completion of the Firmus Acquisition and cessation of the Challenger mandate), while enabling Elanor to continue to actively manage the real estate assets of its capital partners.

The strategic alliance will be the catalyst to deliver on a Pan Asian growth strategy that retains a focus on the Group's core business sectors of office and retail while building on Asian-based, capital led, growth opportunities in logistics, healthcare and leisure in select markets across the region.

It will position the Group to capitalise on future funds management opportunities and will enhance the Group's capital raising capabilities. In time, the Group will also explore a new brand for the business that closely aligns with the redefined business strategy.

The attached annual report for the year ended 30 June 2024 contains an independent auditor's report which highlights the existence of a material uncertainty that may cast significant doubt about the Consolidated Group's and EIF Group's ability to continue as a going concern. For further information, refer to the 'Going Concern' subsection in the 'About this report' section of the financial statements, together with the auditor's report.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

6. Interests in the Group

The movement in stapled securities of the Group during the year is set out below:

	Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000
Stapled securities on issue at the beginning of the year	124,069	121,916
Stapled securities issued ¹	24,754	–
Stapled securities issued under the short term incentive scheme	2,237	1,337
Stapled securities exercised under the long term incentive scheme	1,142	816
Stapled securities on issue at the end of the year	152,202	124,069

¹Securities issued to Challenger on 7 July 2023 as consideration for the Challenger real estate transaction. 15.7 million securities are held under escrow arrangements and subject to claw-back from Challenger based on certain conditions over three years from completion. As previously noted, as a result of the unwind of the Challenger arrangement, subject to securityholder and regulatory 20.3 million of ENN securities held by a subsidiary of Challenger will be cancelled.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

7. Directors

Name	Particulars
Ian Mackie	Independent Non-Executive Chair (appointed as Chair on 1 January 2024, appointed as Director on 25 August 2023) Member, Remuneration and Nomination Committee Member, Transaction Approval Committee Member, Audit and Risk Committee Ian was appointed as a Director of both the Company and the Responsible Entity in August 2023. With more than 40 years of experience in real estate investment and funds management in the Asia Pacific region, Ian is currently the Lead Independent Director of Keppel REIT Management Limited (KRML), manager of the Keppel REIT, listed on the Singapore Stock Exchange. Ian served as Chair of the Urban Land Institute (ULI) Australia, and as a member for the Board of ULI Asia Pacific, from June 2019 until June 2022. He remains a member of the Australian National Council, and a ULI Global Trustee. Ian was previously the International Director and Asia Pacific Head of Strategic Partnerships at LaSalle Investment Management Asia from January 2000 to April 2018. Ian also served on LaSalle's Asia Pacific Investment Committee from 2006 and its Global Investment Strategy Committee from 2008. Ian holds a Bachelor of Arts (Economics & Law) from the University of Canberra and an Associate Diploma in Valuation from the University of Technology Sydney. He is a member of the Australian Institute of Company Directors, and the Singapore Institute of Directors, and has been a Director of regulated entities in Singapore and South Korea. Former listed directorships in the last three years: None Interest in stapled securities: Nil. Qualifications: B. Arts (Econ & Law)
Paul Bedbrook	Independent Non-Executive Chair (resigned as Chair and Director on 31 December 2023) Former Member, Audit and Risk Committee Former Member, Remuneration and Nomination Committee Former Member, Transaction Approval Committee Paul was appointed as a Director of both the Company and the Responsible Entity in June 2014. Paul has had a career of over 30 years in financial services, originally as an analyst, fund manager and then the GM & Chief Investment Officer for Mercantile Mutual Investment Management Ltd (ING owned) from 1987 to 1995. Paul was an executive for 26 years with the Dutch global banking, insurance and investment group, ING, retiring in 2010. Paul's career included the roles of: President and CEO of ING Direct Bank, Canada (2000 – 2003), CEO of the ING Australia/ANZ Bank Wealth JV (2003 - 2008) and Regional CEO, ING Asia Pacific, Hong Kong (2008 – 2010). Paul was previously the Chairman of Zurich Financial Services Australia and its Life, General and Investment Companies. Paul is also a non-executive director of the National Blood Authority. Paul resigned as Chair and Director on 31 December 2023. Former listed directorships in the last three years: Elanor Retail Property Fund (ERF) Interest in stapled securities: 306,137 (at the date of resignation) Qualifications: B.Sc, F FIN, FAICD

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

7. Directors (continued)

Name	Particulars
Glenn Willis	Managing Director and Chief Executive Officer (resigned as Managing Director and Chief Executive Officer of Elanor Investors Group on 9 September 2024) Former Member, Transaction Approval Committee Glenn has over 30 years' experience in the Australian and international capital markets. Glenn was the co-founder and Chief Executive Officer of Moss Capital, prior to its ASX listing as Elanor Investors Group in July 2014. Prior to Elanor, Glenn co-founded Grange Securities and led the team in his role as Managing Director and CEO. After 12 years of growth, Grange Securities was acquired by Lehman Brothers International in 2007 as the platform for Lehman's Australian investment banking and funds management operations. Glenn was appointed Managing Director and Country Head in March 2007. In 2008, Glenn was appointed executive Vice Chairman of Lehman Brothers Australia. Glenn is a Director of FSHD Global Research Foundation. Former listed directorships in the last three years: Elanor Retail Property Fund (ERF) Interest in stapled securities: 5,537,076 Qualifications: B.Bus (Econ & Fin)
Nigel Ampherlaw	Independent Non-Executive Director (resigned on 23 September 2024) Former Chair and Member, Audit and Risk Committee Nigel was appointed as a Director of both the Company and the Responsible Entity in June 2014. Nigel was a Partner of PricewaterhouseCoopers for 22 years where he held a number of leadership positions, including heading the financial services audit, business advisory services and consulting businesses. He also held a number of senior client Lead Partner roles. Nigel has extensive experience in risk management, technology, consulting and auditing in Australia and the Asia-Pacific region. Nigel is the chairman and independent Non-Executive Director of Great Southern Bank. Former listed directorships in the last three years: Elanor Retail Property Fund (ERF) Interest in stapled securities: 200,000 Qualifications: B.Com, FCA, MAICD

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

7. Directors (continued)

Name	Particulars
Anthony (Tony) Fehon	Independent Non-Executive Director (appointed as Interim Managing Director on 9 September 2024) Chair (until 8 September 2024) and Member, Remuneration and Nominations Committee Member, Audit and Risk Committee (until 8 September 2024) Chair and Member, Transaction Approval Committee Tony was appointed as a Director of both the Company and the Responsible Entity in August 2019. Tony has more than 30 years' experience working in senior roles with some of Australia's leading financial services and funds management businesses. He has broad experience in operational and leadership roles across many industries. Tony is a director of Elanor Hotel Accommodation Limited and Elanor Hotel Accommodation II Limited, enLighten Australia Pty Limited and numerous small companies. He was previously an Executive Director of Macquarie Bank Limited where he was involved in the formation and listing of several of Macquarie's listed property trusts including being a director of the listed leisure trust. Former listed directorships in the last three years: Elanor Retail Property Fund (ERF) Interest in stapled securities: 68,912 Qualifications: B. Com, FCA
Su Kiat Lim	Non-Independent Non-Executive Director Member, Remuneration and Nominations Committee (appointed 18 December 2024) Su Kiat was appointed as a Director of both the Company and the Responsible Entity in October 2021. Su Kiat is currently CEO of Firmus Capital Pte Ltd, a Singapore based private equity real estate investment management firm founded in 2017. Su Kiat has over 20 years' experience in the real estate funds, investment and asset management industry across the Asia Pacific region including Australia. In 2011 Su Kiat co-founded Rockworth Capital Partners, a direct real estate investment management firm in Singapore, successfully growing its AUM to \$1bn by 2017. Prior to that, Su Kiat held key roles in Investment Management at Frasers Property Limited, Frasers Commercial Trust and ALLCO REIT. Su Kiat was appointed as a non-executive Director of Aspen Group Holdings Limited, a SGX main board listed developer since 2016. Former listed directorships in the last three years: Elanor Retail Property Fund (ERF) Interest in stapled securities: Nil. Qualifications: B.Bus, PhD (Econ)

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

7. Directors (continued)

Name	Particulars
Karyn Baylis	Independent Non-Executive Director Member, Remuneration and Nominations Committee Karyn was appointed as a Director of both the Company and the Responsible Entity in November 2021. Karyn has led a distinguished business career in Australia and internationally, having held a range of senior management and C-suite executive roles in multinational businesses including at Optus, Insurance Australia Group and Senior Vice President The Americas at Qantas Airways. In 2009 she was appointed CEO of Jawun and spent 12 years working with some of the leading indigenous reform voices in the country along with outstanding organisations. Karyn has received a number of awards, notably a Member in the General Division of the Order of Australia (AM) for significant service to the Indigenous community in the 2018 Queen's Birthday Honours and The Australian Financial Review and Westpac 100 Women of Influence Award in Diversity in 2015. Karyn is a Non-Executive Director of Save the Children Australia. Karyn is also a current member of Chief Executive Women (CEW), Australian Institute of Company Directors (AICD) and chair of the National Leadership Group (NLG) of Strong Places Stronger People. Previous Board positions include CARE Australia, Cure Cancer, Grocon Holdings Pty Ltd and NRMA Financial Management and Life Nominees. Former listed directorships in the last three years: Elanor Retail Property Fund (ERF) Interest in stapled securities: 35,000
Victor Rodriguez	Non-Executive Director (appointed on 7 July 2023 and resigned on 3 September 2024) Victor was appointed as a Director of both the Company and the Responsible Entity in July 2023. Victor is currently Chief Executive, Funds Management of Challenger Limited (ASX:CFG) (Challenger), having been appointed to that role in August 2022, following five years as Head of Fixed Income within the Challenger Investment Management business. Victor has over 30 years' investment management experience. Prior to joining Challenger, Victor was head of Asia Pacific Fixed Income at Aberdeen Asset Management based in Singapore between 2014 to 2017. There he led a team of more than 30 investment professionals across the region. He was also a Regional Director overseeing the wider Aberdeen business. Prior to relocating to Singapore, Victor led Aberdeen's Australian Fixed Income business. Victor also held various investment roles over 13 years at Credit Suisse Asset Management in Australia, including Deputy Head of Fixed Income for three years up to 2009. Victor is a director of a number of Challenger Group entities. Victor is a Non-Executive Director of Lennox Capital Partners Pty Limited, WaveStone Capital Partners Pty Limited and Alphinity Investment Management Pty Limited. Former listed directorships in the last three years: None Interest in stapled securities: Nil. Qualifications: B. Econ, GDip FINSIA

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

7. Directors (continued)

Name	Particulars
Kathy Ostin	Independent Non-Executive Director (appointed on 1 January 2024) Member, Audit and Risk Committee (appointed Chair on 23 September 2024) Kathy was appointed as a Director of both the Company and the Responsible Entity in January 2024 and Elanor Hotel Accommodation Limited and Elanor Hotel Accommodation II Limited in September 2024. Kathy is an experienced Non-Executive Director and Chair of Audit and Risk Committees. Kathy spent 24 years with KPMG in Australia, the United States, Asia and the United Kingdom across the audit, risk consulting and advisory divisions. She was Audit, Assurance & Risk Consulting Partner at KPMG for 12 years and retired from the partnership in December 2017. Kathy currently serves as a Non-Executive Director and Chair of the Audit and Risk Committee of each of 3P Learning Limited (ASX: 3PL), dusk Group Limited (ASX: DSK), Next Science Limited (ASX: NXS) and Non-Executive Director and Chair of the Audit Committee of Healius Ltd (ASX: HLS). Former listed directorships in the last three years: Capral Limited (ASX: CAA) (resigned 8 May 2025) Interest in stapled securities: Nil. Qualifications: B. Com, GAICD, CA ANZ, FINSIA

8. Directors' relevant interests

	Stapled securities at 1 July 2023	Net Movement	Securities at the date of this report
Ian Mackie (appointed as Director on 25 August 2023)	—	—	—
Glenn Willis (resigned as Managing Director and Chief Executive Officer on 9 September 2024) ¹	5,527,613	9,463	5,537,076
Nigel Ampherlaw (resigned on 23 September 2024)	200,000	—	200,000
Tony Fehon (appointed as Interim Managing Director on 9 September 2024)	55,797	13,115	68,912
Su Kiat Lim	—	—	—
Karyn Baylis	35,000	—	35,000
Victor Rodriguez (appointed on 7 July 2023, resigned on 3 September 2024)	—	—	—
Kathy Ostin (appointed 1 January 2024)	—	—	—

¹ Glenn Willis has an entitlement to an additional 3,333,334 securities under equity based executive incentive plans as set out in the Remuneration Report.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

9. Meetings of Directors

	Elanor Board (Responsible Entity & the company)		Audit & Risk Committee		Remuneration and Nominations Committee	
	Held	Attended	Held	Attended	Held	Attended
Paul Bedbrook ¹	10	10	5	4	8	8
Ian Mackie ^{2, 3, 4}	12	12	3	3	4	4
Glenn Willis	15	15	–	–	–	–
Nigel Ampherlaw	15	13	7	7	–	–
Anthony (Tony) Fehon	15	15	7	7	11	11
Su Kiat Lim	15	14	–	–	–	–
Karyn Baylis	15	15	–	–	11	11
Victor Rodriguez	15	11	–	–	–	–
Kathy Ostin ⁵	5	5	2	2	–	–

¹ Resigned on 31 December 2023

² Appointed to Board on 25 August 2023

³ Appointed to Audit and Risk Committee on 24 November 2023

⁴ Appointed to Remuneration & Nomination Committee on 27 November 2023

⁵ Appointed on 1 January 2024

During the year, the Board met 15 times including special purpose meetings in relation to various funds management related initiatives.

10. Remuneration Report

The remuneration report for the year ended 30 June 2024 outlines the remuneration arrangements, philosophy and framework of the Elanor Investors Group (Group) in accordance with the requirements of the *Corporations Act 2001* (Cth) and its regulations.

The remuneration report details both the remuneration arrangements in place for the Group in respect of the financial year ended 30 June 2024, and the remuneration framework and arrangements recently established by the Board for the financial year ending 30 June 2025 and onwards. For the year ended 30 June 2025, no securities or rights were issued under the STI or LTI schemes.

Remuneration Framework Review

At the Group's Annual General Meeting in October 2023, the 2023 Remuneration Report resolution was passed with 76.4% of securityholders voting in favour (75% requirement).

In response to this 'near miss', the Board's Remuneration and Nominations Committee (RNC) has undertaken a wide-ranging review of the Group's remuneration framework. The review included receiving feedback on a range of perspectives from Elanor's stakeholders including securityholders, proxy advisors and employees. The RNC also engaged Ernst & Young to undertake an independent assessment of the remuneration framework, including benchmarking against market practice and relevant peer organisations.

Following the review of the remuneration framework and recommendations by the RNC, the Board approved several key changes that respond to evolving stakeholder expectations while retaining the objectives of the Group's remuneration approach and principles. The key changes to the Group's remuneration framework, that will apply for the financial year ending 30 June 2025 (refer to the following section for details), include:

- Regular market reviews of fixed remuneration;
- Linking short-term incentive outcomes to performance measures that include a financial gateway and a balanced scorecard of financial and non-financial measures, including evidence of behaviors in line with values; and

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

10. Remuneration Report (continued)

- Simplifying the long-term incentive structure by granting awards in the form of performance rights over securities (to replace the existing loan-funded security plan) and linking outcomes to a combination of Total Securityholder Return performance hurdles, with no re-testing.

Elanor's previous remuneration framework was established at the time of listing. The new framework applies for the financial year ending 30 June 2025 and onwards, and incorporates the evolution of market practice over recent years and enhance the alignment between executive remuneration and Securityholder outcomes. Changes related to this remuneration framework review will be incorporated into the resolutions to be presented at the 2024 AGM.

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

- a) Remuneration Policy and Approach
- b) Key Management Personnel
- c) Executive Remuneration Arrangements
- d) Group Performance Summary
- e) Non-Executive Director Remuneration Arrangements and Outcomes
- f) Additional Disclosures Relating to Short Term Incentive Plans and Long Term Incentive Plans
- g) Loans to Key Management Personnel
- h) Other Transactions and Balances with Key Management Personnel and their Related Parties
- i) Change to Key Management Personnel Subsequent to Year End

The information provided in the Remuneration Report has been audited as required by section 308 (3C) of the *Corporations Act 2001* (Cth).

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

10. Remuneration Report (continued)

a) Remuneration Policy and Approach

Elanor's updated remuneration framework is designed to attract, motivate and retain exceptional people with deep expertise in our sectors of focus and align their interests with Securityholders to achieve the Group's strategic objectives and to deliver superior risk-adjusted returns for its capital partners.

The remuneration framework supports Elanor's mission and the execution of the Group's strategic objectives in accordance with its values to deliver results over the short term and long term to create sustained value for Elanor's capital partners, securityholders and the communities in which we operate.

The diagram below represents the connection between Elanor's strategic objectives and the remuneration framework.



Remuneration Governance

The Board oversees Elanor's remuneration framework. The Group has a formally constituted Remuneration and Nomination Committee (RNC) which comprises four members, Mr Ian Mackie (Chair), Mr Anthony Fehon, Mr Su Kiat Lim and Mrs Karyn Baylis.

The Group's RNC is responsible for overseeing the remuneration policy and practices of the Group and making recommendations to the Board. The RNC also oversees the process for the annual review by the Board of the performance of the Managing Director and the Executive KMP. Members of the RNC have the requisite experience and expertise in human resources, remuneration and risk to enable them to achieve effective governance of the remuneration framework.

Significant oversight and governance are applied by the Board and the RNC to ensure remuneration outcomes are aligned with both individual and Group financial and non-financial performance that drives superior risk-adjusted outcomes for Securityholders and capital partners.

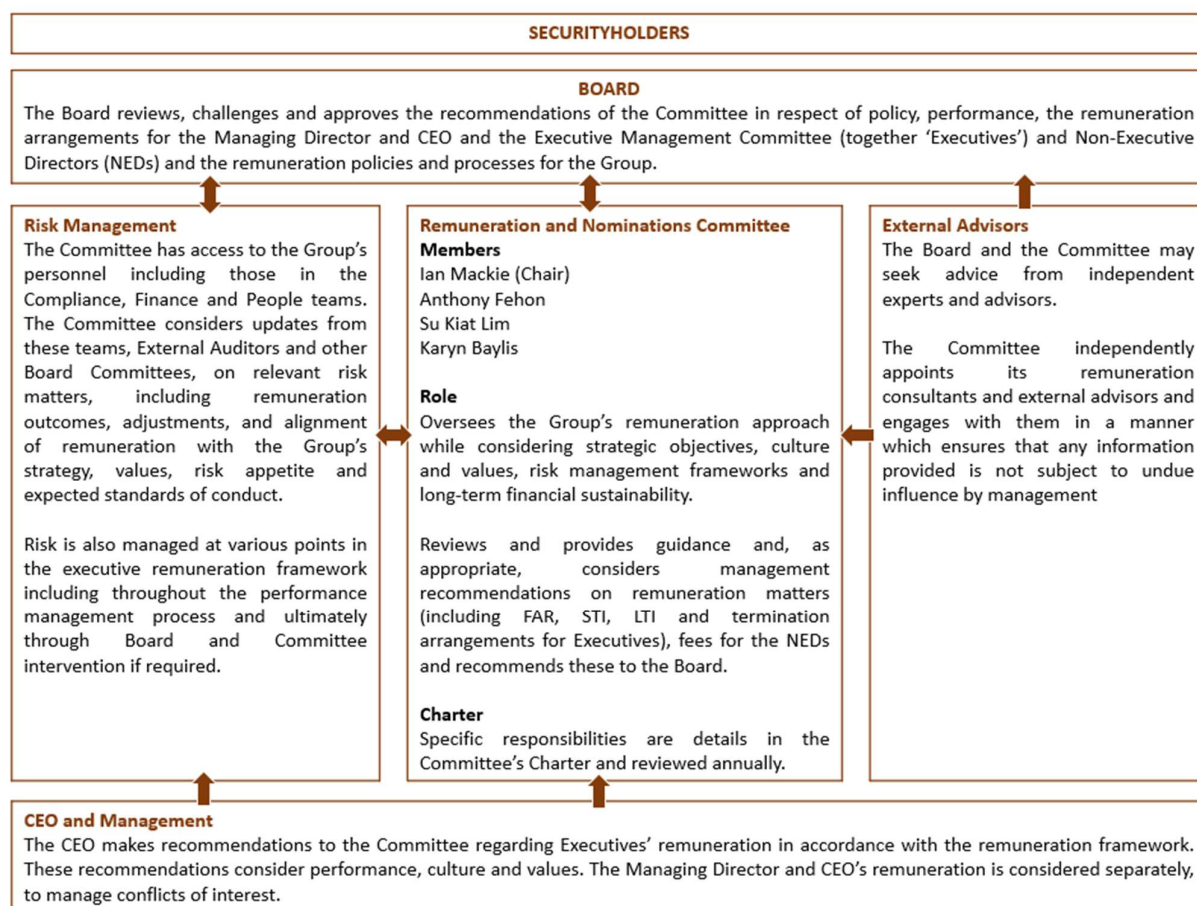
Governance of the Group's remuneration framework is illustrated below.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

10. Remuneration Report (continued)

a) Remuneration Policy and Approach (continued)



Specifically, the Board approves the remuneration arrangements recommended by the RNC for the Managing Director and the Senior Executives and all aggregate and individual awards made under the short-term incentive (STI) and long-term incentive (LTI) plans. The Board also approves the recommendations of the RNC in setting the aggregate remuneration of NEDs, the overall maximum for which is subject to securityholder approval. The Board Chair and the RNC Chair engage with securityholders and proxy advisors to seek feedback on the Group's remuneration framework.

Remuneration Benchmarking

The RNC reviews relevant markets for key executive talent to ensure the Group's remuneration strategy and frameworks are appropriate to attract, motivate and retain exceptional people.

The Committee utilises a peer group for benchmarking purposes that represent appropriate reference points for assessing the appropriate remuneration levels for the Group's executives. The Committee considers companies in the broader real estate sector and companies that the Group competes with for executive talent.

The responsibilities of the RNC are outlined in its Charter, which is reviewed annually by the Board. The RNC's Charter can be viewed at www.elanorinvestors.com.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

10. Remuneration Report (continued)

a) Remuneration Policy and Approach (continued)

FY25 Remuneration Framework

Changes to the Group's remuneration framework have been approved during year ending 30 June 2025. The Group's remuneration framework has three components:

- Fixed Annual Remuneration (FAR);
- Short Term Incentive (STI); and
- Long Term Incentive (LTI).

Fixed annual remuneration is designed to provide a base level of remuneration, with the 'at-risk' STI and LTI components designed to reward executives when pre-agreed performance hurdles are met or exceeded. These components support Elanor's remuneration principles of performance-based remuneration, based on a balanced scorecard of financial and non-financial factors, and are designed to reward high performing executives to ensure the Group continues to attract, motivate and retain exceptional people.

Remuneration levels are considered annually through an assessment of each executive based on the individual's performance and achievements during the financial year and taking into account the overall performance of the Group and prevailing remuneration levels for executives in similar positions.

The components of the Group's remuneration are summarised below:

Component	Delivery	Current Year	Year 1	Year 2	Year 3	Year 4
FAR	Fixed Annual Remuneration comprises of cash base salary, statutory superannuation contributions and other nominated benefits					
STI	'At risk' and subject to performance outcomes against a balanced scorecard of financial and non-financial KPIs including evidence of behaviour in line with values	50% of STI delivered as cash	50% delivered as restricted securities, vesting in 2 equal tranches over 2 years			
LTI	'At risk' equity awards that are subject to long-term performance conditions.		Vesting over 3 years, with performance measures of Absolute and Relative TSR			

Fixed Annual Remuneration (FAR)

The key elements of the Group's approach to Fixed Annual Remuneration are set out below:

Composition	FAR comprises cash base salary, statutory superannuation contributions and other nominated benefits.
Benchmarking and Review	Base pay is determined by reference to appropriate benchmark information, taking into account an individual's responsibilities, performance, qualifications and experience. The Board and RNC may engage independent remuneration consultants to perform relevant remuneration benchmarking. There are no guaranteed base pay increases in any executive's contracts.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

10. Remuneration Report (continued)

a) Remuneration Policy and Approach (continued)

Short Term Incentive

The key elements of the Group's planned STI are set out below:

Feature	Approach																		
Purpose	The STI is an ‘at-risk’ component of the remuneration framework, awarded annually, subject to performance against a balanced scorecard of financial and non-financial performance measures (KPIs) including a values-based behavioural gateway. The STI provides transparency for both executives and securityholders and is managed by the RNC on behalf of the Board.																		
Performance Period	12 months operating from 1 July to 30 June each year (the Group’s financial year)																		
Participants	All executives may be eligible to participate in the STI, however it is primarily directed towards Executive KMP and other select executive employees.																		
Gateway	The STI incorporates two gateways that are required to be met for an STI entitlement to be awarded. These are: <u>Group</u>: A Return on Equity (ROE) hurdle of 10% p.a. must be achieved before any STI entitlement is available, with the Board retaining overall discretion on performance achievement. <u>Individual</u>: The Board reviews both the performance and behaviours of the Executives in accordance with the Group’s values and risk management culture before determining whether individuals are eligible for any STI entitlement.																		
Performance hurdles	An important feature of the STI is that it represents an award for outperformance of the business over key performance criteria. Once the Gateway hurdles are met, the STI outcomes are determined on the basis of Group and individual performance through a Balanced Scorecard. These are separate to the Gateway hurdles, however they also comprise financial and non-financial elements. The balanced scorecard is linked to the achievement of the Group’s strategic objectives and the delivery of investment returns for investors in Elanor’s managed funds and Elanor’s securityholders. The elements of the Balance Scorecard are: <table><tr><th>Scorecard Element</th><th>Weighting</th><th>Measurement</th></tr><tr><td>Financial</td><td>70%</td><td></td></tr><tr><td>- ENN Perspective</td><td>50%</td><td>Return On Equity (ROE) and Earnings Per Share (EPS)</td></tr><tr><td>- Fund Investor Perspective</td><td>20%</td><td>Managed fund performance</td></tr><tr><td>Non-Financial</td><td>30%</td><td></td></tr><tr><td>- People Perspective</td><td>10%</td><td>Employee engagement score</td></tr></table>	Scorecard Element	Weighting	Measurement	Financial	70%		- ENN Perspective	50%	Return On Equity (ROE) and Earnings Per Share (EPS)	- Fund Investor Perspective	20%	Managed fund performance	Non-Financial	30%		- People Perspective	10%	Employee engagement score
Scorecard Element	Weighting	Measurement																	
Financial	70%																		
- ENN Perspective	50%	Return On Equity (ROE) and Earnings Per Share (EPS)																	
- Fund Investor Perspective	20%	Managed fund performance																	
Non-Financial	30%																		
- People Perspective	10%	Employee engagement score																	

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

10. Remuneration Report (continued)

a) Remuneration Policy and Approach (continued)

	- ESG & Risk Perspective	10%	Agreed ESG and Risk priorities
	- Strategic & Operational Perspective	10%	Agreed Strategic or Operational Efficiency Initiatives
Determining achievement of STI Outcomes	At the Board's absolute discretion, participants may be provided with the opportunity to receive an STI award. Annually, the RNC assesses the Group's performance against the balanced scorecard of performance measures. The Board determines the percentage achievement of the STI pool based on recommendations from the RNC. The RNC assesses the performance of the Executive KMP against agreed KPIs. The RNC and the Board seek to ensure that STI outcomes are aligned with the financial performance of the Group and reflect the individual contribution of the Executive KMP and the overall pool of STI available based on the Group's financial performance.		
Board Discretion	The Board retains the discretion to increase or decrease the percentage of overall STI pool achieved, based on its assessment of the Group's overall performance throughout the year.		
Delivery of STI awards	Following assessment of performance against the gateway hurdles and balanced scorecard, and determination of the STI outcome for each participant, 50% of STI awards are delivered in cash and 50% in the form of deferred securities. The STI award securities are deferred over two years, with 50% vesting at the end of year one, and 50% vesting at the end of year two. Participants are entitled to receive any distributions paid on these securities during the deferral period. The Board retains the discretion to adjust the allocation of STI awards between cash and deferred securities based on the circumstances of the Group at the time of the determination of any STI awards.		

Long Term Incentive

The Group's Executive Incentive Plan - Rights and Options (Rights and Options Plan) is designed to assist in attracting, motivating and retaining key management and to provide them with the opportunity to participate in the future growth in the value of Securities.

The Rights and Options Plan will be the Group's principal vehicle to grant long term incentive awards (LTIs) and forms what the Board considers to be a key element of the Group's total remuneration strategy for executive Key Management Personnel and other eligible senior management. Under the Rights and Options Plan, participants may be granted Rights or Options which are rights to acquire Securities, subject to meeting the applicable vesting conditions (which may be performance and / or service-based) and payment of the exercise price (if applicable). For the purposes of any FY25 LTI grants, Rights (with a nil exercise price) subject to performance and service-based vesting conditions will be granted.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

10. Remuneration Report (continued)

a) Remuneration Policy and Approach (continued)

The key elements of the approved LTI plan are set out below:

Feature	Approach
Purpose	The LTI is an 'at-risk' component of the remuneration framework, awarded annually, subject to performance against targets aligned with securityholder returns. The LTI scheme has been revised and is now based on annual awards that are subject to a three-year vesting period. Over time, the annual awards will lead to executives holding a portfolio of LTIs that will serve as an incentive to remain with the Group. The scheme is intended to attract, retain and reward participating executives for delivering superior securityholder returns.
Performance Period	LTI awards are subject to a three-year performance period, aligned with the Group's financial years.
Participants	Executive KMP and other select executive employees.
Instruments	Participants are granted Rights which are rights to acquire Group securities, subject to meeting the applicable Vesting Conditions. Unless the Board determines otherwise, no trading restriction will be placed on Securities acquired following vesting and exercise of Rights, subject to the Group's Securities Trading Policy. The Group may issue new securities or procure the acquisition of securities on-market to satisfy the exercise of vested Rights. The Group may also operate an employee security trust to acquire, hold and provide securities for the purposes of the Rights and Options Plan.
Performance Targets and Vesting Conditions	The Board has established performance measures linked to the delivery of returns for Elanor's securityholders over the performance period. The Group has established Total Securityholder Return (TSR) based performance targets that are required to be achieved for vesting of the LTI awards at the end of the performance period as follows: - 75% of Rights are subject to an absolute TSR hurdle based on an 8% per annum target; and - 25% of Rights are subject to relative TSR performance over the 3-year performance period (against a comparator group of market peers – refer below for details). Under the relative TSR hurdle, vesting of Rights will be determined based on Elanor's percentile rank relative to the comparator group of companies. Vesting begins where Elanor performs better than median constituent performance (50% vesting at that point) growing to 100% vesting where Elanor outperforms 75% percentile performance.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

10. Remuneration Report (continued)

a) Remuneration Policy and Approach (continued)

Rationale for the Performance Measure	During 2024, the Board reviewed the LTI performance measures to ensure they align with securityholder expectations and with the Group's strategic objectives. Following the review, the Board determined to include both an absolute and relative TSR performance measure for LTI awards. TSR measures the overall returns generated for securityholders, reflecting security price movements and reinvestment of distributions over a specified period. Absolute TSR measures the returns to Securityholders from both distributions and the movement in the Group's security price. The Absolute TSR target is determined by the Board for each year's LTI award with reference to returns from direct investments in a range of asset classes including property, equities and fixed interest, market views on real estate asset values and the broader outlook for financial markets. Relative TSR is the most widely used LTI performance measure in Australia. The Relative TSR performance measure ensures that value is only delivered to LTI participants if the investment return received by Elanor securityholders is sufficiently high relative to the investment returns provided by the comparator group over the same period. By combining a Relative TSR with an Absolute TSR measure, executives can be rewarded for driving positive returns for Securityholders and investors have the confidence that grants are earned when they are aligned with long-term business growth and the creation of shareholder value. The inclusion of an Absolute TSR metric has been designed to counter-balance Relative TSR outcomes which may result in vesting of awards when overall market conditions are down.																
Relative TSR Performance Testing	For the FY25 LTI award, the Board has determined the following peer comparator group for the relative TSR hurdle: <table border="0"> <tbody> <tr> <td>Abacus Property Group (ABP)</td><td>Growthpoint Properties Australia (GOZ)</td></tr> <tr> <td>Aspen Group (APZ)</td><td>GPT Group (GPT)</td></tr> <tr> <td>Centuria Capital Group (CNI)</td><td>HMC Capital Limited (HMC)</td></tr> <tr> <td>Charter Hall Group (CHC)</td><td>Ingenia Communities (INA)</td></tr> <tr> <td>Cromwell Property Group (CMW)</td><td>Mirvac Group (MGR)</td></tr> <tr> <td>Dexus (DXS)</td><td>Region RE Limited (RGN)</td></tr> <tr> <td>GDI Property Group (GDI)</td><td>Stockland Corporation Limited (SGP)</td></tr> <tr> <td>Goodman Group (GMG)</td><td>Vicinity Centres (VCX)</td></tr> </tbody> </table> The Board will review and determine the composition of the Comparator Group at the time of issue of any LTIs.	Abacus Property Group (ABP)	Growthpoint Properties Australia (GOZ)	Aspen Group (APZ)	GPT Group (GPT)	Centuria Capital Group (CNI)	HMC Capital Limited (HMC)	Charter Hall Group (CHC)	Ingenia Communities (INA)	Cromwell Property Group (CMW)	Mirvac Group (MGR)	Dexus (DXS)	Region RE Limited (RGN)	GDI Property Group (GDI)	Stockland Corporation Limited (SGP)	Goodman Group (GMG)	Vicinity Centres (VCX)
Abacus Property Group (ABP)	Growthpoint Properties Australia (GOZ)																
Aspen Group (APZ)	GPT Group (GPT)																
Centuria Capital Group (CNI)	HMC Capital Limited (HMC)																
Charter Hall Group (CHC)	Ingenia Communities (INA)																
Cromwell Property Group (CMW)	Mirvac Group (MGR)																
Dexus (DXS)	Region RE Limited (RGN)																
GDI Property Group (GDI)	Stockland Corporation Limited (SGP)																
Goodman Group (GMG)	Vicinity Centres (VCX)																

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

10. Remuneration Report (continued)

a) Remuneration Policy and Approach (continued)

	Calculation of the Relative TSR performance condition is as follows:	
	ENN TSR Ranking to Comparator Group:	Percentage of LTIs subject to the Relative TSR performance condition that vest:
	Exceeds the Comparator Group 75th percentile	100%
	More than the Comparator Group 51st percentile and less than the 75th percentile	Pro-rata straight line vesting between 50% - 100%
	Equal to the Comparator Group 51st percentile	50%
	Less than the Comparator Group 51st percentile	0%
Re-testing	The performance hurdles are tested once, at the end of the 3-year performance period. There is no further testing of the performance conditions.	

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

10. Remuneration Report (continued)

a) Remuneration Policy and Approach (continued)

FY24 Remuneration Framework and Outcomes

Sections a) to h) of this report provide information on key management personnel remuneration arrangements and outcomes in respect of the financial year ending 30 June 2024.

FY24 Transaction Incentive Award

Following the Elanor Annual General Meeting in October 2023, the Board approved a one-off special grant of 2,061,380 Restricted Securities to certain key executives, including the executive KMP, in respect of the acquisition and integration of the Challenger real estate funds management business in July 2023.

These Transaction Incentive Award restricted securities are subject to an extended vesting / restriction period that is longer than the standard 2-year period. The vesting conditions and restrictions imposed on the executive KMP and Executive Management Committee (EMC) Transaction Incentive Award securities are aligned with the clawback period under the Challenger Transaction, ending 30 June 2026, and incorporate a proportional forfeiture of Transaction Incentive Award securities aligned to any clawback of securities under the Challenger Transaction. As noted in Section 4 Going Concern, as a result of the unwind of the strategic partnership and related investment management arrangements with Challenger, the KMP and EMC Transaction Award Securities will be forfeited.

FY24 Remuneration Outcomes

The Group's STI financial performance measure for FY24 was pre-tax return on equity (ROE). The required pre-tax return hurdle was not achieved for the financial year and, as a result, the FY24 Short Term Incentive outcome for all participants was nil.

The third tranche of the Group's 2020 LTI Awards has been cancelled after the financial performance vesting conditions were not met. In addition, 2,000,000 Executive Options held by Mr Glenn Willis were not exercised and lapsed on 28 August 2024.

No further STI or LTI awards were made in respect of FY24.

Changes to Key Management Personnel

On 23 August 2024, Elanor Investors Group (ASX: ENN) requested, and the ASX granted, a voluntary suspension of trading of ENN securities on the ASX to enable Elanor to consider a range of options to strengthen the Group's balance sheet, simplify the business and optimise securityholder value over the long term.

On 9 September 2024, the Group announced it would be undertaking an orderly leadership transition, with Glenn Willis and Paul Siviour announcing their retirement and Tony Fehon being appointed as Interim Managing Director. These changes were effective from the date of the announcement.

Section i) of this remuneration report outlines the terms of Mr Willis' and Mr Siviour's retirements and the terms upon which Mr Fehon will act as Interim Managing Director. The Board has approved these arrangements in order to ensure an orderly leadership transition whilst key strategic initiatives are executed upon and whilst the search for a new CEO of the business is progressed.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

10. Remuneration Report (continued)

b) Key Management Personnel

The remuneration report details the remuneration arrangements for Key Management Personnel (KMP), who are defined as those persons having authority and responsibility for planning, directing and controlling the major activities of the Group, directly or indirectly, including the directors (whether executive or otherwise). The KMP of Elanor Investors Group for the year ended 30 June 2024 were:

Executives	Role	Term
Mr Glenn Willis	Managing Director and Chief Executive Officer	Full Year (retired on 9 September 2024)
Mr Paul Siviour	Chief Operating Officer	Full Year (retired on 9 September 2024)
Mr Symon Simmons	Chief Financial Officer and Company Secretary	Full Year

Non-Executive Directors	Role	Term
Mr Paul Bedbrook	Independent Chair and Director	Part Year (resigned on 31 December 2023)
Mr Ian Mackie	Independent Chair and Director	Part Year (appointed on 25 August 2023 as Director and on 1 January 2024 as Chair)
Mr Nigel Ampherlaw	Independent Director, Chair of the Audit and Risk Committee	Full Year (resigned 23 September 2024)
Mr Anthony Fehon	Independent Director, Chair of the Remuneration and Nominations Committee	Full Year (appointed Interim Managing Director on 9 September 2024)
Mr Su Kiat Lim	Director	Full Year
Mrs Karyn Baylis	Independent Director	Full Year
Mr Victor Rodriguez	Director	Part Year (appointed on 7 July 2023 and resigned on 9 September 2024)
Mrs Kathy Ostin	Independent Director	Part Year (appointed on 1 January 2024)

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

10. Remuneration Report (continued)

c) Executive Remuneration Arrangements

The Group's FY24 Remuneration Framework comprised:

- Fixed Annual Remuneration;
- Short Term Incentives; and
- Long Term Incentives.

Fixed annual remuneration is designed to provide a base level of remuneration, with the 'at-risk' STI and LTI components designed to reward executives when pre-agreed performance measures are met or exceeded. These components support Elanor's remuneration principles of performance-based remuneration, based on a balanced scorecard of financial and non-financial factors, and are designed to reward high performing executives to ensure the Group continues to attract, motivate and retain exceptional people.

Remuneration levels are considered annually through an assessment of each executive based on the individual's performance and achievements during the financial year and taking into account the overall performance of the Group and prevailing remuneration rates of executives in similar positions.

The components of the Group's remuneration are summarised in the tables below.

- Fixed Annual Remuneration

The key elements of the Group's approach to Fixed Annual Remuneration are set out below:

Composition	FAR comprises cash base salary, statutory superannuation contributions and other nominated benefits.
Benchmarking and Review	Base pay is determined by reference to appropriate benchmark information, taking into account an individual's responsibilities, performance, qualifications and experience. The Board and RNC may engage independent remuneration consultants to perform relevant remuneration benchmarking. There are no guaranteed base pay increases in any executive's contracts.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

10. Remuneration Report (continued)

c) Executive Remuneration Arrangements (continued)

- Short Term Incentive

The key elements of the Group's STI as operated in FY24 are set out below:

Feature	Approach
Purpose	The STI is an 'at-risk' component of the remuneration framework, awarded annually, subject to performance against annual pre-tax Return on Equity (ROE) hurdles. The scheme is intended to attract, retain and reward participating executives for delivering superior financial performance.
Performance Period	12 months operating from 1 July to 30 June each year (the Group's financial year)
Participants	All executives may be eligible to participate in the STI, however it is primarily directed towards Executive KMP and other select executive employees.
Performance hurdles	ROE performance must exceed 10% per annum for any STI to be available. The funds available for distribution under the STI is calculated based on 20% of ROE above 10% per annum, 22.5% of ROE above 15% per annum, 25% of the ROE above 17.5% per annum and 30% of the ROE above 20% per annum.
Delivery of STI awards	Following assessment of ROE performance and determination of the STI outcome for each participant, 50% of STI awards are delivered in cash and 50% in the form of deferred securities (50%). The deferred securities vest two years after grant subject to the executive's continued employment (and their maintaining minimum performance standards). Participants are entitled to receive any distributions paid on securities during the deferral period.
Malus and Clawback	In the event of fraud, dishonesty, gross misconduct or material misstatement, the Board may determine to 'claw back' any deferred securities to ensure that no unfair benefit is obtained by a participant.
Change of Control	In the event of a change of control of the Group, the Board, in its absolute discretion, may determine the extent to which any STI awards for the relevant financial year should be paid and the manner in which any deferred securities granted in respect of prior years should be dealt with.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

10. Remuneration Report (continued)

c) Executive Remuneration Arrangements (continued)

- Long Term Incentives

The Group utilises Loan Securities and Executive Options to deliver LTIs to certain members of the executive team. The aim of the LTIs is to align recipients' reward outcomes to the objectives of securityholders, as well as motivating and retaining key executives.

The key elements of the Group's LTI (Loan Security) scheme as operated in FY24 are set out below:

Feature	Approach
Purpose	The Loan Security scheme is an 'at-risk' component of the remuneration framework, subject to performance against targets aligned with securityholder returns. The scheme is intended to attract, retain and reward participating executives for delivering superior securityholder returns.
Performance Periods	Loan Securities are subject to the satisfaction of vesting conditions over two, three and four-year performance periods, aligned with the Group's financial years.
Participants	Executive KMP and other select executive employees.
Loan Security Instruments	In FY24, the Group utilised Loan Securities as the primary instrument to deliver LTI awards. Each Loan Security is a stapled security in the Group that is subject to trading restrictions from the time of allocation until the satisfaction of the applicable vesting conditions and repayment of a limited recourse loan provided by the Group to fund the purchase cost of the Loan Securities. The limited recourse loan provided by the Group carries interest of an amount equal to any cash dividend or distribution but not including any distribution of capital, or an abnormal distribution. Upon satisfaction of the vesting conditions and repayment of the loan, each Loan Security will convert into one ordinary stapled security in the Group.
Performance Targets and Vesting Conditions	The Board has established performance measures linked to the delivery of returns for Elanor's securityholders over the performance period. The Group has established absolute Total Securityholder Return (TSR) based performance targets that are required to be achieved for vesting of the Loan Securities at the end of each performance period as follows: - For the first year of a performance period, the TSR hurdle is 10% per annum; - For the second and following years of a performance period, the TSR hurdle is 8% per annum. In addition to the absolute TSR hurdles, executives are required to remain employed with the Group for the relevant performance period for a tranche of Loan Securities to vest.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

10. Remuneration Report (continued)

c) Executive Remuneration Arrangements (continued)

Rationale for the Performance Measure	TSR measures the overall returns that have been generated for securityholders, reflecting security price movements and reinvestment of distributions over a specified period. The absolute TSR hurdles are intended to enhance alignment between executives and securityholders and are determined by the Board with reference to returns from direct investments in a range of asset classes including property, equities and fixed interest, market views on real estate asset values and the broader outlook for financial markets.
Re-testing	Where the first tranche of Loan Securities does not vest at the end of the two-year performance period, re-testing of the TSR hurdles will occur after three years. Where vesting does not occur at this first re-test, the first tranche will be tested again after four years. Where the second tranche of Loan Securities does not vest at the end of the three-year performance period, re-testing of the TSR hurdles will occur after four years. There is no re-testing for the third tranche of Loan Securities for which the TSR hurdles are tested at the end of the four-year performance period. Any Loan Securities which remain unvested after TSR hurdles have been tested for the four-year performance period will be forfeited.
Malus and Clawback	In the event of fraud, dishonesty, gross misconduct or material misstatement, the Board may determine to 'claw back' any Loan Securities to ensure that no unfair benefit is obtained by a participant.
Change of Control	In the event of a change of control of the Group, the Board, in its absolute discretion, may determine the manner in which any unvested Loan Securities will be dealt with.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

10. Remuneration Report (continued)

c) Executive Remuneration Arrangements (continued)

The key elements of the Group's Long Term Incentive (Executive Options) scheme are set out below:

Feature	Approach
Purpose	The Executive Options scheme is an 'at-risk' component of the remuneration framework, subject to performance against targets aligned with securityholder returns. The scheme is intended to attract, retain and reward participating executives for delivering superior securityholder returns.
Performance Period	Options are subject to a three-year performance period, aligned with the Group's financial years.
Participants	Chief Executive Officer
Executive Option Instruments	The Group utilised Executive Options as an additional long-term incentive for selected senior executives. Each Option is a right to acquire a Security in the Group, subject to meeting the applicable Vesting Conditions and payment of the exercise price. The Board determined the terms of the Options for each offer. Each offer under the Options Plan will specify the number of Options which are to be granted to a participant, and the exercise price per Option. The methodology for the calculation of the exercise price per Option is based on a premium to the Volume Weighted Average Price (VWAP) of an ENN security as traded on the ASX for a period of 5 days prior to the issue date.
Performance Targets and Vesting Conditions	The Board has established performance measures linked to the delivery of returns for Elanor's securityholders over the performance period. The Group has established an absolute TSR based performance target of 15% per annum that is required to be achieved for vesting of the Options at the end of the performance period. In addition to the absolute TSR hurdle, executives are required to remain employed with the Group for the three-year performance period for Options to vest.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

10. Remuneration Report (continued)

d) Group Performance Summary

The Board's assessment of the performance metrics for the STI and LTI awards is based on the Group's results, presented on the basis that EHAF, EWPF, Bluewater and Stirling are equity accounted, rather than consolidated in accordance with Accounting Standards. Elanor considers that presenting the operating performance of the Group on this adjusted basis gives a representation of the Group that is consistent with the management and Board reporting of the Group.

The table below sets out summary information about the Group's financial performance and movements in Securityholder returns for the last five years:

	30 June 2024	30 June 2023	30 June 2022	30 June 2021	30 June 2020
Net (loss) / profit before tax (\$'000)	(158,160)	(26,133)	(7,395)	9,467	(26,419)
Adjusted Net (loss) / profit before tax* ¹ (\$'000)	(102,830)	(19,716)	2,841	7,468	(18,151)
Net (loss) / profit after tax (\$'000)	(157,840)	(30,674)	(4,234)	7,817	(23,390)
Adjusted Net (loss) / profit after tax* ¹ (\$'000)	(108,814)	(19,277)	3,458	5,939	(17,988)
Core earnings* (\$'000)	12,828	12,529	18,259	15,146	15,434
Security price at start of year	\$1.63	\$1.65	\$1.89	\$1.12	\$1.83
Security price at end of year	\$0.99	\$1.63	\$1.65	\$1.89	\$1.12
Interim distribution	4.90 cents	7.51 cents	9.05 cents	4.13 cents	9.51 cents
Final distribution	–	1.62 cents	4.43 cents	7.14 cents	–
Total distributions	4.90 cents	9.13 cents	13.48 cents	11.27 cents	9.51 cents
Basic earnings/ (loss) per security	(85.44) cents	(16.35) cents	0.82 cents	6.73 cents	(16.59) cents
Basic earnings/ (loss) per security* ¹	(72.26) cents	(16.00) cents	2.95 cents	5.08 cents	(17.39) cents

*EHAF, EWPF, Stirling and Bluewater equity accounted

*Refer to previous section on 'Review of Financial and Operation Results' for definition of Adjusted Profit and Core Earnings.

FY24 Short Term Incentive Outcomes

The Group's STI financial performance measure for FY24 was pre-tax return on equity (ROE). The required pre-tax return hurdle was not achieved for the financial year and, as a result, the FY24 Short Term Incentive outcome for all participants was nil.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

10. Remuneration Report (continued)

d) Group Performance Summary (continued)

Table 1: Remuneration of Key Management Personnel

Executive Officers	Year	Short-term employee benefits			Post-employment benefits	Long-term employee benefits	Share-based payments				Total
		Salary	STI Cash Bonus	Non-Monetary	Super	Annual Leave ¹	Long Service Leave ¹	LTI Loan Security Payments ²	STI Deferred Security	LTI Option Payments ²	
		\$	\$	\$	\$	\$	\$	\$	\$	\$	\$
G. Willis	2024	777,708	–	–	27,399	33,338	15,266	79,325	219,470	–	1,152,506
	2023	742,139	150,000	–	25,292	103,897	42,975	184,775	286,357	46,667	1,582,102
P. Siviour	2024	625,651	–	–	27,500	27,073	12,340	38,567	199,398	–	930,529
	2023	594,063	150,000	–	27,500	73,173	25,484	85,263	258,479	–	1,213,962
S. Simmons	2024	610,651	–	–	27,500	16,627	13,016	28,925	199,398	–	896,117
	2023	588,764	150,000	–	27,500	39,307	33,459	63,947	249,713	–	1,152,690

¹ Annual leave and long service leave represents the movement in the accrued leave balances for the year, being the current year's leave entitlement of the key management personnel less leave taken during the year.

² The value of the loan securities and options granted to key management personnel as part of their remuneration is calculated as at the grant date using a Monte Carlo Simulation. The amounts disclosed as part of the remuneration for the financial year have been determined by allocating the grant date value on a straight-line basis over the period from the beginning of performance period to vesting date.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

10. Remuneration Report (continued)

d) Group Performance Summary (continued)

Table 2: Remuneration components as a proportion of total remuneration on an annualised basis

Executive Officers	Year	Fixed remuneration	Remuneration linked to performance	Total
		%	%	%
G. Willis	2024	74.07	25.93	100.00
	2023	57.79	42.21	100.00
P. Siviour	2024	74.43	25.57	100.00
	2023	59.33	40.67	100.00
S. Simmons	2024	74.52	25.48	100.00
	2023	59.78	40.22	100.00

No key management personnel appointed during the year received a payment as part of their consideration for agreeing to hold the position.

Remuneration and other terms of employment for the key management personnel are formalised in their employment contracts. The key provisions of the employment contracts for executive key management personnel as at 30 June 2024 are set out below.

Table 3: Employment contracts of key management personnel

Executive	G. Willis ¹	P. Siviour ¹	S. Simmons
Position	Managing Director and Chief Executive Officer	Chief Operating Officer	Chief Financial Officer and Company Secretary
Term	No fixed term	No fixed term	No fixed term
Salary (including Superannuation)	\$800,000	\$650,000	\$635,000
Incentive remuneration	Eligible for an award of short term and long-term incentive remuneration (if any) as described above	Eligible for an award of short term and long-term incentive remuneration (if any) as described above	Eligible for an award of short term and long-term incentive remuneration (if any) as described above
Benefits	Entitled to participate in Elanor Investors Group benefit plans that are made available	Entitled to participate in Elanor Investors Group benefit plans that are made available	Entitled to participate in Elanor Investors Group benefit plans that are made available
Notice period	Employment shall continue with the Group unless either party gives 12 months' notice in writing	Employment shall continue with the Group unless either party gives 9 months' notice in writing	Employment shall continue with the Group unless either party gives 6 months' notice in writing
Restraint	12 months from the time of Termination	N/A	N/A

¹ Retired on 9 September 2024.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

10. Remuneration Report (continued)

e) Non-Executive Director Remuneration Arrangements and Outcomes

The Elanor Board determines the remuneration structure for NED's based on recommendations from the Remuneration and Nomination Committee. The NED's individual fees are reviewed annually by the Remuneration and Nomination Committee taking into consideration the level of fees paid to NEDs by companies of similar size and stature. The maximum aggregate amount of fees that can be paid to NEDs is subject to approval by securityholders at the Annual General Meeting (currently \$1,000,000, as approved by securityholders in October 2023).

The NEDs receive a fixed remuneration amount, in respect of their services provided to the Responsible Entity and Elanor Investors Limited. They do not receive any performance-based remuneration, or any retirement benefits other than statutory superannuation.

Table 4: Remuneration of Non-Executive Directors

Non-Executive Directors	Year	Short-term employee benefits			Post-employment benefits	Total \$
		Salary \$	Committee		Super \$	
			Fees \$	Total \$		
I. Mackie ²	2024	126,617	–	126,617	13,928	140,545
	2023	–	–	–	–	–
P. Bedbrook ¹	2024	90,498	–	90,498	9,955	100,453
	2023	169,683	–	169,683	17,817	187,500
N. Ampherlaw ³	2024	115,000	15,000	130,000	–	130,000
	2023	107,500	15,000	122,500	–	122,500
A. Fehon	2024	104,072	13,575	117,647	12,941	130,588
	2023	107,500	15,000	122,500	–	122,500
S.K. Lim	2024	115,000	–	115,000	–	115,000
	2023	107,500	–	107,500	–	107,500
K. Baylis	2024	96,296	–	96,296	19,224	115,520
	2023	97,285	–	97,285	10,215	107,500
K. Ostin ²	2024	57,500	–	57,500	–	57,500
	2023	–	–	–	–	–
V. Rodriguez ¹	2024	–	–	–	–	–
	2023	–	–	–	–	–

¹ Mr P. Bedbrook resigned on 31 December 2023, and Mr V. Rodriguez was appointed on 7 July 2023 and resigned on 9 September 2024

² Mr I. Mackie and Mrs K. Ostin were appointed on 1 January 2024

³ Mr N. Ampherlaw resigned on 23 September 2024

During the year no options were issued to the NEDs.

Remuneration and other items of appointment of the NEDs are formalised in contracts.

The NEDs are engaged under a letter of appointment with no fixed term. The NEDs employment is subject to the Constitution of the Group, the *Corporations Act*, and the 3 year cycle of the rotation and election of Directors.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

10. Remuneration Report (continued)

f) Additional Disclosures Relating to Short Term Incentive Plans and Long Term Incentive Plans

Details of Short Term Incentive Plan payments granted or vested as deferred securities compensation to Key Management Personnel during the period:

During the financial year										Fair value to be expensed in future years ²
Name	Award Type	Grant Date	Vesting Date	Number Granted	Value at Grant Date ¹	Number Vested	% of Grant Vested	Number Cancelled	% of Grant Cancelled	
G. Willis	Deferred Securities	8 Dec 2023	30 Jun 2026	371,978	1.295	–	0%	–	N/A	424,210
		15 Aug 2022	15 Aug 2024	90,537	1.77	–	0%	–	N/A	13,354
		30 Sep 2021	30 Sep 2023	85,080	2.06	85,080	100%	–	N/A	–
		18 Dec 2020	18 Dec 2022	243,549	1.88	243,549	100%	–	N/A	–
P. Siviour	Deferred Securities	8 Dec 2023	30 Jun 2026	309,982	1.295	–	0%	–	N/A	353,509
		15 Aug 2022	1 Jul 2024	90,537	1.77	–	0%	–	N/A	13,354
		30 Sep 2021	30 Sep 2023	85,080	2.06	85,080	100%	–	N/A	–
		18 Dec 2020	18 Dec 2022	181,909	1.88	181,909	100%	–	N/A	–
S. Simmons	Deferred Securities	8 Dec 2023	30 Jun 2026	309,982	1.295	–	0%	–	N/A	353,509
		15 Aug 2022	15 Aug 2024	90,537	1.77	–	0%	–	N/A	13,354
		30 Sep 2021	30 Sep 2023	85,080	2.06	85,080	100%	–	N/A	–
		18 Dec 2020	18 Dec 2022	167,916	1.88	167,916	100%	–	N/A	–

¹ Value at grant date reflects the closing share price on the day the securities were granted.

² The maximum value of the short term incentives yet to vest is the fair value amount yet to be reflected in the Group's consolidated income statement. The minimum future value is \$nil as the future performance and service conditions may not be met.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

10. Remuneration Report (continued)

f) Additional Disclosures Relating to Short Term Incentive Plans and Long Term Incentive Plans (continued)

Details of Long Term Incentive Plan payments granted or vested as Loan Security compensation to Key Management Personnel during the period:

During the financial year										% of the actual compensation for the year consisting of awards
Name	Award Type	Grant Date	End of Vesting Period	Number Granted	Fair Value at Grant Date	Number Vested	% of Grant Vested	Number Cancelled ¹	% of Grant Cancelled	
G. Willis	Loan	21 Oct 2020	30 Jun 2024	1,666,666	0.19	–	0%	–	N/A	24%
	Securities	21 Oct 2020	30 Jun 2023	1,666,667	0.19	1,666,667	100%	–	N/A	24%
		21 Oct 2020	30 Jun 2022	1,666,667	0.19	1,666,667	100%	–	N/A	24%
P. Siviour	Loan	28 Aug 2020	30 Jun 2024	666,666	0.12	–	0%	–	N/A	11%
	Securities	28 Aug 2020	30 Jun 2023	666,667	0.12	666,667	100%	–	N/A	11%
		28 Aug 2020	30 Jun 2022	666,667	0.12	666,667	100%	–	N/A	11%
S. Simmons	Loan	28 Aug 2020	30 Jun 2024	500,000	0.12	–	0%	–	N/A	9%
	Securities	28 Aug 2020	30 Jun 2023	500,000	0.12	500,000	100%	–	N/A	9%
		28 Aug 2020	30 Jun 2022	500,000	0.12	500,000	100%	–	N/A	9%

The Loan Security plan has been accounted for as 'in-substance' options. The fair value at grant date of each Loan Security was \$0.12 (\$0.19 for each of the Chief Executive Officer's Loan Securities).

The Board has previously approved the vesting of the awards above with vesting period end dates of 30 June 2022 and 30 June 2023. The loans associated with these awards have not yet been repaid by participants and as such the loan securities have not yet been released and converted to ordinary stapled securities in the Group. The loan repayment period for these awards ends on 30 September 2025.

Subsequent to year end, the Board determined that the required vesting conditions in relation to the tranche of units with vesting period end date of 30 June 2024 were not met. These awards have been cancelled.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

10. Remuneration Report (continued)

f) Additional Disclosures Relating to Short Term Incentive Plans and Long Term Incentive Plans (continued)

Details of Long Term Incentive Plan payments granted or vested as option security compensation to Key Management Personnel during the period:

During the financial year								% of the actual compensation for the year consisting of awards
Name	Award Type	Year	Number Granted	Number Vested	% of Grant Vested	Number Forfeited	% of Grant Forfeited	
G. Willis	Options	2024	–	–	0%	–	N/A	0%
		2023	–	–	0%	–	N/A	0%

No options were granted in the financial year to 30 June 2024.

The following table summarises the value of options granted during the financial year, in relation to options granted to Key Management Personnel as part of the remuneration:

Name	Year	Value of options granted at the grant date ¹	Value of options granted at the exercise date ²
		\$	\$
G. Willis	2024	–	–
	2023	–	–

¹ The value of options granted during the financial year is calculated as at the grant date using a Monte Carlo Simulation. This grant date value is allocated to the remuneration of key management personnel on a straight-line basis over the period from commencement of the performance period to vesting date.

² The value of options exercised during the financial year is calculated as at the exercise date using a Monte Carlo Simulation. No options were exercised in the year to 30 June 2024.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

10. Remuneration Report (continued)

f) Additional Disclosures Relating to Short Term Incentive Plans and Long Term Incentive Plans (continued)

Key Management Personnel equity holdings

Changes to the interests of Key Management Personnel in the Group's Securities are set out below:

Elanor Investors Group – Stapled Securities

Name	Opening Balance 1 July 2023	Acquired ¹	Disposed	Closing Balance 30 June 2024
Non-Executive Directors				
P Bedbrook ²	306,137	–	–	306,137
N. Ampherlaw	200,000	–	–	200,000
A. Fehon	55,797	13,115	–	68,912
S.K. Lim	–	–	–	–
K. Baylis	35,000	–	–	35,000
I. Mackie	–	–	–	–
V. Rodriguez	–	–	–	–
K. Ostin	–	–	–	–
Executives				
G. Willis	5,527,613	471,978	–	5,999,591
P. Siviour	2,195,660	309,982	–	2,505,642
S. Simmons	1,228,911	309,982	–	1,538,893

¹ The number of stapled securities acquired during the year includes issues of securities under the Group's short term and long term incentive schemes, and securities acquired on market.

² Mr P. Bedbrook resigned on 31 December 2023. The number of stapled securities held by Mr P. Bedbrook reflects his holding at the date of his retirement.

No securities were issued to Non-Executive Directors in the financial year 30 June 2024.

Options over Elanor Investors Group – Stapled Securities

Name	Opening Balance 1 July 2023	Acquired under the Group's incentive plans	Exercised or Disposed or Cancelled	Closing Balance 30 June 2024	Balance vested at Closing	Vested but not exercised	Options vested during the year
G. Willis	2,000,000	–	–	2,000,000	2,000,000	2,000,000	2,000,000

All options issued to Key Management Personnel were made in accordance with the provisions of the employee share option plan.

No options were issued to Non-Executive Directors in the financial year 30 June 2024 (30 June 2023: nil).

Subsequent to year end, the 2,000,000 options held by Mr G. Willis were not exercised and lapsed on 28 August 2024.

g) Loans to Key Management Personnel

No loans have been provided to Key Management Personnel of the Group during the year.

h) Other Transactions and Balances with Key Management Personnel and their Related Parties

There were no transactions with Key Management Personnel and their Related Parties during the financial year that are not otherwise referred to in the consolidated financial statements.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

10. Remuneration Report (continued)

i) Changes to Key Management Personnel Subsequent to Year End

On 9 September 2024, the Group announced a leadership transition with Mr Glenn Willis retiring from the role of CEO and Managing Director, and Mr Paul Siviour retiring from the role of COO. Mr Tony Fehon was appointed as Interim Managing Director. These changes were effective from 9 September 2024.

The employment arrangements with Mr Glenn Willis formally ceased on 28 February 2025, within Mr Willis' 12 month notice period which commenced on 9 September 2024. Mr Paul Siviour's employment arrangements formally ceased on 31 December 2024, within Mr Siviour's 9 month notice period which commenced on 9 September 2024.

Unvested and restricted deferred STI securities issued to Mr Glenn Willis totalling 462,515 securities, and to Mr Paul Siviour totalling 400,519 securities, are forfeited and cancelled as a result of the cessation of their employment.

Vested LTI Loan Securities held by Mr Glenn Willis totalling 3,333,334 Loan Securities, and held by Mr Paul Siviour totalling 1,333,334 Loan Securities, will be retained by them. The loans associated with these awards have not yet been repaid and as such the Loan Securities have not yet been released. The loan repayment period for these awards ends on 30 September 2025 at which time the related loans must be repaid (based on \$1.15 per Loan Security) or the Loan Securities surrendered.

Remuneration Arrangements for Mr Tony Fehon

On 13 September 2024, the Group finalised arrangements for Mr Fehon's terms of appointment as Interim Managing Director. At the date of signing, these include:

- Fixed cash remuneration of \$800,000 per annum, inclusive of Superannuation. No entitlement to participate in STI or LTI programs.
- Ongoing term until a new CEO is appointed, with six months' notice period for termination by either party.

Mr Fehon's appointment as Interim Managing Director came into effect on 9 September 2024.

During the term of Mr Fehon's appointment as Interim Managing Director, he has stepped down as Chair of the Group's Remuneration and Nomination Committee and been replaced by Mr Ian Mackie.

Change to Challenger Nominated Board Representative

On 3 September 2024, the Group announced that Mr Victor Rodriguez had resigned as a Non-Executive Director of Elanor Investors Group with immediate effect.

No replacement Board representative for Challenger Limited been appointed to date.

As a result of the agreement to unwind the strategic partnership with Challenger, as announced in July 2025, Challenger will no longer be entitled to elect a Board representative from the termination date of the agreement.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

11. Company Secretary

Symon Simmons held the position of Company Secretary of the Responsible Entity during the year. Symon is the Chief Financial Officer of the Group and holds a Bachelor of Economics with majors in Economics and Accounting, and has extensive experience as a company secretary, is a Justice of the Peace in NSW and is a Responsible Manager on the Australian Financial Services Licence held by the Responsible Entity.

12. Indemnification and insurance of officers and auditors

During the financial year, the Group paid a premium in respect of a contract insuring the Directors of the Group (as named above), the Company Secretary, and all executive officers of the Company and of any related body corporate against a liability incurred in their capacity as Directors and officers of the Company to the extent permitted by the *Corporations Act 2001* (Cth). The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium.

The Company has not otherwise, during or since the end of the financial year, except to the extent permitted by law, indemnified or agreed to indemnify an officer of the Company or of any related body corporate against a liability incurred in their capacity as an officer.

The Group and the EIF Group indemnifies the auditor (PricewaterhouseCoopers Australia) against any liability (including legal costs) for third party claims arising from a breach by Group or EIF Group of the auditor's engagement terms, except where prohibited by the *Corporations Act 2001*.

13. Environmental regulation

To the best of their knowledge and belief after making due enquiry, the Directors have determined that the Group has complied with all significant environmental regulations applicable to its operations in the jurisdictions in which it operates.

14. Auditor's independence declaration

A copy of the auditor's independence declaration, as required under section 307C of the *Corporations Act 2001* (Cth), is included on the page following the Directors' Report.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

15. Non audit services

Details of amounts paid or payable to the auditor for non-audit services provided during the year by the auditor are outlined in Note 30 to the consolidated financial statements.

The Directors are satisfied that the provision of non-audit services, during the year, by the auditor (or by another person or firm on the auditor's behalf) is compatible with the general standard of independence for auditors imposed by the *Corporations Act 2001* (Cth).

The Directors are of the opinion that the services as disclosed in Note 30 to the consolidated financial statements do not compromise the external auditor's independence, based on advice received from the Audit and Risk Committee, for the following reasons:

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

16. Likely developments and expected results of operations

The financial statements have been prepared on the basis of the current known market conditions. The extent of any potential deterioration in either the capital or physical property markets on the future results of the Group is unknown. Such results could include property market valuations, the ability of borrowers, including the Group, to raise or refinance debt, and the cost of such debt and the ability to raise equity. The significant subsequent developments are disclosed in Section 4 Going Concern of this report.

Following the lodgement of the relevant documents, these Financial Statements, the HY25 Accounts and the FY25 Annual Report with the ASX, the Group intends to request the ASX to lift the suspension of the ENN's securities, however there is no certainty that the ASX will agree to this request.

17. Fees paid to the Responsible Entity or its associates

The fees paid to the responsible entity of EIF, Elanor Funds Management Limited, and its related entities during the financial year are disclosed in Note 27 to the consolidated financial statements.

18. Events occurring after reporting date

In addition to the matters discussed within the Going Concern section, the following events have occurred after reporting date:

Leadership transition

An orderly leadership transition has been implemented, with Glenn Willis (CEO and Managing Director) and Paul Siviour (COO) retiring from their roles and Tony Fehon being appointed as Interim Managing Director. The Board will commence a search for a new CEO once the Group is further advanced in the execution of its stabilisation strategy.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

18. Events occurring after reporting date (continued)

Acquisition of industrial asset

On 4 July 2024, a newly established joint venture with PGIM Real Estate exchanged contracts to acquire a strategically located last mile logistics site at 522-550 Wellington Road, Mulgrave VIC, with settlement expected in early 2026. At completion, the development has the potential to deliver approximately 113,000m² of gross lettable area in a supply constrained industrial precinct. The site is leased to Woolworths, with a lease expiry in mid-2026. This is the first acquisition of the newly established joint venture with PGIM Real Estate.

Sub-contracting of Hotel Operations

Effective 11 November 2024, 1834 Hospitality Pty Ltd ("1834 Hotels") have been appointed to manage the day-to-day hotel management responsibilities of the Elanor Hotel and Accommodation Fund (EHAF) including Human Resources, Sales and Reservations, Marketing, Events Management, Procurement, Finance, and IT. The Elanor Group will oversee 1834 Hotels' management.

Hotel divestments

The divestment program for the Elanor Hotel Accommodation Fund ("EHAF") has transacted hotel assets at a combined gross realisation value of \$140.3 million. Mayfair Hotel Adelaide exchanged in June 2025 and was settled on 6 August 2025. Sales campaigns for further assets will commence in the coming months, with EHAF expected to retain a portfolio of eight assets with a target leverage of less than 30%.

Sale activity to date includes, noting that the below values have been adopted as the net realisable value at 30 June 2024;

- the sale of ibis Styles Albany in Albany (completed in July 2024 for net sale price of \$4.2 million);
- the sale of Leura Gardens (completed in August 2024 for a net sale price of \$24.6 million);
- the sale of ibis Styles Port Macquarie (completed in December 2024 for a net sale price of \$14.6 million);
- the sale of Mantra Pavilion Wagga Wagga (completed in February 2025 for a net sale price of \$8.4 million);
- the sale of ibis Styles Tall Trees, Canberra (completed in May 2025 for a net sale price of \$11.3 million); and
- the sale of Mayfair Hotel, Adelaide (completed in August 2025 for a net sale price of \$72.9 million).

Upon asset realisations, the above sales proceeds were used to repay a total of \$129.6 million of debt in the EHAF portfolio.

In August 2025, Panorama Retreat exchanged contracts for a gross sale price of \$6.125 million. Sales campaigns for further assets will commence in the coming months. The EHAF Board has approved the retention of a portfolio of eight assets with a target leverage in EHAF of less than 30%. Regular engagement with EHAF's financiers is occurring as the EHAF divestment program is progressed.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

18. Events occurring after reporting date (continued)

Bluewater Square Syndicate

On 18 September 2024, the Bluewater Square Syndicate was successful in its legal claim against the vendor of the Bluewater Square shopping centre. The claim sought damages against the vendor and the vendor's asset manager for misleading and deceptive conduct. The award includes compensation for damages and associated interest for an amount of \$3.6 million. This amount was subsequently settled and received on 30 September 2024, \$2.5 million was used to repay the Bluewater debt which was reduced from \$25.3 million to \$22.8 million. The award also includes compensation for legal costs incurred.

Other divestments

Cougal Street

Cougal Street in the Group's Investment Portfolio settled in March 2025 at a contract price of \$1.8 million.

EPIF (Equity Accounted Investment)

EPIF completed the sale of Manning Mall and Northway Plaza in November 2024 and December 2024 respectively and Gladstone Square, in June 2025. The sale of Gladstone Square concludes the asset realisation program for EPIF. EPIF will be wound up, and capital returned to investors, including Elanor, in accordance with EPIF Securityholder resolutions passed in May 2024.

Waverley (Equity Accounted Investment)

Contracts were exchanged with a purchaser for the sale of the Waverley Gardens shopping centre in Victoria for a gross sale price of \$163.0 million, from Elanor's Waverley Gardens Fund. Settlement occurred in July 2025 with proceeds of divestment of the property used to repay the Fund's financier and the remaining capital returned to Waverley Gardens Fund investors, including Elanor.

Belconnen Markets Syndicate (Equity Accounted Investment)

Belconnen Ibbott Lane in the Belconnen Markets Syndicate with a net sale price of \$23.1 million was settled in May 2025.

ECF

On 4 August 2025, ECF received a letter from the Lederer Group stating that it intends to make an unsolicited off-market takeover offer ("Takeover Offer") to acquire all the stapled securities in the Fund and on 20 August 2025 a Bidder's Statement was released to the ASX. The Lederer Group intends, subject to certain conditions, to offer ECF security holders 70 cents in cash for each ECF stapled security they do not currently own. On 20 August 2025, the Independent Board Committee responded to the Takeover Offer and recommended that security holders reject the offer and take no action.

The terms of the strategic alliance with Rockworth contain mechanisms to adjust consideration in the event of changes in the value of ENN. As such this Takeover Offer does not impact the completion of this transaction.

Other matters

Other than the events disclosed above, the directors are not aware of any other matters or circumstances not otherwise dealt with in the Directors' Report that has significantly affected or may significantly affect the operations of the Group, the results of those operations or the state of affairs of the Group in the financial year subsequent to the year ended 30 June 2024.

ELANOR INVESTORS GROUP

DIRECTORS' REPORT

19. Rounding of amounts to the nearest thousand dollars

In accordance with Legislative Instrument 2016/191 issued by the Australian Securities and Investments Commission relating to the rounding off of amounts in the Directors' Report, amounts in the Directors' Report have been rounded to the nearest thousand dollars in accordance with that Legislative Instrument, unless otherwise indicated.

The Directors' report is made in accordance with a resolution of the Boards of Directors of Elanor Funds Management Limited and Elanor Investors Limited. The Financial Statements were authorised for issue by the Directors on 29 August 2025.

Signed in accordance with a resolution of the Directors pursuant to section 298(2) of the *Corporations Act 2001* (Cth). The Directors have the power to amend and re-issue the Financial Statements.



Ian Mackie
Chair



Tony Fehon
Managing Director

Sydney, 29 August 2025



Auditor's Independence Declaration

As lead auditor for the audit of Elanor Investors Limited and Elanor Investment Fund for the year ended 30 June 2024, I declare that to the best of my knowledge and belief, there have been:

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

This declaration is in respect of Elanor Investors Limited and Elanor Investment Fund and the entities they controlled during the period.

A handwritten signature in dark ink, appearing to read 'CJ Cummins'.

CJ Cummins
Partner
PricewaterhouseCoopers

Sydney
29 August 2025

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ELANOR INVESTORS GROUP

CONSOLIDATED STATEMENTS OF PROFIT OR LOSS FOR THE YEAR ENDED 30 JUNE 2024

		Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000	EIF Group 30 June 2024 \$'000	EIF Group 30 June 2023 \$'000
	Note				
Revenue and other income					
Revenue from operating activities	2	142,121	139,141	–	–
Interest income		652	230	19	14
Rental income	1	9,188	8,733	25,487	23,658
Realised gain on disposal of investment		–	1,200	–	1,200
Fair value gain on revaluation of PP&E and investment properties	8,9	–	–	–	35,006
Other income		186	2,108	9,597	24
Total revenue and other income		152,147	151,412	35,103	59,902
Expenses					
Changes in inventories of finished goods		9,262	9,678	–	–
Salary and employee benefits		73,210	68,449	2,311	2,878
Property expenses		15,951	14,416	4,028	2,561
Operator management costs		6,704	9,341	7,189	5,456
Borrowing costs	12	34,323	20,166	24,716	17,223
Depreciation	8	14,789	13,430	–	–
Amortisation		779	670	158	129
Marketing and promotion		3,348	4,047	11	10
Repairs, maintenance and technology		3,665	2,806	61	56
Share of loss from equity accounted investments	10, 21	14,855	7,042	14,878	7,312
Realised loss on disposal of investment		40	–	50	–
Fair value loss on revaluation of PP&E and investment properties		67,819	6,856	97,689	–
Fair value loss on revaluation of derivatives	13	4,085	1,295	1,386	1,268
Impairment expense	10, 21	41,860	2,831	20,289	2,831
Corporate transaction costs		1,021	4,071	–	–
Insurance expense		4,011	3,269	–	–
Other expenses		14,585	9,178	1,245	2,933
Total expenses		310,307	177,545	174,011	42,657
Net (loss) / profit before income tax expense		(158,160)	(26,133)	(138,908)	17,245
Income tax benefit / (expense)	5	320	(4,541)	–	–
Net (loss) / profit for the year		(157,840)	(30,674)	(138,908)	17,245
Attributable to security holders of:					
- Parent Entity		(51,374)	(16,977)	(77,297)	(2,730)
- Non-controlling interest EIF		(77,297)	(2,730)	–	–
Net loss attributable to ENN security holders		(128,671)	(19,707)	(77,297)	(2,730)
Attributable to security holders of:					
- External Non-controlling interest		(29,169)	(10,967)	(61,611)	19,975
Net (loss) / profit for the year		(157,840)	(30,674)	(138,908)	17,245
Basic loss per stapled security (cents)		(85.44)	(16.35)	(58.83)	(2.27)
Diluted loss per stapled security (cents)		(74.99)	(13.91)	(51.64)	(1.93)
Basic loss of the parent entity (cents)		(34.11)	(14.09)		
Diluted loss of the parent entity (cents)		(29.94)	(11.98)		

The above Consolidated Statements of Profit or Loss should be read in conjunction with the accompanying notes

ELANOR INVESTORS GROUP

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 30 JUNE 2024

	Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000	EIF Group 30 June 2024 \$'000	EIF Group 30 June 2023 \$'000
Net (loss) / profit for the year	(157,840)	(30,674)	(138,908)	17,245
Other comprehensive income / (loss)				
<i>Items that may not be reclassified to profit and loss</i>				
Share of reserves of equity accounted investments	796	(38)	796	(781)
(Loss)/ gain on revaluation of property, plant and equipment	(29,249)	28,286	–	–
Other comprehensive income / (loss) for the year, net of tax	(28,453)	28,248	796	(781)
Total comprehensive (loss) / income for the year, net of tax	(186,293)	(2,426)	(138,112)	16,464
Attributable to security holders of:				
- Parent entity	(49,213)	(6,964)	(76,502)	(3,511)
- Non-controlling interest - EIF	(76,502)	(3,511)	–	–
Total comprehensive loss for the year, net of tax, of ENN security holders	(125,715)	(10,475)	(76,502)	(3,511)
Attributable to security holders of:				
- External Non-controlling interest	(60,578)	8,049	(61,611)	19,975
Total comprehensive (loss) / income for the year, net of tax	(186,293)	(2,426)	(138,112)	16,464

The above Consolidated Statements of Comprehensive Income should be read in conjunction with the accompanying notes

ELANOR INVESTORS GROUP

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS AT 30 JUNE 2024

		Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000	EIF Group 30 June 2024 \$'000	EIF Group 30 June 2023 \$'000
	Note				
Current assets					
Cash and cash equivalents	6	17,589	25,269	551	1,182
Trade and other receivables	20,31	18,825	18,157	46,831	41,902
Other financial assets	14	–	4,095	–	–
Inventories		1,470	1,893	–	–
Investment properties	9,31	31,094	–	31,094	–
Other current assets		3,438	3,207	139	15
Derivative financial instruments	13,31	–	1,353	–	1,353
Assets classified as held for sale (AHFS)	11	154,517	–	140,377	–
Total current assets		226,933	53,974	218,992	44,452
Non-current assets					
Property, plant and equipment	8(a)	320,682	521,054	–	–
Trade and other receivables	20,31	8,702	–	–	–
Contract assets	21	24,187	3,618	–	–
Investment properties	9,31	29,325	91,875	346,394	591,870
Equity accounted investments	10,31	49,825	97,834	49,640	93,610
Intangible assets	23	1,409	1,478	–	–
Other financial assets	14	6,561	–	–	–
Deferred tax assets	5	5,837	10,083	–	–
Total non-current assets		446,528	725,942	396,034	685,480
Total assets		673,461	779,916	615,026	729,932
Current liabilities					
Payables	22,31	15,597	17,987	15,582	9,566
Derivative financial instruments	13,31	3,835	–	–	–
Interest bearing liabilities	12,31	383,931	8,542	306,528	5,982
Loan from the Company	31	–	–	6,190	12,592
Lease liabilities	8(c)	1,434	1,887	–	–
Current provisions	22	4,527	5,401	–	–
Other current liabilities	22,31	21,292	16,656	17,675	13,130
Income tax payable		–	610	–	–
Contract liabilities		1,620	2,196	28	276
Liabilities associated with AHFS	11	6,497	–	1,657	–
Total current liabilities		438,733	53,279	347,660	41,546
Non-current liabilities					
Derivative financial instruments	13,31	33	–	33	–
Interest bearing liabilities	12,31	29,608	372,159	41,408	312,633
Non-current provisions	22	245	296	–	–
Lease liabilities	8(c)	436	1,870	–	–
Loan from the Company	31	–	–	5,501	42,036
Total non-current liabilities		30,322	374,325	46,942	354,669
Total liabilities		469,055	427,604	394,602	396,215
Net assets		204,406	352,312	220,424	333,717

The above Consolidated Statements of Financial Position should be read in conjunction with the accompanying notes

ELANOR INVESTORS GROUP

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS AT 30 JUNE 2024

		Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000	EIF Group 30 June 2024 \$'000	EIF Group 30 June 2023 \$'000
	Note				
Equity					
<i>Equity Holders of Parent Entity</i>					
Contributed equity	15	84,361	73,555	142,047	108,093
Treasury shares	15	(1,722)	(759)	(6,014)	(2,610)
Reserves	16	36,070	32,285	34,160	31,190
Accumulated losses		(124,777)	(73,403)	(109,962)	(24,739)
Parent entity interest		(6,068)	31,678	60,231	111,934
<i>Equity Holders of Non-Controlling Interest</i>					
Contributed equity - Elanor Investment Fund	15	142,047	108,093	–	–
Treasury shares	15	(6,014)	(2,610)	–	–
Reserves	16	34,160	31,190	–	–
Accumulated losses		(109,962)	(24,739)	–	–
Non-controlling interest		60,231	111,934	–	–
<i>Equity Holders of Non-Controlling Interest - External</i>					
Contributed equity - External		170,253	167,121	167,111	166,120
Reserves		37,957	69,399	(12,953)	21,854
Accumulated (losses) / Retained profits		(57,966)	(27,820)	6,036	33,809
External Non-controlling interest		150,243	208,700	160,194	221,783
Total equity attributable to stapled security holders:					
- Parent Entity		(6,068)	31,678	60,231	111,934
- Non-controlling Interest - EIF		60,231	111,934	–	–
Total equity attributable to ENN security holders		54,163	143,612	60,231	111,934
Total equity attributable to stapled security holders:					
- Non-controlling interest - External		150,243	208,700	160,193	221,783
Total equity		204,406	352,312	220,424	333,717

ELANOR INVESTORS GROUP

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 JUNE 2024

	Contributed equity	Treasury shares	Other Reserves	Security Based Payment Reserve	Retained profits/ (accumulated losses)	Parent Entity Total Equity	Non- controlling interest EIF	Total ENN Equity	External Non- controlling interest	Total Equity
Note	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Consolidated Group										
Total equity at 1 July 2023	73,555	(759)	29,337	2,948	(73,403)	31,678	111,934	143,612	208,700	352,312
Loss for the year	–	–	–	–	(51,374)	(51,374)	(77,297)	(128,671)	(29,169)	(157,840)
Other comprehensive income for the year	–	–	2,161	–	–	2,161	796	2,957	(31,409)	(28,453)
Total comprehensive income / (expense) for the year	–	–	2,161	–	(51,374)	(49,213)	(76,502)	(125,715)	(60,578)	(186,293)
Transactions with owners in their capacity as owners:										
Contributions of equity, net of issue costs	15	10,806	(963)	–	–	9,842	30,550	40,392	(676)	39,716
Security-based payments	–	–	–	1,624	–	1,624	2,175	3,799	–	3,799
Distributions paid and payable	3	–	–	–	–	–	(7,926)	(7,926)	(1,389)	(9,315)
Transaction with non-controlling interest	–	–	–	–	–	–	–	–	4,186	4,186
Total equity at 30 June 2024	84,361	(1,722)	31,498	4,572	(124,777)	(6,068)	60,231	54,163	150,242	204,406

	Contributed equity	Treasury shares	Other Reserves	Security Based Payment Reserve	Retained profits/ (accumulated losses)	Parent Entity Total Equity	Non- controlling interest EIF	Total ENN Equity	External Non- controlling interest	Total Equity
Note	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Consolidated Group										
Total equity at 1 July 2022	72,783	(1,682)	19,324	3,193	(56,426)	37,192	126,512	163,704	177,550	341,254
Loss for the year	–	–	–	–	(16,977)	(16,977)	(2,730)	(19,707)	(10,967)	(30,674)
Other comprehensive income / (expense) for the year	–	–	10,013	–	–	10,013	(781)	9,232	19,016	28,248
Total comprehensive income / (expense) for the year	–	–	10,013	–	(16,977)	(6,964)	(3,511)	(10,475)	8,049	(2,426)
Transactions with owners in their capacity as owners:										
Contributions of equity, net of issue costs	15	772	923	–	–	1,695	5,010	6,705	29,527	36,232
Security-based payments	–	–	–	(245)	–	(245)	(1,596)	(1,841)	–	(1,841)
Distributions paid and payable	3	–	–	–	–	–	(14,481)	(14,481)	(6,475)	(20,956)
Transaction with non-controlling interest	–	–	–	–	–	–	–	–	49	49
Total equity at 30 June 2023	73,555	(759)	29,337	2,948	(73,403)	31,678	111,934	143,612	208,700	352,312

The above Consolidated Statements of Changes in Equity should be read in conjunction with the accompanying notes

ELANOR INVESTORS GROUP

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 JUNE 2024

		Contributed equity	Treasury shares	Other Reserves	Security Based Payment Reserve	Retained profits/ (accumulated losses)	Parent Entity Total Equity	External Non- controlling interest	Total Equity
	Note	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
EIF Group									
Total equity at 1 July 2023		108,093	(2,610)	26,136	5,054	(24,739)	111,934	221,783	333,717
Loss for the year		–	–	–	–	(77,297)	(77,297)	(61,611)	(138,908)
Other comprehensive income for the year		–	–	796	–	–	796	–	796
Total comprehensive income / (expense) for the year		–	–	796	–	(77,297)	(76,502)	(61,611)	(138,113)
Transactions with owners in their capacity as owners:									
Contributions of equity, net of issue costs	15	33,954	(3,404)	–	–	–	30,550	(716)	29,834
Security-based payments		–	–	–	2,175	–	2,175	–	2,175
Distributions paid and payable	3	–	–	–	–	(7,926)	(7,926)	(1,389)	(9,315)
Transaction with non-controlling interest		–	–	–	–	–	–	2,126	2,126
Total equity at 30 June 2024		142,047	(6,014)	26,932	7,229	(109,962)	60,231	160,193	220,424

		Contributed equity	Treasury shares	Other Reserves	Security Based Payment Reserve	Retained profits/ (accumulated losses)	Parent Entity Total Equity	External Non- controlling interest	Total Equity
	Note	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
EIF Group									
Total equity at 1 July 2022		105,559	(5,086)	26,917	6,650	(7,528)	126,512	185,451	311,963
(Loss) / profit for the year		–	–	–	–	(2,730)	(2,730)	19,975	17,245
Other comprehensive loss for the year		–	–	(781)	–	–	(781)	–	(781)
Total comprehensive (expense) / income for the year		–	–	(781)	–	(2,730)	(3,511)	19,975	16,464
Transactions with owners in their capacity as owners:									
Contributions of equity, net of issue costs	15	2,534	2,476	–	–	–	5,010	22,899	27,909
Security-based payments		–	–	–	(1,596)	–	(1,596)	–	(1,596)
Distributions paid and payable	3	–	–	–	–	(14,481)	(14,481)	(6,475)	(20,956)
Transaction with non-controlling interest		–	–	–	–	–	–	(67)	(67)
Total equity at 30 June 2023		108,093	(2,610)	26,136	5,054	(24,739)	111,934	221,783	333,717

The above Consolidated Statements of Changes in Equity should be read in conjunction with the accompanying notes

ELANOR INVESTORS GROUP

CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEAR ENDED 30 JUNE 2024

	Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000	EIF Group 30 June 2024 \$'000	EIF Group 30 June 2023 \$'000
Note				
Cash flows from operating activities				
Receipts from customers	164,423	168,310	–	–
Payments to suppliers and employees	(141,614)	(131,776)	(10,251)	(9,281)
Interest received	448	525	19	14
Finance costs paid	(30,152)	(18,234)	(21,891)	(13,846)
Rental receipts	–	–	26,709	23,658
Income tax paid	(615)	(892)	–	–
Net cash (outflows) / inflows from operating activities	7(a) (7,510)	17,933	(5,414)	545
Cash flows from investing activities				
Financial assets provided	(3,985)	(2,218)	(1,723)	–
Payments for property, plant and equipment / investment properties	(30,708)	(72,719)	(24,064)	(64,732)
Loans (to) / from associates	(2,192)	(4,246)	604	519
Receipts for subsidiaries and equity accounted investments	17,149	19,333	13,552	19,092
Payments for subsidiaries and equity accounted investments	(21,745)	(18,751)	(22,019)	(18,724)
(Transfers) / receipts of cash held in trust	(3,163)	3,163	–	–
Payments of corporate transaction costs	(3,224)	(1,171)	–	–
Distributions received from equity accounted investments	10,235	14,797	10,163	14,799
Loans to Company	–	–	(359)	(3,925)
Net cash outflows from investing activities	(37,633)	(61,812)	(23,846)	(52,971)
Cash flows from financing activities				
Proceeds from borrowings	86,338	100,585	65,807	101,782
Repayments of borrowings	(47,740)	(57,750)	(37,944)	(57,750)
Payments for lease liability	(1,887)	(2,029)	–	–
Proceeds from equity raisings	13,278	25,500	13,278	25,500
Costs associated with equity raisings	(361)	(669)	(348)	(669)
Distributions paid to securityholders	(12,165)	(24,263)	(12,164)	(24,263)
Net cash flows from financing activities	37,463	41,374	28,629	44,600
Net decrease in cash and cash equivalents	(7,680)	(2,505)	(631)	(7,826)
Cash and cash equivalents at the beginning of the year	25,269	27,774	1,182	9,008
Cash at the end of the year	17,589	25,269	551	1,182

The above Consolidated Statements of Cash Flows should be read in conjunction with the accompanying notes

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

About this Report

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ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

About this report (continued)

Elanor Investors Group (Group, Consolidated Group, or Elanor) is a 'stapled' entity comprising Elanor Investors Limited (EIL or Company) and its controlled entities (EIL Group) and Elanor Investment Fund (Trust) and its controlled entities (EIF Group). The units in the Trust are stapled to shares in the Company. The stapled securities cannot be traded or dealt with separately. The stapled securities of the Group are listed on the Australian Securities Exchange (ASX: ENN). As permitted by *ASIC Corporations Instrument 2015/838* issued by the Australian Securities and Investments Commission (ASIC), this report is a combined report that presents the consolidated financial statements and accompanying notes of both Elanor Investors Group and the Elanor Investment Fund.

Compliance with international reporting standards

The financial report complies with Australian Accounting Standards as issued by the Australian Accounting Standards Board and International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board.

Comparative figures have been restated where appropriate to ensure consistency of presentation throughout the financial report.

New accounting standards and interpretations

New and amended standards adopted by the Group

There are no standards, interpretations or amendments to existing standards that are effective for the first time for the financial year beginning 1 July 2023 that have a material impact on the amounts recognised in prior periods or will affect the current or future periods.

New standards, amendments and interpretations effective after 1 July 2024 and have not been early adopted

A number of new standards, amendments to standards and interpretations are effective for annual periods beginning after 1 July 2024, and have not been adopted early in preparing these financial statements. The Group is currently assessing the impact of these new standards.

Rounding

The amounts in the consolidated financial statements have been rounded off to the nearest one thousand dollars, unless otherwise indicated, in accordance with *ASIC Corporations (Rounding in Financial/Director's Reports) Instrument 2016/191*.

Going concern

The Directors have determined that it is appropriate to prepare the consolidated financial statements of the Elanor Group on a going concern basis which contemplates the continuity of normal business activities and the realisation of assets and liabilities in the ordinary course of business.

In making its assessment of the going concern of the Group the Directors have taken into consideration the following:

In the financial year ending 30 June 2024, the Consolidated Group incurred a net loss before tax of \$157.8 million (loss of \$26.1 million in 2023) and an operating cash outflow of \$7.5 million (inflow of \$17.9 million in 2023). The Consolidated Group had net assets of \$204.4 million and net current asset deficiency of \$211.8 million as at balance date.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

About this report (continued)

Going concern (continued)

In the financial year ending 30 June 2024, the EIF Group incurred a net loss before tax of \$138.9 million (profit of \$17.2 million in 2023) and an operating cash outflow of \$5.4 million (inflow of \$0.5 million in 2023). The EIF Group had net assets of \$220.4 million and net current asset deficiency of \$128.7 million as at balance date.

As at 30 June 2024, the EIL Group has negative net assets of \$6.1 million. The EIF Group has positive net assets of \$60.2 million. A letter of support from EIF to EIL has been provided in this regard. The ability of EIF to provide this support is dependent on the factors outlined below regarding the going concern of the ENN Group.

Going Concern of ENN Group

The following information discusses events and conditions which create material uncertainty in relation the ENN Group's (which includes the EIF Group) ability to continue as a going concern. The ENN Group represents the Consolidated Group adjusted to present EHAF, EWPF, Bluewater and Stirling on an equity accounted basis.

During the financial year ended 30 June 2024, the ENN Group entered certain commercial arrangements with third parties, which created liabilities for the ENN Group. At 30 June 2024, the total liabilities in relation to the commercial arrangements was \$23.4 million which is classified as a current liability. Refer to notes 13, 22 and 32 for details on the commercial arrangements. As a result of these liabilities, as well as material asset devaluations recognised during the year, it was subsequently determined that the ENN Group had breached certain undertakings and covenants under the secured debt facility and the corporate notes during and at the end of the financial year ended 30 June 2024.

On 11 October 2024, the ENN Group notified the secured lender and the noteholders of the breaches, however no formal waivers were obtained as at 30 June 2024. As the breaches constituted an Event of Default under each facility, the secured debt lender and the noteholders had a right to immediate repayment of the secured debt facility and redemption of the corporate notes outstanding at 30 June 2024. As a result, these facilities are classified as current interest-bearing liabilities at 30 June 2024. Refer to note 12 for details on interest bearing liabilities.

On 23 August 2024, Elanor Investors Group (ASX: ENN) requested, and the ASX granted, a voluntary suspension of trading of ENN securities on the ASX to enable Elanor to consider a range of options to stabilise the ENN Group's balance sheet, explore options for refinancing its debt facilities, simplify the business and optimise securityholder value over the long term.

In this regard, the Directors of ENN Group have undertaken the following actions since 30 June 2024 to stabilise the business:

Asset realisation program

As announced to the ASX on 23 August 2024, the ENN Group commenced an orderly asset realisation program to seek to release the ENN Group's balance sheet co-investment capital and repay debt, while working towards achieving outcomes which in management's view achieved the best outcomes for the fund investors, ENN securityholders and other stakeholders.

On 13 September 2024, the ENN Group completed the divestment of its 12.6% interest in the Elanor Commercial Property Fund ("ECF") via an off-market sale for \$23.9 million. Proceeds from the sale were used to reduce the ENN Group's senior secured fully revolving debt facility by \$15.0 million as required by the lender, repay \$5.0 million of commercial arrangements and provide for working capital requirements.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

About this report (continued)

Going concern (continued)

Subsequently, the ENN Group continued to execute its stated asset realisation program to repay debt. This included the divestment of the wholly owned Cougal Street property, and the divestment of assets within certain managed funds in accordance with the strategies developed by management to achieve the best outcomes for the fund investors. See the Events occurring after reporting date section for further details of these divestments. The proceeds of the divestments were used to repay the financing facilities in these funds and amounts owing to creditors, with the residual to be returned to investors, including the ENN Group. ENN Group is expected to receive approximately \$12.2 million from these divestments which will be used to repay principal and interest on its secured debt facility.

Senior facility refinancing

On 11 October 2024, the ENN Group announced that it had accepted credit approved terms from Keyview Financial Group ("Keyview") for a new secured term debt facility to refinance the existing \$75.0 million secured debt facility.

The Keyview debt facility was executed by the ENN Group on the 31 October 2024, securing a \$70.0 million initial tranche and two further tranches totalling \$15.0 million over an 18-month term, with a 12-month extension option, which allowed ENN group to fully repay the previous secured facility. The cash interest rate on the initial tranche is 10% plus a further 5% per annum which is capitalised, with an additional 5% payable in cash under certain circumstances. The facility has a minimum interest amount payable of \$14.0 million over the term. Drawdowns under the \$15.0 million tranche incur interest of between 15-25% capitalised, and an additional 5% under certain circumstances paid in cash. A 55% gearing ratio is applicable only if the extension option is exercised. The facility was negotiated with scheduled repayments of \$23.0 million by 31 March 2025 and \$42.5 million by 30 June 2025.

As a result of cross defaults relating to breaches of the interest cover ratio of the EWPF facility and repayment requirements under a deed of forbearance with the lender to Bluewater Square, as well as missed March and June repayment milestones by ENN Group on the senior debt facility, the ENN Group defaulted on the Keyview facility.

On 26 August 2025, Elanor entered into an extension arrangement with Keyview whereby Keyview acknowledged ENN Group's recapitalisation plan, reserved its rights in respect of the defaults and agreed, subject to a number of conditions, that it would not seek to enforce those rights until the earlier of 14 November 2025, the date any condition is breached, and the date any subsequent event of default occurs. The conditions applied include monthly minimum and recurring cash covenants, curing of cross defaults in certain managed funds by 30 September 2025 and achieving milestones in relation to the recapitalisation plan.

Amendments to the Corporate Notes Terms

On 19 December 2024, the Note Trustee of ENN Group's \$40.0 million Corporate Notes ("Notes") held a meeting of Noteholders, where Noteholders voted to reserve their rights in respect of certain covenant breaches and implement a standstill for 90 days, to 19 March 2025.

On 4 April 2025, ENN Group announced that a special Resolution of the Notes had been passed which waived the covenant breaches and restructured the Notes to extend the maturity of all Notes to 30 April 2026, increase the coupon, vary the gearing ratio financial covenant and facilitate early redemption.

On 18 August 2025, the Noteholders voted in favour of a special resolution to amend the conditions of the Notes, such that requirement to comply with the financial covenant in relation to the gearing ratio at 30 June 2025 was waived.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

About this report (continued)

Going concern (continued)

Realisation of deferred management fees and loans to managed funds

EHAF's secured financing facilities mature on 30 September 2025. Management have been communicating with EHAF's lenders and have secured a credit approved offer to refinance and extend the total outstanding borrowings under a single facility until 31 May 2026. Acceptance of this offer is subject to management's usual internal approval processes. This allows for further progress on the EHAF divestment program prior to securing a longer term facility for the remaining core portfolio of assets. The EHAF Board has approved the retention of a portfolio of eight assets with a target leverage in EHAF of less than 30%.

A proportion of the proceeds of future sales in EHAF are required to repay the secured facility, with the remainder to be retained as working capital by EHAF or used to repay deferred management fees to the ENN Group subject to certain conditions being met as noted in the term sheet. The credit approved terms include covenants with respect to asset realisation timeframes through to March 2026 and gearing and interest cover requirements. Failure to meet these covenants would result in an event of default which could impact ENN Group's ability to continue to collect management fees from EHAF.

Bluewater Square Syndicate ("Bluewater") entered into a Deed of Forbearance ('Deed') on 20 December 2023 (amended 6 December 2024 and 14 May 2025) with its financier which prescribed a timeline for the disposal of the Bluewater asset, including offering the asset for sale by 28 February 2025, exchanging contracts by 30 June 2025 with sale to be completed by and debt repaid by 31 July 2025.

Management have been in regular correspondence with the financier since this time. A put and call agreement was signed in December 2024 for the sale of Bluewater Square. The call option was exercised and the sales contract was exchanged on 25 August 2025, with settlement expected to occur in September 2025. Upon settlement, control of the property will transfer to the purchaser for a total sales price of \$32.0 million (and selling costs of \$0.9 million) with \$29.1 million of the proceeds to be received at settlement. The remaining \$2.9 million is recoverable under a vendor financing arrangement in which Bluewater Square Syndicate will provide an interest free loan to the purchaser (subject to guarantees by the purchaser) to be repaid 12 months after settlement. Proceeds will be used to repay the fund's lenders, including \$8.8 million of the loan repayable to the ENN Group. Keyview has identified the non-compliance under Bluewater Square Syndicate's as a cross default and requires cure or waiver of the cross default by 30 September 2025. Any amounts payable to the ENN Group by Bluewater are subordinated to the fund's financier. These factors both contribute to the going concern material uncertainty for the ENN Group.

Under the EWPF facility agreement the fund is required to meet a 1.75x interest cover test. At 31 March 2025 EWPF breached this covenant. On 30 July 2025 the Fund issued the 30 June 2025 compliance certificate demonstrating compliance with the interest cover covenant at that date. Keyview identified the 31 March 2025 covenant breach as a cross default on the Senior Debt Facility and required the waiver of the default by 30 September 2025. Management received the waiver from the EWPF lender on 28 August 2025.

Stirling Street in Western Australia, from the Stirling Street Syndicate, exchanged in July 2025 and settled in August 2025 at a gross sale price of \$27.5 million. The proceeds from divestment of the property have been used to repay \$19.8 million in borrowing and the remaining capital will be returned to creditors and investors. ENN Group is expected to receive \$3.3 million from the sale from payment of receivables and return of capital. ENN Group is required to apply the receipt of these proceeds towards the reduction of the Keyview facility by 30 September 2025.

Based on the factors outlined above, it is management's intention to wind up the fund following the realisation of its assets and settlement of all liabilities.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

About this report (continued)

Going concern (continued)

Exit of Challenger Mandate

In July 2025, Elanor and Challenger entered into a mutual agreement to unwind the strategic partnership and related investment management arrangements that were announced in July 2023.

As part of a transition of arrangements, Elanor will continue to manage the Challenger real estate portfolio until 15 October 2025 and support the transition of the portfolio to a new manager.

Subject to obtaining all required regulatory and Elanor securityholder approvals, Challenger and Elanor will cancel the 20.3 million ENN securities held by a subsidiary of Challenger.

The distribution agreement between Fidante and Elanor will be terminated. The retail and hotel assets jointly owned by ADIC and Challenger will continue to be managed by Elanor.

Strategic alliance with Rockworth

On 28 July 2025, the Group entered into binding terms to expand its strategic alliance with Rockworth Capital Partners ("Rockworth"), whereby Rockworth will invest up to \$125.0 million into Elanor to recapitalise the business, stabilise the balance sheet and reduce gearing.

The Rockworth Investment will provide the following:

- \$70.0 million senior secured debt facility with a term of 2 years with a 1 year extension option, an interest rate of 7% p.a. and a gearing ratio covenant of 45%;
- \$55.0 million perpetual, subordinated, unsecured capital notes in Elanor Investors Limited with a 9% p.a. coupon for the first 3 years and 11% p.a. thereafter with payment at ENN's discretion; and
- 30.0 million unlisted warrants to acquire ENN securities at an exercise price of \$0.01 per warrant ("Penny Warrants").

The proceeds of the Rockworth Investment will be used to:

- Repay the existing Keyview senior facility, in full;
- Redeem the existing \$40 million of Elanor Corporate Notes, in full;
- Repay a substantial portion the outstanding commercial arrangements; and
- Provide for additional working capital.

Interest on the secured facility and distributions on the perpetual notes (which are at ENN's discretion) are payable quarterly in arrears. No distributions to other securityholders are permitted until the accumulated distributions on the perpetual notes are repaid in full. An establishment fee of \$1.25 million is payable on the secured facility. The secured facility is subject to a make whole in the event the facility is repaid prior to the maturity date at a rate of 3% on any prepaid amounts. The Rockworth senior debt facility provides ENN with the ability to redraw any amounts repaid up to \$10 million.

The number of perpetual notes to be issued is dependent on the progress of the asset realisation program and the remaining balance of the outstanding amount on the Keyview facility at the date of settlement. The total value of the perpetual notes is capped at \$55.0 million.

As a key element of the expanded Rockworth strategic alliance, ENN Group will acquire 100% of Firmus Capital Pte. Ltd., a Singapore based real estate investment manager with approximately S\$658 million of assets under management ("AUM") as at 31 December 2024 across the retail and office sectors ("Firmus Acquisition"). Firmus is 70% owned by Rockworth and 30% owned by Firmus CEO (and current Elanor

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

About this report (continued)

Going concern (continued)

director), Su Kiat Lim.

The Firmus Acquisition will be based on an enterprise value of 7.0x underlying pro-forma Firmus' FY25 EBITDA (excluding transactional earnings and based on agreed 'maintainable earnings' approach), plus agreed net tangible assets, with the consideration to be paid through the issue of ENN securities, which will be valued on the same basis. These values are currently subject to a due diligence process. The transaction terms contain a requirement for ENN Group to compensate the Firmus vendors for any reduction in the ENN Group's agreed NTA subsequent to completion of the Firmus Acquisition in relation to loss of the ECF mandate or payments to Keyview above the make whole amount.

The Rockworth Investment and the Firmus Acquisition are subject to regulatory approval, and approval by ENN securityholders at an Extraordinary General Meeting ("EGM"). The ENN Group is preparing a Notice of Meeting and Explanatory Memorandum, including an Independent Expert Report, which is expected to be dispatched to ENN securityholders in late September 2025 (subject to regulatory review). The EGM is expected to be held in November 2025.

Material uncertainty over ability to continue as a going concern

The ability of the ENN Group and EIF Group to continue as a going concern remains dependent on a number of factors including:

- regulatory and ENN securityholder approvals to enable execution of the Rockworth Investment prior to the sunset date of 30 November 2025, at which time the binding terms will automatically terminate unless otherwise agreed by the parties;
- satisfaction of customary conditions precedent to draw down of the Rockworth Investment in order to repay the senior secured facility, the corporate notes and the commercial arrangements;
- ENN Group and Rockworth reaching agreement on the terms of the long form documentation of the transaction agreements, including there being no material adverse change to the ENN Group's assets, financial position or prospects prior to execution;
- Keyview not exercising their rights in respect of the historical or any future defaults on the senior debt facility;
- lenders to managed funds not exercising their rights in respect of any historical or future defaults, which would constitute a cross default under the Keyview facility;
- the corporate noteholders not exercising their rights in the event of any breach of any condition, subsequent to the waiver issued in relation to the 30 June 2025 compliance requirements;
- counterparties under the commercial arrangements not exercising their rights relating to those arrangements, unless otherwise renegotiated;
- the completion of the orderly asset divestment programs within EHAF and Bluewater Square, in compliance with debt repayment plans agreed with the relevant lenders to those funds, sufficient to provide required capital returns to fund investors, including the ENN Group, and to repay loans and trade receivables due to the ENN Group; and

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

About this report (continued)

Going concern (continued)

- the ability of the ENN Group to retain management of funds and mandates and to take necessary steps to achieve sufficient profitability and ensure adequacy of working capital going forward.

As a result of the above events and conditions, there is a material uncertainty which may cast significant doubt as to whether the ENN Group and EIF Group will be able to pay its debts as and when they become due and payable and therefore continue as a going concern.

Should the ENN Group and EIF Group be unable to continue as a going concern, it may be required to realise its assets and extinguish its liabilities other than in the ordinary course of business, and at amounts that differ from those stated in the financial statements.

These consolidated financial statements do not include any adjustments relating to the recoverability and classification of recorded asset and liability amounts, or appropriate disclosures that may be necessary should the ENN Group be unable to continue as a going concern.

Critical accounting judgements and key sources of estimation uncertainty

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amount of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

In preparing the consolidated financial statements for the year ended 30 June 2024, significant areas of estimation, uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amount recognised in the financial statements are consistent with those disclosed in the financial report of the previous financial year, with the exception of the payment to customer expected credit losses and impairment. Refer to the Note 20 and 21, respectively, for further details.

Changing market conditions (continuing high inflation pressure and cash rate) can result in continued elevated levels of uncertainty in the preparation of the financial statements. Where changing market conditions have heightened uncertainty in applying these accounting estimates and critical judgements for the year ended 30 June 2024, enhanced disclosures have been incorporated throughout the consolidated financial statements to enable users to understand the basis for the estimates and judgements utilised.

In response to the recent market volatility, the appropriateness of the inputs to the valuation of the Group's property, plant and equipment (including average daily rate assumptions and occupancy levels) and investment properties (including vacancy allowances, lease renewal probabilities, levels of leasing incentives and market rent growth assumptions), and the impact of any changes in these inputs have been considered in detail in both independent and internal property valuations (including relevant sensitivity analysis) with respect to the fair value hierarchies. The fair value assessments as at the balance date include the best estimate of the changing market conditions using information available at the time of preparation of the financial statements and includes forward looking assumptions.

Refer to Note 8 and 9 for further information.

The recoverability of the Group's receivables from Elanor's Managed Funds applied the simplified approach to provide for expected credit losses. Refer to Note 17 Financial risk management for further discussion on the Group's management of credit risk.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

About this report (continued)

Critical accounting judgements and key sources of estimation uncertainty (continued)

Enhanced disclosures have been incorporated throughout the consolidated financial statements to enable users to understand the basis for the estimates and judgements utilised. The estimates or assumptions which are material to the financial statements are discussed in the following notes:

- Deferred taxes - assumptions underlying recognition and recoverability – Note 5(c)
- Property, Plant and Equipment - assumptions underlying fair value and net realisable value– Note 8
- Investment Properties - assumptions underlying fair value – Note 9
- Equity accounted investments – impairment assessment – Note 10
- Assets and liabilities associated with assets held for sale – assumptions underlying net realisable value of property, plant and equipment – Note 11
- Derivative financial instruments - assumptions underlying fair value – Note 13
- Trade receivables from Managed Funds – expected credit losses – 20
- Payment to customer - impairment assessment – Note 21
- Parent entity disclosures - Note 31

Basis of Consolidation

The consolidated Financial Statements of the Group incorporate the assets and liabilities of Elanor Investors Limited (the Parent) and all of its subsidiaries, including Elanor Investment Fund and its subsidiaries as at 30 June 2024. Elanor Investors Limited is the parent entity in relation to the stapling. The results and equity of Elanor Investment Fund (which is not directly owned by Elanor Investors Limited) have been treated and disclosed as a non-controlling interest. Whilst the results and equity of Elanor Investment Fund are disclosed as a non-controlling interest, the stapled securityholders of Elanor Investment Fund are the same as the stapled securityholders of Elanor Investors Limited.

These consolidated Financial Statements also include a separate column representing the consolidated Financial Statements of EIF Group, incorporating the assets and liabilities of Elanor Investment Fund and all of its subsidiaries, as at 30 June 2024.

Control of Elanor Hotel Accommodation Fund (EHAF), Elanor Wildlife Park Fund (EWPF), Bluewater Square Syndicate (Bluewater) and Stirling Street Syndicate (Stirling)

Elanor Hotel Accommodation Fund (EHAF)

EHAF comprises stapled securities in Elanor Hotel Accommodation Fund, Elanor Hotel Accommodation Fund II, Elanor Hotel Accommodation Fund III, Elanor Hotel Accommodation Limited, Elanor Hotel Accommodation II Limited. The ENN Group holds a 32.46% (2023: 30.60%) interest in the equity in EHAF, including potential voting rights arising under commercial arrangements. The ENN Group presently has 25.30% of voting rights in EHAF. EHAF is an unregistered trust for which Elanor Funds Management Limited acts as the Manager of the asset and Trustee of the trust.

Elanor Wildlife Park Fund (EWPF)

EWPF comprises stapled securities in Elanor Wildlife Park Fund and Elanor Wildlife Park Pty Limited. The ENN Group holds 42.82% (2023: 42.82%) of the equity in EWPF. The ENN Group's 42.82% ownership interest in EWPF gives the Group the same percentage of voting rights in EWPF. EWPF is an unregistered trust for which Elanor Funds Management Limited acts as the Manager and Trustee of the trust.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

About this report (continued)

Control of Elanor Hotel Accommodation Fund (EHAF), Elanor Wildlife Park Fund (EWPF), Bluewater Square Syndicate (Bluewater) and Stirling Street Syndicate (Stirling) (continued)

Stirling Street Syndicate (Stirling)

The ENN Group holds 42.98% (2023: 42.98%) of the equity in Stirling. The ENN Group's ownership interest in Stirling gives the ENN Group the same percentage of the voting rights in Stirling. Stirling is an unregistered trust for which Elanor Funds Management Limited acts as the Manager of the asset and Trustee of the trust.

Bluewater Square Syndicate (Bluewater)

The ENN Group holds 42.27% (2023: 42.27%) of the equity in Bluewater. The ENN Group's ownership interest in Bluewater gives the ENN Group the same percentage of voting rights in Bluewater. Bluewater is an unregistered trust for which Elanor Funds Management Limited acts as the Manager of the asset and Trustee of the trust.

The responsible entity of EHAF, EWPF, Stirling and Bluewater is wholly owned by the ENN Group and governed by the licencing and legal obligations of a professional asset manager. The powers of the Trustee are governed by the constitution of EHAF, EWPF, Stirling and Bluewater respectively which sets out the basis of fees that the relevant Trustee can receive. These fees include management fees, performance fees, and acquisition fees.

Based on the assessment above, at the current level of equity investment in EHAF, EWPF, Stirling and Bluewater and the ENN Group's ability to direct the relevant activities of these entities based on the powers of the Trustee, the definition of control under AASB 10 *Consolidated Financial Statements*, for these investments is met, and therefore each of these investments are consolidated into Elanor Investors Group Financial Statements.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

Results

This section focuses on the operating results and financial performance of the Group. It includes disclosures of segmental information, revenue, distributions and cash flow including the relevant accounting policies adopted in each area.

1. Segment information

OVERVIEW

Segment information is presented on the same basis as that used for internal reporting purposes. The segments are reported in a manner that is consistent with internal reporting provided to the chief operating decision maker. The chief operating decision maker has been identified as the Board of Directors of Elanor Investors Limited and the Responsible Entity.

The main income statement items used by management to assess each of the divisions are divisional revenue and divisional EBITDA.

BUSINESS SEGMENTS

The Group is organised into the following divisions by business type:

Funds Management

The Funds Management division manages third party owned investment funds and syndicates. As at 30 June 2024, the Funds Management division has approximately \$6.0 billion of external investments under management, being the managed investments.

Hotels, Tourism and Leisure

Hotels, Tourism and Leisure originates and manages investment and funds management assets, in the hotel, tourism and leisure real estate sector. The current investment portfolio includes a co-investment in EHAF and EWPF. EHAF and EWPF are consolidated in the Financial Statements.

Retail

Retail originates and manages investment and funds management assets in the retail real estate sector. The current investment portfolio comprises co-investments in Elanor Property Income Fund, Bluewater, Hunters Plaza Syndicate, Waverley Gardens Fund and Belconnen Markets Syndicate. Bluewater is consolidated in the Financial Statements.

Commercial Office

Commercial Office originates and manages investment and funds management assets in the commercial office real estate sector. The current investment portfolio comprises co-investments in the Elanor Commercial Property Fund (ASX: ECF), Stirling, Harris Street and Elizabeth Street Fund. Stirling is consolidated in the Financial Statements.

Healthcare

Healthcare originates and manages investment and funds management assets in the healthcare real estate sector. The current investment portfolio comprises a co-investment in the Elanor Healthcare Real Estate Fund.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

1. Segment information (continued)

The table below shows the Group's segment results:

Consolidated Group – 30 June 2024

	Funds Management	Hotels, Tourism & Leisure	Retail	Commercial Office	Healthcare	Unallocated Corporate	Total
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Revenue from operating activities	39,649	102,472	–	–	–	–	142,121
Rental income	–	880	4,648	3,369	–	291	9,188
Share of profit / (loss) of equity accounted investments	–	286	(15,071)	(7,141)	(1,429)	–	(23,355)
Impairment expense	(14,468)	–	–	–	–	(11,788)	(26,256)
Operating expense	(18,098)	(87,772)	(11,924)	(8,999)	(189)	(11,417)	(138,590)
Divisional EBITDA	7,083	15,866	(22,347)	(12,770)	(1,809)	(22,914)	(36,892)
Depreciation	(6)	(12,555)	–	–	–	(2,228)	(14,789)
Amortisation	(150)	–	(56)	(102)	–	(471)	(779)
Divisional EBIT from continuing operations	6,927	3,311	(22,403)	(12,872)	(1,809)	(25,613)	(52,460)
Fair value (loss) / gain on revaluation of investment property	–	(34,746)	(31,184)	(1,409)	(479)	–	(67,819)
Fair value loss on revaluation of derivatives	–	(1,386)	–	–	–	(2,699)	(4,085)
Realised gain/(loss) on disposal of investment	(49)	9	–	–	–	–	(40)
Other income	–	–	–	–	–	839	839
Borrowing costs	–	(16,780)	(2,866)	(1,897)	–	(12,781)	(34,324)
Net tax expense	–	–	–	–	–	49	49
Profit / (loss) for the year	6,878	(49,591)	(56,454)	(16,179)	(2,289)	(40,206)	(157,840)
Total assets	37,154	490,276	26,514	34,855	5635	79,027	673,461
Total liabilities	12,700	284,067	32,901	20,722	–	118,665	469,055

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

1. Segment information (continued)

Consolidated Group – 30 June 2023

	Funds Management	Hotels, Tourism & Leisure	Retail	Commercial Office	Healthcare	Unallocated Corporate	Total
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Revenue from operating activities	34,117	105,024	–	–	–	–	139,141
Rental income	–	749	4,403	3,271	–	310	8,733
Share of profit / (loss) of equity accounted investments	–	152	(247)	(5,979)	(968)	–	(7,042)
Operating expense	(1,524)	(94,064)	(9,121)	(10,441)	(2,106)	(8,722)	(125,978)
Divisional EBITDA	32,593	11,861	(4,965)	(13,149)	(3,074)	(8,412)	14,854
Depreciation	–	(10,050)	–	–	–	(3,380)	(13,430)
Amortisation	–	–	(11)	(118)	–	(541)	(670)
Divisional EBIT from continuing operations	32,593	1,811	(4,976)	(13,267)	(3,074)	(12,333)	754
Fair value gain/(loss) on revaluation of investment property	–	(5,672)	(3,677)	77	–	2,416	(6,856)
Fair value loss on revaluation of derivatives	–	(1,268)	–	–	–	(27)	(1,295)
Realised gain/(loss) on disposal of investment	1,089	–	–	(2)	–	113	1,200
Interest income	–	–	–	–	–	230	230
Borrowing costs	–	–	–	–	–	(20,166)	(20,166)
Net tax expense	–	–	–	–	–	(4,541)	(4,541)
Profit / (loss) for the year	33,682	(5,129)	(8,653)	(13,192)	(3,074)	(34,308)	(30,674)
Total assets	39,015	514,788	55,814	35,402	6,709	128,188	779,916
Total liabilities	11,071	267,340	39,101	20,880	–	89,212	427,604

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

2. Revenue from operating activities

OVERVIEW

The tables below provide a breakdown of revenue from operating activities by activity type:

	Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000
Revenue from Hotels operations	82,048	87,569
Revenue from Funds Management activities ¹	39,649	34,117
Revenue from Wildlife Parks operations	20,424	17,455
Total revenue from operating activities	142,121	139,141

¹The Fund Management activities include \$12.9 million of fees related to the management of the Challenger mandate (excluding ADIC) and refer to note 21 for the related contract asset.

The below table provides a breakdown of revenue from fund management activities:

	Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000
Management fees and related cost recoveries	34,848	17,324
Leasing and development management fees	4,257	4,191
Acquisition fees and related cost recoveries	5,386	6,389
Performance fees	—	7,140
Payments to customers related to Funds Management activities ¹	(4,842)	(927)
Revenue from Funds Management activities	39,649	34,117

¹The payments to customer related to Funds Management Activities relates to the non-cash amortisation of the contract asset, refer to note 21.

ACCOUNTING POLICY

Revenue recognition

The Group recognises revenue in each period for each of Elanor's activities based on the delivery of performance obligations and when control has been transferred to customers in accordance with AASB 15 *Revenue from Contracts with Customers*, with exception of rental income, which is based on AASB 16 *Leases*. The accounting policy of the different revenue streams are disclosed below.

Revenue from funds management activities

Management fees and related cost recoveries

Fund management fees

Fund management fees are received for performance obligations fulfilled over time with revenue recognised accordingly. Fund management fees are determined in accordance with relevant agreements for each fund, based on the fund's monthly Gross Asset Value (GAV).

Asset management fees

Asset management services provided to managed funds are charged as an asset management fee. Revenue is recognised over time as the performance obligations are fulfilled.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

2. Revenue from operating activities (continued)

Cost recoveries

Accounting, marketing, debt management and administrative services provided to managed funds are charged as an expense recovery. Revenue is recognised over time as the performance obligations are fulfilled.

Leasing and development management fees

Leasing and development management services provided to managed funds are charged as leasing and development management fees. Revenue is recognised at a point in time when the performance obligations are fulfilled.

Acquisition fees and related cost recoveries

Acquisition fees

Acquisition fee revenue is recognised at a point in time depending on the fulfilment of the performance obligation in accordance with the constitutions of the managed funds.

Equity raising fees

Equity raising fee revenue is recognised at a point in time depending on the fulfilment of the performance obligation in accordance with the constitutions of the managed funds.

Cost recoveries

Accounting, marketing, debt management, disposal and administrative services provided to managed funds are charged as an expense recovery. Revenue is recognised over time as the performance obligations are fulfilled.

Performance fees

Performance fee revenue is recognised to the extent that it is highly probable that the amount of variable consideration recognised will not be significantly reversed when the uncertainty is resolved. Detailed calculations are completed to inform the assessment of the appropriate revenue to recognise.

Hotel and wildlife parks revenue

The revenue of operations from the hotels primarily consists of room rentals, food and beverage sales and other ancillary goods and services from hotel properties. Room revenue is recognised over time when rooms are occupied, and food and beverage revenue is recognised at a point in time when goods and services have been delivered or rendered.

The revenue of operations from the wildlife parks primarily consists of the sale of tickets, food and beverage sales and other ancillary goods and services from the wild parks. Ticket revenue is recognised at a point in time when customers visit the wildlife parks, and food and beverage revenue is recognised at a point in time when goods and services have been delivered or rendered. Where customers acquire an annual pass, revenue is recognised over time.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

2. Revenue from operating activities (continued)

Rental income

The Group is the lessor to a number of operating leases. Rental income arising from operating leases is recognised as revenue on a straight-line basis over the lease term.

Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the lease asset and recognised as an expense over the term of the lease on the same basis as the lease income.

3. Distributions

OVERVIEW

When determining distributions, the Group's Board considers a number of factors, including forecast earnings, expected economic conditions and an appropriate payout ratio of the Group's Core Earnings. Core Earnings reflects the Director's view of the underlying earnings from ongoing operating activities for the year.

The following distributions were declared by the ENN Group either during the year or post balance sheet date:

ENN Group

	Distribution cents per stapled security 30 June 2024	Distribution cents per stapled security 30 June 2023	Total Amount 30 June 2024 \$'000	Total Amount 30 June 2023 \$'000
Interim distribution (declared before year end) ¹	4.90	7.51	7,455	9,261
Final distribution	–	1.62	–	2,015

¹ The interim distribution of 4.90 cents per stapled security was declared on 31 December 2023 and paid on 29 February 2024.

ACCOUNTING POLICY

Distributions are recognised as a liability when declared or at the record date (if earlier). Distributions paid and payable are recognised as distributions within equity. Distributions paid are included in cash flows from financing activities in the consolidated statement of cash flows.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

4. Earnings per stapled security

OVERVIEW

This note provides information about Elanor Investor Group's earnings on a per security basis. Earnings per security (EPS) is a measure that makes it easier for users of Elanor's financial report to compare Elanor's performance between different reporting periods. Accounting standards require the disclosure of two EPS measures, basic EPS and diluted EPS. EPS information provides a measure of interest of each issued ordinary security of the parent entity in the performance of the entity over the reporting period while diluted EPS information provides the same information but takes into account the impact of all potential dilutive, ordinary securities outstanding during the period, such as Elanor's options.

The tables below show the earnings per share of the Company, the parent entity of the Group and its controlled entities as required by accounting standards.

The earnings / (losses) per stapled security measure shown below is based on the profit / (loss) attributable to securityholders:

	Consolidated Group 30 June 2024	Consolidated Group 30 June 2023
Basic (cents)	(85.44)	(16.35)
Diluted (cents)	(74.99)	(13.91)
Loss attributable to security holders used in calculating basic and diluted earnings per stapled security (\$'000)	(128,671)	(19,707)
Weighted average number of stapled securities used as denominator in calculating basic earnings per stapled security	150,597	120,513
Weighted average number of stapled securities used as denominator in calculating diluted earnings per stapled security	171,580	141,693

The weighted average number of stapled securities and options granted used as the denominator in calculating basic and diluted losses per stapled securities shown above is based on the number of stapled securities on issue and options outstanding during the year.

The earnings / (losses) per stapled security measures shown below are based upon the profit / (loss) attributable to securityholders of the ENN Parent:

	ENN Parent 30 June 2024	ENN Parent 30 June 2023
Basic (cents)	(34.11)	(14.09)
Diluted (cents)	(29.94)	(11.98)
Loss attributable to security holders used in calculating basic and diluted earnings per stapled security (\$'000)	(51,374)	(16,977)
Weighted average number of stapled securities used as denominator in calculating basic earnings per stapled security	150,597	120,513
Weighted average number of stapled securities used as denominator in calculating diluted earnings per stapled security	171,580	141,693

The weighted average number of stapled securities and options granted used as the denominator in calculating basic and diluted losses per stapled securities shown above is based on the number of stapled securities on issue and options granted during the year.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

4. Earnings per stapled security (continued)

ACCOUNTING POLICY

Basic earnings per stapled security is calculated as profit after tax attributable to securityholders divided by the weighted average number of ordinary stapled securities issued.

Diluted earnings per stapled security is calculated as profit after tax attributable to securityholders adjusted for any profit recognised in the period in relation to potential dilutive stapled securities divided by the weighted average number of stapled securities and dilutive stapled securities.

5. Income tax

OVERVIEW

This note provides detailed information about the Group's income tax items including a reconciliation of income tax expense, using Australia's company income tax rate of 30% being applied to the Group's (loss) / profit before income tax as shown in the income statement, to the actual income tax expense / (benefit).

(a) Income Tax Expense

	Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000
Current tax (benefit) / expense	(6,952)	3,275
Deferred tax expense	6,632	1,266
Income tax (benefit) / expense	(320)	4,541

(b) Reconciliation of income tax expense to prima facie tax expense

	Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000
Loss before income tax expense	(157,889)	(26,133)
Less: (loss)/ profit from the Trust (which is not taxable)	(138,908)	(17,245)
Prima facie loss	(18,981)	(43,378)
Tax at the Australian tax rate of 30%	(5,694)	(13,013)
Tax effect of amounts which are not deductible / (taxable) in calculating taxable income:		
Non-deductible depreciation and amortisation	1,219	2,138
Fair value adjustments to investment property in the Trust	(8,272)	9,783
Non-deductible expenses	1,112	3,677
Impact of consolidations	4,014	(398)
Impairment of contract asset	4,340	
Impairment of deferred tax asset	2,694	—
Other	267	2,290
Income tax (benefit)/expense	(320)	4,541

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

5. Income tax (continued)

ACCOUNTING POLICY

Accounting standards require the application of the “balance sheet method” to account for Elanor’s income tax. Accounting profit does not always equal taxable income. There are a number of timing differences between the recognition of accounting expenses and the availability of tax deductions or when revenue is recognised for accounting and tax purposes. These timing differences reverse over time, but they are recognised as deferred tax assets and deferred tax liabilities in the balance sheet until they are fully reversed. This method is referred to as the “balance sheet method”.

The Trust is not subject to Australian income tax provided its taxable income is fully distributed to the unitholders each year.

Income tax expense comprises current and deferred tax and is recognised in the statement of profit or loss and other comprehensive income.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date and any adjustment to tax payable in respect of previous years.

EIL and its wholly-owned Australian resident entities are part of a tax-consolidated group, formed on 11 July 2014, and are therefore taxed as a single entity, with any deferred tax assets and liabilities of these entities set off in the consolidated financial statements. The head entity within the tax-consolidated group is Elanor Investors Limited.

Elanor Hotel Accommodation Limited (EHAF Company I) and its wholly-owned Australian resident entities are part of a tax-consolidated group, formed on 6 November 2017, and are therefore taxed as a single entity, with any deferred tax assets and liabilities of these entities set off in the consolidated financial statements. The head entity within the tax-consolidated group is EHAF Company I.

Elanor Hotel Accommodation II Limited (EHAF Company II) and its wholly-owned Australian resident entities are part of a tax-consolidated group, formed on 2 December 2019, and are therefore taxed as a single entity, with any deferred tax assets and liabilities of these entities set off in the consolidated financial statements. The head entity within the tax-consolidated group is EHAF Company II.

Elanor Wildlife Park Management Pty Limited and its wholly-owned Australian resident entities are part of a tax-consolidated group, formed on 20 September 2019, and are therefore taxed as a single entity, with any deferred tax assets and liabilities of these entities set off in the consolidated financial statements. The head entity within the tax-consolidated group is Elanor Wildlife Park Fund management Pty Limited.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

5. Income tax (continued)

(c) Deferred taxes

OVERVIEW

Management judgement is required in reviewing the recoverability of deferred tax assets carried by the Group, which involves estimates of key assumptions including cash flow projection, growth rates and discount rates.

	Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000
(a) Deferred tax assets		
The balance comprises temporary differences attributable to:		
Employee entitlements	740	1,656
Audit accrual	69	–
Asset acquisitions and blackhole expenses	–	278
Lease incentive	–	1,208
Tax losses recognised	5,490	7,409
Other	482	1,770
Total deferred tax assets	6,781	12,321
<i>Movements:</i>		
Opening balance at beginning of year	12,321	17,173
Debited to the Consolidated Statements of Profit or Loss	980	(1,467)
Tax losses impaired	(6,528)	(3,365)
(Debited)/credited to Equity	8	(20)
Closing balance at the end of the year	6,781	12,321
Deferred tax expected to be recovered within 12 months	1,120	4,399
Deferred tax expected to be recovered after more than 12 months	5,571	7,922
(b) Deferred tax liabilities		
The balance comprises temporary differences attributable to:		
Employee incentive plans	–	117
Other	944	2,121
Total deferred tax liabilities	944	2,238
<i>Movements:</i>		
Opening balance at beginning of year	2,238	5,023
Debited/ (credited) to the Consolidated Statements of Profit or Loss	(1,577)	(2,936)
Tax losses utilised	(481)	151
(Debited)/credited to Equity	283	–
Closing balance at the end of the year	944	2,238
Deferred tax expected to be recovered within 12 months	–	117
Deferred tax expected to be recovered after more than 12 months	944	2,121
Net deferred tax position	5,837	10,083
(c) Deferred tax asset / liability per tax group		
Deferred tax asset / (liability) of the EIL tax group*	–	4,961
Deferred tax asset / (liability) of the EHAF tax group	4,870	3,638
Deferred tax asset / (liability) of the ELHF tax group	30	172
Deferred tax asset / (liability) of the EWPF tax group	937	1,312
Net deferred tax position	5,837	10,083

*No deferred tax asset/ liability has been recognised for the EIL tax group as any tax benefits are not deemed to be recoverable in the short term for this tax group.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

5. Income tax (continued)

ACCOUNTING POLICY

Deferred tax is recognised using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following differences are not provided for: initial recognition of goodwill; the initial recognition of assets or liabilities that affect neither accounting nor taxable profit; and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities within the tax groups, using tax rates enacted or substantively enacted at the reporting date.

As at 30 June 2024, the Consolidated Group has a deferred tax asset balance of \$5.8 million, of which \$4.9 million is held by the consolidated EHAF group and \$0.9 million is held by EWPF, both relating to carried forward losses. As at 30 June 2024, all deferred tax assets related to the EIL group are impaired.

The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities within the tax groups, using tax rates enacted or substantively enacted at the reporting date. The recoverability of the EHAF group deferred tax assets is dependent upon the net realisable value of the underlying hotel assets. Should the net realisable value be less than the currently stated carrying values of the hotel assets then there is a risk that the deferred tax assets may not be able to be fully recoverable through the settlement of the assets. Any adjustment would be non-cash in nature.

6. Cash and cash equivalents

OVERVIEW

This note provides further information on the consolidated cash and cash equivalents of the Group.

	Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000
Cash and cash equivalents held by ENN Group ¹	13,046	18,847
Cash and cash equivalents held by consolidated Funds	4,543	3,259
Cash held in trust	—	3,163
Total cash and cash equivalents	17,589	25,269

¹ Of the \$13.0 million cash and cash equivalents held by the ENN Group, \$3.3 million in total is retained in order to meet amounts required for the Group's ongoing obligations under its AFSL requirements and amounts required as collateral for lease-related bank guarantees.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

7. Cash flow information

OVERVIEW

This note provides further information on the consolidated cash flow statements of the Group. It reconciles (loss) / profit for the year to cash flows from operating activities, reconciles liabilities arising from financing activities and provides information about non-cash transactions.

(a) Reconciliation of profit after income tax to net cash flows from operating activities

	Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000
Loss for the year	(157,840)	(30,674)
Depreciation of non-current assets	14,789	13,430
Amortisation	5,621	670
Impairment	41,860	-
Fair value adjustment on revaluation of investment property and derivatives	71,904	8,151
Net unrealised losses from equity accounted investments	14,584	7,043
Net realised (gain) / loss on sale of investment	40	(1,200)
Other non-cash items	(800)	6,579
Employee costs funded directly through equity	2,175	3,441
Net cash provided by operating activities before changes in assets and liabilities	(7,667)	7,440
Movement in working capital:		
Decrease / (increase) in trade and other receivables	(9,370)	2,653
Decrease / (increase) in stock	423	(84)
Decrease / (increase) in other current assets	(231)	(385)
Decrease / (increase) in deferred tax	4,246	2,067
Increase / (decrease) in current tax liability	(610)	-
Increase / (decrease) in trade and other payables	2,390	5,895
Increase / (decrease) in other liabilities	4,636	873
Increase / (decrease) in other provision	(874)	1,134
Increase / (decrease) in lease liabilities	(453)	(1,660)
Net cash from operating activities	(7,510)	17,933

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

7. Cash flow information (continued)

(b) Reconciliation of liabilities arising from financing activities

	30 June 2023 \$'000	Proceeds from new liabilities \$'000	Cash flows \$'000	Other non-cash \$'000	Fair value movements \$'000	30 June 2024 \$'000
Bank loans	321,407	68,715	(15,725)	711	—	375,108
Unsecured notes	59,924	—	(21,750)	892	—	39,066
Lease liability	3,388	—	(1,887)	369	—	1,870
Other current liabilities (commercial arrangements)	9,860	19,555	(9,680)	—	—	19,735
Derivative financial instruments (guarantee to third parties)	—	—	—	1,100	2,734	3,834
Total liabilities from financing activities	394,579	88,270	(49,042)	3,072	2,734	439,613

	30 June 2022 \$'000	Proceeds from new liabilities \$'000	Cash flows \$'000	Other non-cash \$'000	Fair value movements \$'000	30 June 2023 \$'000
Bank loans	273,631	100,585	(54,500)	1,691	—	321,407
Unsecured notes	62,204	—	(3,250)	970	—	59,924
Lease liability	5,418	—	(2,018)	(12)	—	3,388
Other current liabilities (commercial arrangements)	—	—	—	9,860	—	9,860
Derivative financial instruments (guarantee to third parties)	—	—	—	—	—	—
Total liabilities from financing activities	341,253	100,585	(59,768)	12,509	—	394,579

(c) Net debt reconciliation

	Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000
Cash and cash equivalents	17,589	25,269
Guarantee to third parties	(19,555)	—
Derivative financial instruments (guarantee to third parties)	(3,835)	—
Borrowings	(413,539)	(380,701)
Lease liabilities	(1,870)	(3,757)
Net debt	(421,210)	(359,189)
Cash and liquid investments	17,589	25,269
Derivative at fair value	(3,835)	—
Gross debt - fixed interest rates	(45,452)	(65,508)
Gross debt - variable interest rates	(389,512)	(318,950)
Net debt	(421,210)	(359,189)

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

Operating Assets

This section includes information about the assets used by the Group to generate revenue and profits, specifically relating to its property, plant and equipment, and investments.

8. Property, plant and equipment

OVERVIEW

All owner-occupied investment properties held by the Group are deemed to be held for use by the Group for the supply of services, and are therefore classified as property, plant and equipment under Australian Accounting Standards. At balance date, the Group's owner-occupied investment property portfolio comprised 20 accommodation hotels and 3 wildlife parks in Australia.

Management have been progressing a divestment program for a selection of the hotel assets in EHAF. As a result at 30 June 2024, 12 hotels are valued based on net realisable value with the remaining 8 hotels carried at fair value. All of the wildlife parks have been independently valued as at 30 June 2024. Of the 20 accommodation hotels, 7 have been classified as held for sale as at 30 June 2024, refer to note 11.

(a) Carrying value and movement in property, plant and equipment (including right-of-use asset)

The carrying amount of property, plant and equipment (including the right-of-use asset) at the beginning and end of the current year is set out below:

	Land and buildings \$'000	Plant and equipment \$'000	Right-of-use asset \$'000	Consolidated Group 30 June 2024 \$'000
Opening balance	490,686	100,867	6,801	598,354
Additions	22,919	6,282	–	29,201
Revaluation decrements	(43,814)	–	–	(43,814)
Assets reclassified as held for sale	(172,094)	(13,756)	–	(185,850)
Closing balance	297,697	93,393	6,801	397,890
Accumulated depreciation at the beginning of the year	(34,496)	(38,536)	(4,268)	(77,300)
Depreciation	(8,158)	(5,435)	(1,196)	(14,789)
Accumulated depreciation on assets classified as held for sale	10,591	4,290	–	14,881
Accumulated depreciation at the end of the year	(32,063)	(39,681)	(5,464)	(77,208)
Total carrying value at the end of the year	265,633	53,712	1,337	320,682

i) Non-current assets pledged as security

Refer to note 12 for information on non-current assets pledged as security by the Group.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

8. Property, plant and equipment (continued)

A reconciliation of the carrying amount of property, plant and equipment (including right-of-use assets) at the beginning and end of the 30 June 2023 year is set out below:

	Land and buildings \$'000	Plant and equipment \$'000	Right-of-use asset \$'000	Consolidated Group 30 June 2023 \$'000
Opening balance	416,159	78,364	6,801	501,324
Additions	62,259	12,324	–	74,583
Transfers	(10,186)	10,186	–	–
Revaluation increments	22,454	–	–	22,454
Disposals	–	(7)	–	(7)
Closing balance	490,686	100,867	6,801	598,354
Accumulated depreciation at the beginning of the year	(26,635)	(34,162)	(3,073)	(63,870)
Depreciation	(7,861)	(4,374)	(1,195)	(13,430)
Accumulated depreciation at the end of the year	(34,496)	(38,536)	(4,268)	(77,300)
Total carrying value at the end of the year	456,190	62,331	2,533	521,054

(b) Carrying value of property, plant and equipment

The following table represents the total fair value of the wildlife parks and eight hotels and the net realisable value of five accommodation hotels within property, plant and equipment as at 30 June 2024 and 30 June 2023:

	Valuation ²	Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000
Elanor Hotel Accommodation Fund			
Hotel assets held at fair value ¹	Independent	204,030	390,650
Hotel assets held at net realisable value	Net realisable value	50,711	64,550
Elanor Wildlife Parks Fund			
Featherdale Wildlife Park	Independent	39,100	33,100
Hunter Valley Wildlife Park	Independent	12,470	16,900
Mogo Wildlife Park	Independent	11,500	10,900
Other			
Right-of-use asset		1,337	2,533
Other		1,534	2,421
Total		320,682	521,054

¹ The carrying values of these seven hotels have been transferred to held for sale as at 30 June 2024. Refer to note 11 for further details.

² As at 30 June 2023 all the hotel assets were measured at fair value.

The Directors assessed the value of the properties above, supported by independent valuations and specific for some hotels the latest (to the date of this report) market and sales evidence evidencing the net realisable value as this provided evidence of conditions that existed as at 30 June 2024. Eight hotels measured at fair value are based on independent valuations. The other twelve hotels are measured at net realisable value as these are planned to be divested and depending on the sale progression as at 30 June 2024 presented as held for sale.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

8. Property, plant and equipment (continued)

Subsequent to balance sheet date, EHAF completed the sale of:

- Ibis Styles Albany in Albany (completed in July 2024 for a gross sale price of \$4.2 million);
- Leura Gardens (completed in August 2024 for gross sale price of \$25.0 million);
- Ibis Styles Port Macquarie (completed in December 2024 for gross sale price of \$15.3 million);
- Mantra Pavilion Wagga Wagga (completed in February 2025 for gross sale price of \$9.0 million);
- Ibis Styles Tall Trees, Canberra (completed in May 2025 for gross sale price of \$11.9 million); and
- Mayfair Hotel, Adelaide (completed in August 2025 for a gross sale price of \$75.0 million).

All these hotels were presented as held for sale as at 30 June 2024.

In August 2025, Panorama Retreat exchanged contracts for a gross sale price of \$6.125 million. Sales campaigns for further assets will commence in the coming months.

Had the Consolidated Group's property, plant and equipment been measured on a historical cost less accumulated depreciation basis, their carrying amount would have been as follows:

	Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000
Land and buildings	195,192	322,630
Plant and equipment	47,360	64,469
Right-of-use asset	1,338	2,533
Total	243,890	389,632

(c) Leases / right of use assets

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

Amounts recognised in the balance sheet

The balance sheet shows the following amounts relating to leases:

	Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000
Right-of-use assets		
Office premise lease	1,338	2,533
Total	1,338	2,533
Lease liabilities		
Current	1,434	1,887
Non-current	436	1,870
Total	1,870	3,757

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

8. Property, plant and equipment (continued)

Amounts recognised in the statement of profit or loss

The statement of profit or loss shows the following amounts relating to leases:

	Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000
Depreciation charge of right-of-use assets		
Office premise lease	1,195	1,195
Total	1,195	1,195
Interest expense		
Office premise lease	225	358
Total	225	358

The total cash outflow for leases during the year ended 30 June 2024 was \$2.1 million (2023: \$2.1 million).

ACCOUNTING POLICY

Fair value of Property, Plant and Equipment

Land and Buildings are carried at fair value with changes in fair value recognised in other comprehensive income in the statement of comprehensive income. Fair value is defined as the price at which an asset or liability could be exchanged in an arm's length transaction between knowledgeable, willing parties, other than in a forced or liquidation sale.

In reaching estimates of fair value, management judgement needs to be exercised. The level of management judgement required in establishing fair value of the land and buildings for which there is no quoted price in an active market is reduced through the use of external valuations.

Land and Buildings

All owner-occupied properties are held for use by the Group for the supply of services and are classified as land and buildings and stated at their revalued amounts under the revaluation model, being the fair value at the date of revaluation, less any subsequent accumulated depreciation and subsequent accumulated impairment losses. Fair value is the amount for which the land and buildings could be exchanged between knowledgeable, willing parties in an arm's length transaction.

Revaluation increases arising from changes in the fair value of land and buildings are recognised in other comprehensive income and accumulated within equity, except to the extent that it reverses a revaluation decrease for the same asset previously recognised in profit or loss, in which case the increase is credited to profit or loss to the extent of the decrease previously expensed. A decrease in the carrying amount arising on the revaluation of such land and buildings is recognised in profit or loss to the extent that it exceeds the balance, if any, held in the properties revaluation reserve relating to a previous revaluation of that asset.

Furniture, fittings and equipment

Furniture, fittings and equipment are stated at cost less accumulated depreciation.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

8. Property, plant and equipment (continued)

Net realisable value of Property, Plant and Equipment (accommodation hotels)

Property, plant and equipment has been written down to its net realisable value. Net realisable value is the estimated selling price that the entity expects to obtain under the circumstances less the established costs necessary to make the sale. Any discount of selling prices will result in the actual value realised being below carrying value.

Right-of-use assets

The Group recognises right-of-use assets at commencement of a lease which is considered to be the date at which the underlying asset is available for use. The initial measurement of right-of-use asset includes the amount of lease liabilities recognised, initial direct cost incurred, lease payments made at or before the commencement date, less any lease incentives received.

Right-of-use assets are subsequently measured at cost less accumulated depreciation and impairment losses and are adjusted for any remeasurement of lease liabilities. The right-of-use assets are depreciated on a straight-line basis over the shorter of their estimated useful life and the lease term unless the Group is reasonably certain that they will obtain ownership of the asset at the end of the lease term.

Lease liabilities

Lease liabilities are initially measured at the present value of the lease payments discounted using the interest rate implicit in the lease. If that rate cannot be determined, Elanor's incremental borrowing rate is used. Lease payments used in calculating the lease liability include:

- fixed payments less incentives receivable; and
- variable lease payments that are based on an index or a rate, initially measured using the index or rate at commencement date.

Lease liabilities are subsequently measured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made, and remeasuring the carrying amount to reflect any reassessment or lease modifications. Interest on the lease liability and any variable lease payments not included in the measurement of the lease liability are recognised in profit or loss in the period in which they relate.

Incremental borrowing rate

The incremental borrowing rate is the rate of interest that a lessee would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. To determine the incremental borrowing rate, Elanor uses interest rates from recent third-party financing or a risk-free interest rate, which is then adjusted for lease-specific factors, including security and lease term.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

8. Property, plant and equipment (continued)

Depreciation

Land is not depreciated. Depreciation on other assets is calculated using the straight-line method to allocate their cost or revalued amounts, net of their residual values, over their estimated useful lives or, in the case of leasehold improvements and certain leased plant and equipment, the shorter lease term as follows:

Buildings	40 years
Plant and equipment:	
• Vehicles	8 years
• Computer equipment	3-5 years
• Furniture, fittings and equipment	3-25 years

(d) Valuation technique and inputs

The key inputs used to measure fair values of property, plant and equipment are disclosed below along with the fair value sensitivity to an increase or decrease of these key inputs.

The property assets fair values presented are based on market values, which are derived using the capitalisation and the discounted cash flow methods.

Property Assets

The aim of the valuation process is to ensure that assets are held at fair value and the Group is compliant with applicable Australian Accounting Standards, regulations, and the Trust's Constitution and Compliance Plan.

All properties are required to be internally valued every six months with the exception of those independently valued during that six-month period. The internal valuations are performed by utilising the information from a combination of asset plans and forecasting tools prepared by the asset management team. Appropriate capitalisation rate, terminal yield and discount rates based on comparable market evidence and recent external valuation parameters are used to produce a capitalisation-based valuation and a discounted cash flow valuation. Both valuations are considered to determine the final valuation.

The internal valuations are reviewed by the Fund Manager who recommends each property's valuation to the Audit, Risk & Compliance Committee for consideration. The Audit, Risk & Committee recommends the property valuations to the Board for adoption and inclusion in the financial report in accordance with the Group's Property Valuation Policy.

The Group's valuation policy requires that each property in the portfolio is valued by an independent valuer at least every three years. In practice, properties may be valued more frequently than every three years primarily where there may have been a material movement in the market and where there is a significant variation between the carrying value and the internal valuation. Independent valuations are performed by independent and external valuers who hold a recognised relevant professional qualification and have specialised expertise in the types of property assets valued.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

8. Property, plant and equipment (continued)

(d) Valuation technique and inputs (continued)

Capitalisation method

Capitalisation rate is an approximation of the ratio between the net operating income produced by a property asset and its fair value. This excludes consideration of costs of acquisition or disposal. The net income is capitalised in perpetuity from the valuation date at an appropriate investment yield. The adopted percentage rate investment yield reflects the capitalisation rate and includes consideration of the property type, location, comparable sales and whether the property is subject to vacant possession (in the case of hotel properties).

Discounted cash flows (DCF)

Under the DCF method, a property's fair value is estimated using explicit assumptions regarding the benefits and liabilities of ownership over the asset's life including an exit or terminal value. The DCF method involves the projection of a series of cash flows on a real property interest. To this projected cash flow series, an appropriate discount rate is applied to establish the present value of the income stream associated with the property. The discount rate is the rate of return used to convert a monetary sum, payable or receivable in the future, into present value. The rate is determined with regard to market evidence and prior independent valuation.

All property investments are categorised as level 3 in the fair value hierarchy. There were no transfers between the hierarchies during the year.

Assets measured at fair value

The significant unobservable inputs associated with the valuation of the Group's property, plant and equipment are as follows:

	Discount Rate %	Terminal Yield %	Capitalisation Rate %	Average Daily Rate \$	Occupancy Rate %
Consolidated Group - hotels					
Assets measured at fair value					
Property, plant and equipment	8.5 - 9.5	6.8 - 8.5	6.5 - 8.0	162 - 437	61 - 74

	Discount Rate %	Terminal Yield %	Capitalisation Rate %
Consolidated Group - Wildlife Parks			
Assets measured at fair value			
Property, plant and equipment	16.0	14.0	13.0

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

8. Property, plant and equipment (continued)

(d) Valuation technique and inputs (continued)

Sensitivity Information

The key unobservable inputs to measure the fair value of property, plant and equipment are disclosed below along with sensitivity to a significant increase or decrease set out in the following table:

	Fair value measurement sensitivity to increase in input	Fair value measurement sensitivity to decrease in input
Discount rate (%)	Decrease	Increase
Terminal yield (%)	Decrease	Increase
Capitalisation rate (%)	Decrease	Increase
Average daily rate (\$)	Increase	Decrease
Occupancy (%)	Increase	Decrease

Sensitivity Analysis

When calculating the capitalisation method, the net property income has a strong inter-relationship with the adopted capitalisation rate given the methodology involves assessing the total income receivable from the property and capitalising this in perpetuity to derive a capital value. In theory, an increase in the income and an increase (softening) in the adopted capitalisation rate could potentially offset the impact to the fair value. The same can be said for a decrease in the income and a decrease (tightening) in the adopted capitalisation rate. A directionally opposite change in the income and the adopted capitalisation rate could potentially magnify the impact to the fair value.

When assessing a discounted cash flow, the adopted discount rate and adopted terminal yield have a strong interrelationship in deriving a fair value given the discount rate will determine the rate at which the terminal value is discounted to the present value. The impact on the fair value of an increase (softening) in the adopted discount rate could potentially offset the impact of a decrease (tightening) in the adopted terminal yield. The same can be said for a decrease (tightening) in the adopted discount rate and an increase (softening) in the adopted terminal yield. A directionally similar change in the adopted discount rate and adopted terminal yield could potentially magnify the impact to the fair value.

The average daily rate and occupancy percentage assumptions drive the forecast hotel revenue for the accommodation hotel assets. The average daily rate reflects the average rate for a room sold over a period of time, while the occupancy percentage reflects the number of rooms occupied by guests over a period of time. An increase in these assumptions will increase the forecast hotel revenue and valuation of the hotels, whilst a decrease in these assumptions will have the opposite effect on forecast hotel revenue and valuations.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

8. Property, plant and equipment (continued)

(d) Valuation technique and inputs (continued)

Sensitivity Analysis – Hotels

	Fair value measurement sensitivity			
	Increase by	Decrease by	Increase by	Decrease by
	0.25%	0.25%	0.25%	0.25%
	\$'000	\$'000	%	%
Discount rate (%)	(2,600)	4,600	(1.93)	2.3
Terminal yield (%)	(2,700)	4,900	(1.35)	2.4
Capitalisation rate (%)	(7,100)	8,300	(4.1)	3.5

	Fair value measurement sensitivity			
	Increase by	Decrease by	Increase by	Decrease by
	2.50%	2.50%	2.50%	2.50%
	\$'000	\$'000	%	%
Average daily rate (\$)	10,900	(10,500)	5.5	(5.3)
Occupancy (%)	12,200	(11,900)	6.1	(6.0)

	Value sensitivity ¹
	Decrease by 5% \$'000
Net realisable value	(10,131)

¹ The sensitivity includes the 7 hotels which are presented as held for sale as at 30 June 2024 and the five hotels in PPE which are valued at net realisable value as at 30 June 2024.

Sensitivity Analysis – Wildlife Parks

	Fair value measurement sensitivity			
	Increase by	Decrease by	Increase by	Decrease by
	0.50%	0.50%	0.50%	0.50%
	\$'000	\$'000	%	%
Discount rate (%)	(150)	199	(0.2)	0.2
Terminal yield (%)	(665)	485	(1.1)	0.1
Capitalisation rate (%)	(750)	975	(1.2)	1.6

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

9. Investment properties

The carrying amount of investment properties at the beginning and end of the current year is set out below:

	Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000
Carrying amount at the beginning of the year	91,875	93,875
Additions	1,506	2,361
Revaluation decrements	(32,962)	(4,361)
Carrying amount at the end of the year	60,419	91,875

The following table represents the total fair value or net realisable value of investment properties at 30 June 2024:

Property	Valuation	Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000
Current			
Bluewater Square	Net realisable value	31,094	–
Total current		31,094	–
Non-current			
Bluewater Square		–	55,500
Stirling Street	Fair Value	27,500	34,500
Cougal Street	Fair Value	1,825	1,875
Total non-current		29,325	91,875
Total		60,419	91,875

A put and call agreement for the sale of Bluewater Square was executed on 25 August 2025 with settlement expected to occur in September 2025. Upon settlement, control of the property will transfer to the purchaser for a total sales price of \$32.0 million (and selling costs of \$0.9 million) with \$29.1 million of the proceeds to be received at settlement. The remaining \$2.9 million is recoverable under a vendor financing arrangement in which Bluewater Square Syndicate will provide an interest free loan to the purchaser (subject to guarantees by the purchaser) to be repaid 12 months after settlement. The valuation reflects the net sale price of this investment property as best indicator of fair value.

Stirling Street in Western Australia, from the Stirling Street Syndicate, exchanged in July 2025 and settled in August 2025 at a gross sale price of \$27.5 million. The valuation reflects the gross sale price of this investment property as best indicator of fair value.

The fair value of Cougal street was determined with reference to the contracted sales value as best indicator of fair value, which settled on 31 March 2025.

The investment properties are categorised as level 3 in the fair value hierarchy. There were no transfers between hierarchies during the year.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

9. Investment properties (continued)

ACCOUNTING POLICY

Fair value of Investment Properties

Investment properties are properties held to earn rentals and / or for capital appreciation (including property under construction for such purposes). Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are measured at fair value. Gains and losses arising from changes in the fair value of investment properties are included in profit or loss in the period in which they arise. In reaching estimates of fair value, management judgement needs to be exercised. At each reporting date, the carrying values of the investment properties are assessed by the Directors and where the carrying value differs materially from the Directors' assessment of fair value, an adjustment to the carrying value is recorded as appropriate.

Where there are other indicators of fair value, including transacted values or offers for assets, these are adopted as the fair value of the asset given they are an indication of what another party would be willing to pay for the asset in an orderly market transaction.

Sensitivity Analysis

If the actual net realisable value/ sales value was achieved at an amount 10% below the current estimate, the impact on the total value of investment properties would be as follows.

	Value sensitivity Decrease by 10% '000
Net realisable value	(3,109)
Fair value	(2,933)

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

10. Equity accounted investments

OVERVIEW

This note provides an overview and detailed financial information of the Group's investments that are accounted for using the equity method of accounting.

The Group's equity accounted investments are as follows:

30 June 2024

	Principal activity	Percentage Ownership	Consolidated Group 30 June 2024 \$'000
Elanor Commercial Property Fund (ASX: ECF)	Commercial Office Properties	12.56%	23,853
Waverley Gardens Fund	Shopping Centre	15.00%	5,243
Elanor Property Income Fund	Retail	35.34%	6,481
Elanor Healthcare Real Estate Fund	Healthcare Properties	5.00%	5,635
Harris Street Fund	Commercial Office Property	13.77%	4,752
55 Elizabeth Street Fund	Commercial Office Property	1.72%	1,868
Hunters Plaza Syndicate	Shopping Centre	5.87%	1,388
Riverton Forum Fund	Shopping Centre	0.70%	420
Belconnen Markets Syndicate	Shopping Centre	1.04%	185
Total equity accounted investments			49,825

30 June 2023

	Principal activity	Percentage Ownership	Consolidated Group 30 June 2023 \$'000
Elanor Commercial Property Fund (ASX: ECF)	Commercial Office Properties	12.56%	40,830
Elanor Property Income Fund	Real Estate Properties	23.39%	16,497
Waverley Gardens Fund	Shopping Centre	15.00%	13,171
Riverton Forum Fund	Shopping Centre	15.00%	9,000
Elanor Healthcare Real Estate	Healthcare Properties	5.00%	6,709
Harris Street Fund	Commercial Office Property	9.41%	5,853
1834 Hospitality	Hotel Management	25.00%	3,777
Hunters Plaza Syndicate	Shopping Centre	5.87%	1,550
Belconnen Markets Syndicate	Shopping Centre	1.04%	447
Total equity accounted investments			97,834

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

10. Equity accounted investments (continued)

The carrying amount of equity accounted investments at the beginning and end of the year is set out below:

	Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000
Carrying amount at the beginning of the year	97,834	110,394
Share of loss from equity accounted investments	(14,855)	(7,042)
Distributions received	(10,235)	(14,799)
Share of movement in reserves	796	(38)
Net investment (sale of) / in equity accounted investments	(3,386)	10,950
Realised (loss) / gain on disposal of investments	(40)	1,200
Impairment of equity accounted investments	(20,289)	(2,831)
Total carrying value at the end of the year	49,825	97,834

Elanor Commercial Property Fund

On 9 September 2024, the Group announced it had entered into a contract to sell all of its holdings in the Elanor Commercial Property Fund to a third party. As a result of the announcement, the basis of valuing the Group's holding in ECF has been amended and the carrying value has been impaired to reflect the contract sale price which is considered to be the most appropriate estimate of the recoverable amount of the Group's holding. The transaction was settled on 13 September 2024.

Waverley Gardens Fund

On 27 June 2025 the Waverley Gardens Fund exchanged contracts for the sale Waverley Gardens shopping centre for a gross sale price of \$163.0 million. The equity accounted investment carrying value has been impaired to reflect the net proceeds of \$161.5 million after sales adjustments and transaction costs, which is considered to be the most appropriate estimate of the recoverable amount of the Group's holding. Waverley Gardens shopping centre was settled in July 2025.

Harris Street

An assessment has been performed for Harris Property Trust to ensure the underlying property asset has been recognised at fair value, in accordance with the Group's accounting policy and methodology for fair value measurement of Investment Properties. The Harris Property Trust asset has been independently valued at a value of \$141.0 million as at 30 June 2024.

On 20 August 2024, Harris Property Trust executed a credit approved term sheet with its financier to extend and vary the existing debt facility from 23 May 2025 to 30 June 2027. The revised terms include a requirement to reduce the debt facility from \$101.75 million to \$77.0 million prior to 30 November 2024. On 14 November 2024 the Harris Property trust finalised a successful capital raise of \$40.0 million with proceeds being used to reduce the debt facility to \$77.0 million and provide funding for capital expenditure and leasing programs. As part of the capital raise the Harris Property Trust asset has been independently valued again at a value of \$138.0 million. The equity accounted investment value reflects this updated decreased valuation.

Elanor Property Income Fund

At an extraordinary securityholder meeting on 8 May 2024, EPIF members approved the orderly windup of the Fund, incorporating the realisation of the Fund's assets and return of capital to investors.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

10. Equity accounted investments (continued)

At the date of this report, all four assets have been divested. The carrying value of the Group's interest in EPIF is based on the realised value of the underlying properties as these values are considered to be the most appropriate estimate of the recoverable amount of the Group's holding.

Details of Material Associates

Summarised financial information in respect of each of the Group's material associates is set out on the table following. Materiality is assessed on the investments' contribution to Group income and net assets. The summarised financial information below represents amounts shown in the associate's financial statements prepared in accordance with accounting standards, adjusted by the Group for equity accounting purposes.

The following information represents the aggregated financial position and financial performance of the Elanor Commercial Property Fund, Elanor Property Income Fund and the Waverley Gardens Fund. This summarised financial information represents amounts shown in the associate's financial statements prepared in accordance with AASBs, adjusted by the Group for equity accounting purposes.

30 June 2024

	Elanor Property Income Fund 30 June 2024 \$'000	Elanor Commercial Property Fund 30 June 2024 \$'000	Waverley Gardens Fund 30 June 2024 \$'000
Financial position			
Current assets	100,258	11,827	203,778
Non-current assets	–	463,809	–
Total Assets	100,258	475,636	203,778
Current liabilities	71,578	84,832	128,893
Non-current liabilities	–	126,617	–
Total Liabilities	71,578	211,449	128,893
Contributed equity	95,851	369,493	88,001
Reserves	–	–	–
Retained profits / (accumulated losses)	(67,171)	(105,306)	(13,116)
Total Equity	28,680	264,187	74,885
	Elanor Property Income Fund 30 June 2024 \$'000	Elanor Commercial Property Fund 30 June 2024 \$'000	Waverley Gardens Fund 30 June 2024 \$'000
Financial performance			
Loss for the year	(14,105)	(26,704)	(41,810)
Total comprehensive expense for the year	(14,105)	(26,704)	(41,810)
Distributions received from the associates during the year	5,869	3,469	116

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

10. Equity accounted investments (continued)

Details of Material Associates (continued)

Reconciliation of the above summarised financial information to the carrying amount of the interest in each of the material associates recognised in the consolidated financial statements:

	Elanor Property Income Fund 30 June 2024 \$'000	Elanor Commercial Property Fund 30 June 2024 \$'000	Waverley Gardens Fund 30 June 2024 \$'000
Net assets of the associate	28,680	264,187	74,885
Proportion of the Group's ownership interest	35.34%	12.56%	15.00%
Group's share of net assets of the associates	10,136	33,182	11,233
Other movements not accounted for under the equity method ¹	(3,655)	(9,329)	(5,991)
Carrying amount of the Group's interest	6,481	23,853	5,242

¹ Other movements are primarily due to impairment of equity accounted investments and distributions declared, but not paid as at balance date.

30 June 2023

	Elanor Property Income Fund 30 June 2023 \$'000	Elanor Commercial Property Fund 30 June 2023 \$'000	Waverley Gardens Fund 30 June 2023 \$'000
Financial position			
Current assets	6,679	12,964	3,722
Non-current assets	110,386	511,793	218,621
Total Assets	117,065	524,757	222,343
Current liabilities	45,654	94,995	5,913
Non-current liabilities	–	111,963	125,826
Total Liabilities	45,654	206,958	131,739
Contributed equity	121,462	369,493	88,001
Retained profits / (accumulated losses)	(50,051)	(51,694)	2,603
Total Equity	71,411	317,799	90,604

	Elanor Property Income Fund 30 June 2023 \$'000	Elanor Commercial Property Fund 30 June 2023 \$'000	Waverley Gardens Fund 30 June 2023 \$'000
Financial performance			
Profit / (loss) for the year	4,691	(32,176)	(687)
Total comprehensive income / (expense) for the year	4,691	(32,176)	(687)
Distributions received from the associates during the year	9,682	3,737	731

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

10. Equity accounted investments (continued)

Reconciliation of the above summarised financial information to the carrying amount of the interest in each of the material associates recognised in the consolidated financial statements:

	Elanor Property Income Fund	Elanor Commercial Property Fund	Waverley Gardens Fund
	30 June 2023 \$'000	30 June 2023 \$'000	30 June 2023 \$'000
Net assets of the associate	71,411	317,799	90,604
Proportion of the Group's ownership interest	23.39%	12.56%	15.00%
Group's share of net assets of the associates	16,703	39,916	13,591
Other movements not accounted for under the equity method ¹	(206)	914	(420)
Carrying amount of the Group's interest	16,497	40,830	13,171

¹ Other movements are primarily due to dividends declared, but not paid as at balance date.

Aggregate information of associates that are not individually material

	Year ended 30 June 2024 \$'000	Year ended 30 June 2023 \$'000
Loss for the year	(74,913)	(42,397)
Other comprehensive income / (loss) for the year	796	(18)
Total comprehensive expense for the year	(74,117)	(42,415)
Aggregate carrying amount of the Group's interests in these associates	12,379	27,335

ACCOUNTING POLICY

Investment in associates and joint ventures

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policy decisions.

A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

Management of the Group reviewed and assessed the classification of the Group's investment in the associated entities in accordance with AASB 128 *Investments in Associates and Joint Ventures* on the basis that the Group has significant influence over the financial and operating policy decisions of the investee.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

10. Equity accounted investments (continued)

ACCOUNTING POLICY (continued)

Investment in associates and joint ventures (continued)

The results, assets and liabilities of associates or joint ventures are incorporated in these financial statements using the equity method of accounting, except when the investment, or a portion thereof, is classified as held for sale, in which case it is accounted for in accordance with AASB 5 *Non-current Assets Held for Sale and Discontinued Operations*. Under the equity method, an investment in an associate or a joint venture is initially recognised in the statement of financial position at cost and adjusted thereafter to recognise the Group's share of the profit or loss and other comprehensive income of the associate or joint venture. When the Group's share of losses of an associate or a joint venture exceeds the Group's interest in that associate or joint venture (which includes any long-term interests that, in substance, form part of the Group's net investment in the associate or joint venture), the Group discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate or joint venture.

When an entity transacts with an associate or a joint venture of the Group, profits and losses resulting from the transactions with the associate or joint venture are recognised in the Group's financial statements only to the extent of interests in the associate or joint venture that are not related to the Group.

Investments in associates and joint ventures are assessed for impairment when indicators of impairment are present. When necessary, the entire carrying amount of the investment (including goodwill) is tested for impairment in accordance with AASB 136 'Impairment of Assets' as a single asset by comparing its recoverable amount (higher of value in use and fair value less costs to sell) with its carrying amount. Any impairment loss recognised forms part of the carrying amount of the investment. Any reversal of that impairment loss is recognised in accordance with AASB 136 to the extent that the recoverable amount of the investment subsequently increases.

An assessment has been performed for each of the Managed Funds to ensure the underlying property assets of these Funds have been recognised at fair value, in accordance with the Group's accounting policy and methodology for fair value measurement of Property, Plant and Equipment and Investment Properties as described in Note 8 and 9 above. Furthermore, the forecast cash flows of the underlying assets of the Group's Managed Funds have been assessed.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

11. Assets and liabilities held for sale

OVERVIEW

As part a strategic review completed for the EHAF during the second half of the year, a divestment plan has been agreed to divest certain hotels during the year. Management assessed that the hotel assets presented in the table below are meeting the AASB 5 *Non-current Assets Held for Sale and Discontinued Operations* conditions as at 30 June 2024.

The carrying amount of the assets and liabilities held for sale as at 30 June 2024 are set out below (30 June 2023: \$nil):

	Consolidated Group 30 June 2024 \$'000
Assets and liabilities held for sale	
Property, plant and equipment	151,913
Trade and other receivables	1,121
Inventories	392
Other assets	1,091
Total assets classified as held for sale	154,517
 Payables	 5,828
Other liabilities	669
Total liabilities directly associated with assets held for sale	6,497

The assets and liabilities associated with the hotels, which met the AASB 5 conditions as 'held for sale' at 30 June 2024, are presented in the table above. No gain or loss was recognised as result of this classification change. The fair value adopted for hotels represents the net realisable value, which is the expected selling prices less transaction costs.

Accounting Policy

Non-current assets (or disposal groups) are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell, except for assets such as deferred tax assets, assets arising from employee benefits, financial assets and investment property that are carried at fair value and contractual rights under insurance contracts, which are specifically exempt from this requirement.

The net realisable values above have been determined on the basis that the EHAF financing facilities can be refinanced to allow sufficient time for an orderly sale process to occur. Refer to note 12 for further details of the refinancing.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

Finance and Capital Structure

This section provides further information on the Group's debt finance, financial assets and contributed equity.

12. Interest bearing liabilities

OVERVIEW

The Group borrows funds from financial institutions to partly fund the acquisition of income producing assets, such as investment properties, securities or the acquisition of businesses. The Group's borrowings are generally fixed, either directly or through the use of interest rate swaps and have a fixed term. This note provides information about the Group's debt facilities, including the facilities of EHAF, EWPF, Stirling and Bluewater. The EHAF, EWPF, Stirling and Bluewater facilities are secured by the assets of the respective Funds and are non-recourse to the ENN Group.

	Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000
Current		
Bank loan - term debt	347,000	4,000
Bank loan - borrowing costs less amortisation	(1,500)	(208)
Corporate notes	39,027	4,750
Corporate notes - borrowing costs less amortisation	(596)	–
Total current	383,931	8,542
Non-current		
Corporate notes	–	56,027
Corporate notes - borrowing costs less amortisation	–	(1,483)
Bank loan - term debt	29,628	318,738
Bank loan - borrowing costs less amortisation	(20)	(1,123)
Total non-current	29,608	372,159
Total interest-bearing liabilities	413,539	380,701

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

12. Interest bearing liabilities (continued)

As at 30 June 2024, the Group had the following bank loans / corporate notes:

	Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000
ENN Group		
Senior Facility – secured	75,000	67,000
Total amount used – current	(75,000)	(2,000)
Total amount used - non-current	–	(65,000)
Total amount unused – ENN	–	–
Net Corporate notes – unsecured – current	39,000	–
Net Corporate notes – unsecured – non-current	–	39,000
EHAFF Group		
Facility – secured/ non-recourse to ENN Group	229,670	210,020
Total amount used – current	(226,923)	–
Total amount used - non-current	–	(205,413)
Total amount unused – EHAFF	2,747	4,607
Bluewater		
Facility – secured/ non-recourse to ENN Group	25,300	30,525
Total amount used – current	(25,300)	(2,000)
Total amount used - non-current	–	(28,525)
Total amount unused – Bluewater	–	–
Stirling		
Facility – secured/ non-recourse to ENN Group	19,800	19,800
Total amount used - non-current	(19,800)	(19,800)
Total amount unused – Stirling	–	–
EWPF		
Facility – secured/ non-recourse to ENN Group	29,600	–
Total amount used - non-current	(29,600)	–
Total amount unused - Consolidated Group	2,747	4,607

ENN Group

Bank loans at balance date

At balance date, the ENN Group had access to a \$75.0 million term debt facility of which \$10.0 million was set to mature on 31 December 2024 and with \$65.0 million maturing on 31 August 2025. The total drawn amount at 30 June 2024 was \$75.0 million and both facilities are unhedged. Elanor Group's term debt is secured by registered mortgages over all freehold property and registered security interests over all present and acquired property of key ENN Group entities and companies. The fair value of this debt facility is \$77.3 million, based on discounted cash flows using a current borrowing rate.

Corporate notes

As at 30 June 2024 the ENN Group also had \$40.0 million in unsecured medium-term notes in two tranches: a \$25.0 million issue of 3.25-year fixed rate medium-term notes (7.75% p.a.), maturing 30 September 2025; and a \$15.0 million issue of 4-year floating rate medium-term notes (4.5% p.a. margin above BBSW), maturing 30 June 2026. The fair value of the unsecured notes is \$25.7 million and \$15.8 million respectively. The fair values of the unsecured notes are based on discounted cash flows using a current borrowing rate.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

12. Interest bearing liabilities (continued)

Of the \$40.0 million (2023: \$40.0 million) corporate notes the Group holds \$1.0 million (2023: \$1.0 million) as an investment in the Group's unsecured notes on issues. This has been deducted from the corporate notes balances to present the net position.

Covenant breaches

The ENN Group's senior facility and corporate notes agreements include gearing and interest cover ratio covenants. As a result of breaches of certain covenants during and at the year ended 30 June 2024, both of these facilities have been classified as current interest bearing liabilities. Refer to the 'Going Concern' section of the 'About this Report' section of the Notes to the Consolidated Financial Statements.

Refinancing

On 4 April 2025, Elanor announced that a special Resolution of the Notes had been passed for each Series of outstanding Notes, with eligible Noteholders representing over 90% of the outstanding principal amounts of Notes voting in favour of the Special Resolution which waived the covenant breaches and restructured the Notes to extend the maturity of all notes to 30 April 2026, increase the coupon and facilitate early redemption.

On 28 July 2025, Elanor entered into binding terms with Rockworth Capital Partners to refinance the ENN's Group senior facility and corporate notes. The details of this arrangement are outlined in the About this report – Going Concern section of this report.

EHAF Group

At 30 June 2024, the EHAF Group had access to secured debt facilities of \$82.5 million and \$129.2 million and an \$18.0 million capex facility, which were due to mature on 28 February 2025. The drawn amount at 30 June 2024 was \$226.9 million.

The secured debt facility was 54% hedged and the remaining debt facilities were not hedged as of 30 June 2024. The fair value of these debt facilities was \$230.4 million. The fair value of the debt facilities is based on discounted cash flows using a current borrowing rate. The debt facilities include Loan to Value Ratio and Interest Cover Covenants.

At 30 June 2024, the fund's \$226.9 million debt liabilities have been presented as current liabilities as the facilities fall due and payable within twelve months of balance date.

Subsequent to balance date, the proceeds of the sales of Leura Gardens Resort, ibis Styles Albany, ibis Styles Port Macquarie, Mantra Pavillion Wagga Wagga, ibis Styles Tall Trees and Mayfair were used to repay \$129.6 million of debt which has reduced the total debt facility from \$226.9 million to \$97.3 million. The facilities were also subsequently extended to 31 August 2025. On 5 August 2025 the Fund satisfied the repayment milestone for \$100.0 million of settlements to be achieved by 31 August 2025.

On 28 August 2025 the Fund received a credit approved offer to refinance and extend the debt facility to 31 May 2026 from one of its existing financiers. The facility is currently being documented and is subject to customary conditions precedent for an extension of this nature.

EHAF's debt facilities are secured by the assets of the fund and are fully non-recourse to the ENN Group.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

12. Interest bearing liabilities (continued)

Bluewater

Bluewater has access to a \$25.3 million facility. The drawn amount as at 30 June 2024 was \$25.3 million which was due to mature on 28 February 2025. As at 30 June 2024, the drawn amount was not hedged. The fair value of this debt facility is \$25.8 million. The fair value of the debt facility is based on discounted cashflows using a current borrowing rate. The debt facility includes Loan to Value Ratio and Interest Cover Covenants.

On 20 December 2023 Bluewater entered into a Deed of Forbearance ('Deed') with its financier which required an initial repayment of the loan balance of \$1.3 million and a further \$2.5 million at these dates. This Deed prescribed a timeline for the disposal of the Bluewater asset, with sale to be completed by and debt repaid by 31 May 2025 (subsequently extended to 31 July 2025). A default notice was issued by the financier on 11 August 2025. Agreement was reached to sell the asset through a put and call option deed on 25 August 2025 with settlement scheduled for 12 September 2025. As a result of this sale, management will seek a further deed of forbearance until the settlement date.

Bluewater's debt facility is secured by the assets of the fund and is fully non-recourse to the ENN Group.

Stirling

Stirling has access to a \$19.8 million facility. The drawn amount at 30 June 2024 was \$19.8 million which was due to mature on 30 June 2025. As at 30 June 2024, the drawn amount was not hedged. The fair value of this debt facility is \$20.4 million. The fair value of the debt facility is based on discounted cash flows using a current borrowing rate. The debt facility includes Loan to Value Ratio (LVR) and Interest Cover Covenants.

On 8 May 2025 the financier placed the facility into default following a breach of the LVR step down from 60% to 50% that was required at 1 May 2025.

On 2 June 2025 the Fund entered into a Heads of Agreement to sell the asset. As a result, on 27 June 2025 the financier extended the maturity date under the facility to 30 September 2025, in order to provide sufficient time for the completion of the sale and repayment of the debt.

The asset settled on 21 August 2025 and the facility was repaid in full.

EWPF

In February 2024, EWPF refinanced its corporate notes with a new debt facility of \$29.6 million facility which will mature on 28 February 2027. The drawn amount as at 30 June 2024 was \$29.6 million.

As at 30 June 2024, the drawn amount was not hedged. The fair value of this debt facility is \$32.1 million. The fair value of the debt facility is based on discounted cash flows using a current borrowing rate. The debt facility includes Loan to Value Ratio and Interest Cover Covenants. In addition, for the Featherdale Wildlife Park there is a requirement under the debt facility to deliver more than \$4.2 million of EBITDA during FY25. Non-compliance with the prescribed EBITDA would constitute a Review Event under the debt facility which if not remedied to the satisfaction of the financier may result in a default under the facility.

Under the EWPF facility agreement the fund is required to meet a 1.75x interest cover test at 31 March 2025. In April 2025 the financier agreed the Fund could postpone the issue of the 31 March 2025 compliance certificate that includes calculation of the interest cover covenant. On 30 July 2025 the Fund issued the 30 June 2025 compliance certificate demonstrating compliance with the interest cover covenant at that date. The Fund subsequently received a waiver to the 31 March 2025 interest cover covenant.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

12. Interest bearing liabilities (continued)

BORROWING COSTS

A breakdown of the borrowing costs included in the Group's Consolidated Statement of Profit or Loss is provided below:

	Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000
Interest expense	26,483	18,810
Amortisation of debt establishment costs	2,182	1,356
Guarantees to third parties	5,658	—
Total borrowing costs	34,323	20,166

ACCOUNTING POLICY

Interest bearing liabilities

Interest bearing liabilities are recognised initially at fair value, being the consideration received net of transaction costs associated with the borrowing. After initial recognition, interest bearing liabilities are stated at amortised cost using the effective interest method. Under the effective interest method, any transaction fees, costs, discounts, and premiums directly related to the borrowings are recognised in the statement of profit or loss and other comprehensive income over the expected life of the borrowings.

Interest bearing liabilities are classified as current liabilities where the liability has been drawn under a financing facility which expires within 12 months. Amounts drawn under financial facilities which expire after 12 months are classified as non-current.

Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

Refer to Note 13 for further detail on guarantees with third parties.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

13. Derivative financial instruments

OVERVIEW

The Group's derivative financial instruments consist of interest rate swap contracts to hedge its exposure to movements in variable interest rates and guarantees to third parties. The interest rate swap agreements allow the Group to raise long term borrowings at a floating rate and effectively swap them into a fixed rate.

	Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000
Current assets / (liabilities)		
Interest rate swaps	–	1,353
Guarantees to third parties	(3,835)	–
	(3,835)	1,353
Non-current assets / (liabilities)		
Interest rate swaps	(33)	–
	(33)	–
Total derivative financial instruments	(3,868)	1,353

The carrying amount of derivatives at the beginning and end of the current year is set out below:

	Guarantees to third parties \$'000	Interest Rate swaps \$'000	Total derivatives Financial instruments \$'000
Opening balance	–	1,353	1,353
Borrowing costs	(1,100)	–	(1,100)
Fair value movement	(2,735)	(1,386)	(4,121)
Closing balance	(3,835)	(33)	(3,868)

Interest rate swaps

EHAF has entered into interest rate swap agreements with a notional principal amount totalling \$115.0 million that entitles it to receive interest, at quarterly intervals, at a floating rate on the notional principal and obliges it to pay interest at a fixed rate.

The interest rate swap agreements allow the raising of long-term borrowings at a floating rate and effectively swap them into a fixed rate. The interest rate swaps are classified as level 2 fair value.

Guarantees to third parties

The guarantees to third parties relate to the net estimated settlement value of an arrangement with investors to acquire units in certain managed funds. The fair value recognised represents the difference between the fixed acquisition price and the value of the underlying units in the respective managed fund. It is classified as level 3 due to the inclusion of unobservable inputs.

There were no transfers between level 2 and 3 for the recurring fair value measurements during the year.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

13. Derivative financial instruments (continued)

ACCOUNTING POLICY

Derivatives

Derivatives are initially recognised at fair value at the date the derivative contract is entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in profit or loss immediately.

Financial Instruments

The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Specific valuation techniques used to value financial instruments include:

- The use of quoted market prices or dealer quotes for similar instruments; and
- The fair value of interest rate swaps is calculated as the present value of the estimated future cash flows based on observable yield curves.

If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. The fair value of guarantees to third parties is based on the net estimated settlement value of an arrangement with investors to acquire units in a managed fund, which is based on the underlying net asset value of the fund as at 30 June 2024. Internal valuations are performed for determining the fair value of the underlying investment property valuations, which are based on the capitalisation method and discounted cash flow method. The valuation techniques are in line with the valuation technique as disclosed under the investment property and property, plant and equipment sections.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

14. Other financial assets

OVERVIEW

The Group's other financial assets consist of short-term financing provided by the Group to Belconnen Markets Syndicate. Recovery of the other assets is subordinated to the external lender and also dependent on the sale of the underlying property in the managed fund. The Group's other financial assets as at 30 June 2024 are detailed below:

	Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000
Other financial assets and receivables	6,561	4,095
Total other financial assets	6,561	4,095

ACCOUNTING POLICY

The Group measures its other financial assets at amortised cost.

At initial recognition, the Group measures its other financial assets at fair value and subsequently at amortised cost. The Group assessed that the credit risk of its financial asset has not significantly increased since initial recognition. Hence, the Group applies the 3-stage expected credit loss impairment model under AASB 9 'Financial Instruments' measuring the expected credit loss allowance (ECL) for the other financial assets.

The loss allowances are based on assumptions about the risk of default and expected loss rates. The Group uses judgement in making these assumptions based on the Group's historical credit loss experience, adjusted for factors that are specific to the debtors and general economic conditions, where appropriate at reporting date.

Refer to Note 17(b) for further discussion on the Group's management of credit risk, including that for its financial assets.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

15. Contributed equity

OVERVIEW

The shares of Elanor Investors Limited (Company) and the units of Elanor Investment Fund (EIF) are combined and issued as stapled securities. The shares of the Company and units of EIF cannot be traded separately and can only be traded as stapled securities.

Below is a summary of contributed equity of the Company and EIF separately and for Elanor's combined stapled securities. The basis of allocation of the issue price of stapled securities to Company shares and EIF units post stapling is determined by agreement between the Company and EIF as set out in the Stapling Deed.

Contributed equity for the year ended 30 June 2024

No. of securities/ shares	Details	Date of income entitlement	Total Equity 30 June 2024 \$'000	Parent Entity 30 June 2024 \$'000	EIF 30 June 2024 \$'000
124,069,426	Opening balance	1 Jul 2023	181,648	73,555	108,093
24,754,165	2023 Challenger equity issuance ¹	7 Jul 2023	39,606	9,648	29,958
983,331	2020 LTI Securities exercised	5 Oct 2023	718	179	539
2,251,797	2024 STI Securities granted	16 Nov 2023	4,278	944	3,334
58,333	2020 LTI Securities exercised	15 Dec 2023	67	15	52
(15,090)	2023 STI Securities lapsed	15 Dec 2023	(25)	(6)	(19)
100,000	2024 LTI Securities exercised	22 Mar 2024	116	26	90
152,201,962	Securities on issue	30 June 2024	226,408	84,361	142,047

¹ Securities issued to Challenger as consideration under the Challenger real estate transaction. 15,680,023 securities are held in escrow and subject to claw-back from Challenger based on certain conditions over three years.

A reconciliation of treasury securities on issue at the beginning and end of the year is set out below:

No. of securities/ shares	Details	Date of income entitlement	Total Equity 30 June 2024 \$'000	Parent Entity 30 June 2024 \$'000	EIF 30 June 2024 \$'000
2,320,232	Opening balance	1 Jul 2023	3,369	759	2,610
2,251,797	2024 STI Securities granted	16 Nov 2023	4,278	944	3,334
(15,090)	2023 STI Securities lapsed	15 Dec 2023	(25)	(6)	(19)
100,000	2024 LTI Securities exercised	22 Mar 2024	113	24	89
4,656,939	Treasury securities on issue	30 June 2024	7,735	1,721	6,014

Contributed equity for the year ended 30 June 2023

No. of securities/ shares	Details	Date of income entitlement	Total Equity 30 June 2023 \$'000	Parent Entity 30 June 2023 \$'000	EIF 30 June 2023 \$'000
121,915,824	Opening balance	1 Jul 2022	178,342	72,783	105,559
1,336,940	2023 STI Securities granted	15 Aug 2022	2,367	538	1,829
816,662	2023 LTI Securities exercised	28 Jun 2023	939	234	705
124,069,426	Securities on issue	30 Jun 2023	181,648	73,555	108,093

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

15. Contributed equity (continued)

A reconciliation of treasury securities on issue at the beginning and end of the prior year is set out below:

No. of securities/ shares	Details	Date of income entitlement	Total Equity 30 June 2023 \$'000	Parent Entity 30 June 2023 \$'000	EIF 30 June 2023 \$'000
4,746,414	Opening balance	1 Jul 2022	6,768	1,682	5,086
(2,384,738)	2020 STI Securities vested	1 Jul 2022	(3,119)	(823)	(2,296)
1,336,940	2023 STI Securities granted	15 Aug 2022	2,367	538	1,829
(1,378,384)	2021 STI Securities vested	18 Dec 2022	(2,647)	(638)	(2,009)
2,320,232	Treasury securities on issue	30 Jun 2023	3,369	759	2,610

ACCOUNTING POLICY

Equity-settled security-based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date.

The fair value determined at the grant date of the equity-settled security-based payments is expensed on a straight-line basis over the vesting period, based on the Group's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At the end of each reporting period, the Group revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimate, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the equity-settled employee benefits reserve

16. Reserves

OVERVIEW

Reserves are balances that form part of equity that record other comprehensive income amounts that are retained in the business and not distributed until such time the underlying balance sheet item is realised. This note provides information about movements in the other reserves line item of the balance sheet and a description of the nature and purpose of each reserve.

	Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000
Other reserves		
Opening balance	124,241	95,993
Asset revaluation	(29,248)	28,286
Share of reserves of equity accounted investments	796	(38)
Closing balance	95,789	124,241
Stapled security-based payment reserve		
Opening balance	8,633	10,475
Loan securities and option expense	1,464	1,210
Short term incentive scheme expense	2,300	(3,052)
Closing balance	12,397	8,633
Total reserves	108,186	132,874

The other reserves are used to record undistributed and unrealised earnings.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

16. Reserves (continued)

The stapled security-based payment reserve is used to recognise the fair value of loan, restricted securities and options issued to employees but not yet exercised under the Group's STI and LTI.

17. Financial Risk Management

OVERVIEW

The Group's principal financial instruments comprise cash, receivables, financial assets carried at fair value through profit and loss, interest bearing loans, derivatives, payables and distributions payable.

The Group's activities are exposed to a variety of financial risks: market risk (including interest rate risk and equity price risk), credit risk and liquidity risk.

This note presents information about the Group's exposure to each of the above risks, the Group's objectives, policies and processes for measuring and managing risk and the Group's management of capital. Further quantitative disclosures are included through these consolidated financial statements.

The Group's Board of Directors (Board) has overall responsibility for the establishment and oversight of the Group's risk management framework. The Board has established an Audit & Risk Committee (ARC), which is responsible for monitoring the identification and management of key risks to the business. The ARC meets regularly and reports to the Board on its activities.

The Board has established a Risk Management Framework outlining principles for overall risk management covering specific areas, such as mitigating foreign exchange, interest rate and liquidity risks. The Group's Risk Management Framework provides a framework to identify and manage financial risks of the Group with a key philosophy of risk mitigation. Derivatives are exclusively used for hedging purposes, not as trading or other speculative instruments. The Group uses derivative financial instruments such as interest rate swaps where possible to hedge certain risk exposures.

The Group uses different methods to measure different types of risk to which it is exposed. These methods include sensitivity analysis in the case of interest rate risk, ageing analysis for credit risk and cash flow forecasting for liquidity risk.

There have been no other significant changes in the types of financial risks or the Group's risk management program (including methods used to measure the risks).

(a) Market risk

Market risk refers to the potential for changes in the value of the Group's financial instruments or revenue streams from changes in market prices. There are various types of market risks to which the Group is exposed including those associated with interest rates, currency rates and equity market price.

(i) Interest rate risk

Interest rate risk refers to the potential fluctuations in the fair value or future cash flows of a financial instrument because of changes in market interest rates. The Group's main interest rate risk arises from borrowings with variable rates, which expose the Group to cash flow interest rate risk.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

17. Financial Risk Management (continued)

(a) Market risk (continued)

(i) Interest rate risk (continued)

As at reporting date, the Consolidated Group had the following interest-bearing assets and liabilities:

Consolidated Group 30 June 2024	Maturity < 1 yr \$'000	Maturity 1 - 5 yrs \$'000	Maturity > 5 yrs \$'000	Total \$'000
Assets				
Cash and cash equivalents	17,589	–	–	17,589
Other Financial assets	6,561	–	–	6,561
Total assets	24,150	–	–	24,150
Weighted average interest rate				2.11%
Liabilities				
Interest bearing loans	383,931	29,608	–	413,539
Derivative financial instruments	–	33	–	33
Total liabilities	383,931	29,641	–	413,572
Weighted average interest rate				6.97%
Consolidated Group 30 June 2023	Maturity < 1 yr \$'000	Maturity 1 - 5 yrs \$'000	Maturity > 5 yrs \$'000	Total \$'000
Assets				
Cash and cash equivalents	25,269	–	–	25,269
Other Financial assets	4,095	–	–	4,095
Derivative financial instruments	1,353	–	–	1,353
Total assets	30,717	–	–	30,717
Weighted average interest rate				1.06%
Liabilities				
Interest bearing loans	8,542	372,159	–	380,701
Total liabilities	8,542	372,159	–	380,701
Weighted average interest rate				5.51%

The Group's main interest rate risk arises from long-term borrowings with variable rates, which expose the Group to cash flow interest rate risk.

As at 30 June 2024 \$115.0 million (2023: \$83.8 million) of the \$391.6 million (2023: \$318.9 million) of floating interest-bearing loans have been hedged using interest rate swap agreements. These agreements are in place to swap the variable / floating interest payable to a fixed rate to reduce the interest rate risk.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

17. Financial Risk Management (continued)

(ii) Interest Rate Sensitivity

At reporting date if Australian interest rates had been 1% higher / lower and all other variables were held constant, the impact on the Group in relation to cash and cash equivalents, derivatives, interest bearing loans and the Group's profit and equity would be:

Consolidated Group 30 June 2024	Amount \$'000	Increase by 1%		Decrease by 1%	
		Profit/ (loss) \$'000	Equity \$'000	Profit/ (loss) \$'000	Equity \$'000
Cash and cash equivalents	17,589	176	–	(176)	–
Derivative financial instruments	33	1,150	–	(1,150)	–
Interest bearing loans	413,539	(3,916)	–	3,916	–
Total increase / (decrease)	431,161	(2,590)	–	2,590	–

Consolidated Group 30 June 2023	Amount \$'000	Increase by 1%		Decrease by 1%	
		Profit/ (loss) \$'000	Equity \$'000	Profit/ (loss) \$'000	Equity \$'000
Cash and cash equivalents	25,269	253	–	(253)	–
Derivative financial instruments	1,353	838	–	(838)	–
Interest bearing loans	380,701	(2,402)	–	2,402	–
Total increase / (decrease)	407,323	(1,311)	–	1,311	–

(b) Credit risk

Credit risk represents the loss that would be recognised if counterparties failed to perform as contracted.

The Group manages credit risk on trade receivables and contract assets by performing credit reviews of prospective debtors, obtaining collateral where appropriate and performing detailed reviews on any debtor arrears. Credit risk on derivatives is managed through limiting transactions to investment grade counterparties.

At balance date, the Group's outstanding debtors consists primarily of loans to Elanor's Managed Funds and accrued funds management fees payable by these Managed Funds, rent receivables from its investment property Bluewater Square, and outstanding payments receivable from hotel guests across its hotel portfolio.

In respect of outstanding loans and trade debtor's receivable from its Managed Funds, the Group has performed a detailed analysis of the recoverability of these amounts with reference to the cash flow forecasts of each of these funds. For each of the Group's Managed Funds, the Group's management teams have performed a detailed asset level analysis of the recoverability of the outstanding arrears at balance date for these assets. In a number of instances Elanor's arrears are subordinated to the lender in the underlying managed fund and the recovery of the arrears is dependent on the realisation of the asset.

For the Group's retail investment property Bluewater Square, the Group applied the AASB 9 simplified approach using the provision matrix for measuring the expected credit losses (ECL) which uses a lifetime expected loss allowance. The ECL calculation is based on assumptions about risk of default and expected loss rates. The group has considered the following in assessing the expected credit loss: ageing of the debtor's balances, tenant payment history, assessment of the tenant's financial position, existing market conditions and forward-looking estimates.

At balance date, the Group has recognised an expected credit loss provision of \$0.4 million (2023: \$1.4 million) in respect to the rent receivables of Bluewater Square Syndicate.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

17. Financial Risk Management (continued)

(b) Credit risk (continued)

For the Group's Hotels, Tourism and Leisure Managed Funds (HTL Funds), the group applied the AASB 9 simplified approach using the provision matrix for measuring the expected credit losses which uses a lifetime expected loss allowance (ECL). The lifetime ECL calculation is based on the ageing of the debtors and forward-looking estimates.

At balance date, no provisions have been recognised in respect of loans and funds management fees receivable from the Group's HTL Funds and a provision of \$0.4 million has been recognised in respect of the consolidated HTL Funds' trade debtors (2023: \$0.5 million).

(i) Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date is detailed below:

	Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000
Cash and cash equivalents	17,589	25,269
Other financial assets	6,561	4,095
Trade and other receivables	27,527	18,157
Contract asset (ECF)	2,688	3,618
Total	54,365	51,139

Where entities have the right to off-set and intend to settle on a net basis under netting arrangements, this off-set has been recognised in the consolidated financial statements on a net basis. There has been no off-setting during the period.

Trade and other receivables consist of GST, trade debtors and other receivables.

At balance date there were no other significant concentrations of credit risk.

No allowance has been recognised for the GST and trade debtors from the taxation authorities and related parties respectively. Based on historical experience, there is no evidence of default from these counterparties which would indicate that an allowance was necessary.

(ii) Impairment losses

The ageing of trade and other receivables at reporting date is detailed below:

	Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000
Current	10,881	11,425
Past due 31-61 days	2,049	1,550
Past due 61+ days	15,365	7,052
Total	28,295	20,027
Provision for expected credit loss	(768)	(1,870)
Net trade and other receivables	27,527	18,157

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

17. Financial Risk Management (continued)

(c) Liquidity risk

The following are the undiscounted contractual cash flows of derivatives and non-derivative financial liabilities shown at their nominal amount (including future interest payable). See also Note 12 for developments on Liquidity risk after balance date.

Consolidated Group 30 June 2024	Less than 1 year \$'000	1 to 2 years \$'000	2 to 5 years \$'000	More than 5 years \$'000	Contractual cash flows \$'000	Carrying Amount \$'000
Derivative financial liabilities						
Net settled derivatives	–	33	–	–	33	33
Gross settled derivatives						
(Inflows)	(3,656)	–	–	–	(3,656)	(3,656)
Outflows	7,491	–	–	–	7,491	7,491
Non derivative financial liabilities						
Payables	36,889	–	–	–	36,889	36,889
Interest bearing loans	386,430	21,982	34,493	–	442,905	413,539
Lease liability	1,434	436	–	–	1,870	1,870
Total	428,588	22,451	34,493	–	485,532	456,166

Consolidated Group 30 June 2023	Less than 1 year \$'000	1 to 2 years \$'000	2 to 5 years \$'000	More than 5 years \$'000	Contractual cash flows \$'000	Carrying Amount \$'000
Derivatives	1,353	–	–	–	–	1,353
Non derivative financial liabilities						
Payables and other liabilities	34,643	–	–	–	34,643	34,643
Interest bearing loans	2,110	308,068	121,995	–	432,173	380,701
Lease liability	1,887	1,870	–	–	3,757	3,757
Total	39,993	309,938	121,995	–	470,573	420,454

(d) Capital risk management

The capital structure of the Group consists of equity as listed in Note 15.

The Group assesses its capital management approach as a key part of the Group's overall strategy, and it is continuously reviewed by management and the Directors.

To achieve the optimal capital structure, the Board may use the following strategies: amend the distribution policy of the Group; issue new securities through a private or public placement; activate the Distribution Reinvestment Plan (DRP); issue securities under a Security Purchase Plan (SPP); conduct an on-market buyback of securities; increase borrowings; or dispose of investment properties.

See About this Report – Going Concern for further information on proposed changes to ENN Group's capital structure subsequent to balance date.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

Group Structure

This section provides information about the Group's structure including parent entity information, information about controlled entities (subsidiaries) and business combination information relating to the acquisition of controlled entities.

18. Parent entity

OVERVIEW

The financial information below on Elanor Investor Group's parent entity Elanor Investors Limited (the Company) and the Trust's parent entity Elanor Investment Fund (EIF) as stand-alone entities have been provided in accordance with the requirements of the *Corporations Act 2001*. The financial information of the parent entities of the Group and the EIF Group have been prepared on the same basis as the consolidated financial statements.

(a) Summarised financial information

	Elanor Investors Limited ¹ 30 June 2024 \$'000	Elanor Investors Limited ¹ 30 June 2023 \$'000	Elanor Investment Fund ² 30 June 2024 \$'000	Elanor Investment Fund ² 30 June 2023 \$'000
Financial position				
Current assets	85,888	18,172	48,896	35,616
Non-current assets	50,894	99,017	122,121	132,912
Total Assets	136,782	117,189	171,017	168,527
Current liabilities	112,432	14,207	80,805	3,330
Non-current liabilities	-	53,711	14,556	89,120
Total Liabilities	112,432	67,918	95,361	92,450
Contributed equity	82,474	72,639	135,594	105,065
Reserves	4,439	2,815	32,393	35,358
Retained profits / (accumulated losses)	(62,563)	(26,182)	(92,331)	(64,346)
Total Equity	24,350	49,272	75,656	76,077
	Elanor Investors Limited ¹ 30 June 2024 \$'000	Elanor Investors Limited ¹ 30 June 2023 \$'000	Elanor Investment Fund ² 30 June 2024 \$'000	Elanor Investment Fund ² 30 June 2023 \$'000
Financial performance				
Profit / (loss) for the year	(36,381)	1,007	(20,529)	(7,496)
Total comprehensive income for the year	(36,381)	1,007	(20,529)	(7,496)

¹ Elanor Investors Limited is the parent entity of the Consolidated Group.

² Elanor Investment Fund is the parent entity of the EIF Group.

(b) Commitments

The Group has no capital expenditure commitments as at 30 June 2024 (2023: \$0.7 million related to EHAF).

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

18. Parent entity (continued)

(c) Guarantees provided

In December 2023, Elanor Investors Limited provided an income guarantee for a maximum of guarantee amount of \$2.0 million for a period of 24 months on sale of Panorama Resort to EHAF (2023: nil). During the year Elanor Investor Limited provided \$1.6 million of the guarantee, which was settled with EHAF at 30 June 2024. At balance date, Elanor Investment Fund had no outstanding guarantees (2023: nil).

(d) Contingent liabilities

At balance date Elanor Investors Limited and Elanor Investment Fund had no contingent liabilities (2023: nil).

19. Subsidiaries and Controlled entities

This note provides information about the Group's subsidiaries and controlled entities.

Details of the Group's material subsidiaries at the end of the reporting year are as follows:

Elanor Investors Limited			Proportion of ownership interest and voting power by the Group	
Name of Subsidiary	Principal activity	Place of incorporation and operation	30 June 2024	30 June 2023
Elanor Asset Services Pty Limited ¹	Asset services	Australia	100%	100%
Elanor Funds Management Limited ¹	Responsible entity	Australia	100%	100%
Elanor Operations Pty Limited ¹	Operational services	Australia	100%	100%
Elanor Hotel Operations Pty Limited	Operational services	Australia	100%	100%
Elanor Investment Nominees Pty Limited ¹	Trustee services	Australia	100%	100%
Elanor Waverley Property Nominees Pty Limited ¹	Trustee services	Australia	100%	100%
Elanor Investment Holdings Pty Limited ¹	Holding company	Australia	100%	100%
Elanor Management Pty Limited ¹	Holding company	Australia	100%	100%
FP NewCo1 Pty Limited ¹	Asset services	Australia	100%	0%
Cougal Street Property Trust ¹	Landholder	Australia	100%	100%
Country Place Management Pty Limited ¹	Hotel operator	Australia	100%	100%
Albany Hotel Management Pty Limited ^{1,5}	Hotel operator	Australia	25%	31%
Cradle Mountain Lodge Pty Limited ^{2,5}	Hotel operator	Australia	25%	31%
Wollongong Hotel Management Pty Limited ^{2,5}	Hotel operator	Australia	25%	31%
Port Macquarie Hotel Management Pty Limited ^{2,5}	Hotel operator	Australia	25%	31%
Tall Trees Hotel Management Pty Limited ^{2,5}	Hotel operator	Australia	25%	31%
Pavilion Wagga Wagga Hotel Management Pty Limited ^{2,5}	Hotel operator	Australia	25%	31%
Parklands Resort Hotel Management Pty Limited ^{2,5}	Hotel operator	Australia	25%	31%
EMPR II Management Pty Limited ^{2,5}	Holding company	Australia	25%	31%

¹ Elanor Investors Limited ("EIL") is the head entity within the EIL tax-consolidated group. The companies in which EIL has 100% ownership are members of the EIL tax-consolidated group.

² EMPR II Management Pty Limited is the head entity of the old EMPR II tax-consolidated group.

⁵ The Group has 25% of voting rights in EHAF versus 32% of accounting equity exposure, refer to 'about this report' section for further explanation.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

19. Subsidiaries and Controlled entities (continued)

Elanor Investors Limited (continued)

Name of Subsidiary	Principal activity	Place of incorporation and operation	Proportion of ownership interest and voting power by the Group	
			30 June 2024	30 June 2023
Eaglehawk Hotel Management Pty Limited ^{3,5}	Hotel operator	Australia	25%	31%
Narrabundah Hotel Management Pty Limited ^{3,5}	Hotel operator	Australia	25%	31%
Byron Bay Hotel Management Pty Limited ^{3,5}	Hotel operator	Australia	25%	31%
Barossa Weintal Hotel Management Pty Ltd ^{3,5}	Hotel operator	Australia	25%	31%
Clare Country Club Management Pty Ltd ^{3,5}	Hotel operator	Australia	25%	31%
Estate Tuscany Hotel Management Pty Ltd ^{3,5}	Hotel operator	Australia	25%	31%
Yering Hotel Management Pty Ltd ^{3,5}	Hotel operator	Australia	25%	31%
Kangaroo Valley Hotel Management Pty Ltd ^{3,5}	Hotel operator	Australia	25%	31%
Tamworth Hotel Management Pty Ltd ^{3,5}	Hotel operator	Australia	25%	31%
Panorama Hotel Management Pty Limited ^{3,5}	Hotel operator	Australia	25%	0%
Elanor Hotel Accommodation Limited (formerly EMPR Management Pty Limited ^{3,5})	Holding company	Australia	25%	31%
Elanor Hotel Accommodation II Limited (formerly Elanor Luxury Hotel Fund Pty Limited ^{4,5})	Holding company	Australia	25%	31%
Mayfair Hotel Management Pty Ltd ^{4,5}	Hotel operator	Australia	25%	31%
Wakefield Street Hotel Management Pty Ltd ^{4,5}	Hotel operator	Australia	25%	31%
Cradle Mountain Lodge Management II Pty Ltd ^{4,5}	Hotel operator	Australia	25%	31%
Elanor Wildlife Park Management Pty Ltd	Wildlife park operator	Australia	43%	43%
Mogo Zoo Management Pty Ltd	Wildlife park operator	Australia	43%	43%
Hunter Valley Wildlife Park Management Pty Ltd	Wildlife park operator	Australia	43%	43%

³ Elanor Hotel Accommodation Limited (EHAF Company I/ previously named 'EMPR Management Pty Limited') is the head entity of the EHAF tax-consolidated group.

⁴ Elanor Hotel Accommodation II Limited (EHAF Company II/ previously named 'Elanor Luxury Hotel Fund Pty Limited') is the head entity of the EHAF Company II tax-consolidated group.

⁵ The Group has 25% of voting rights in EHAF versus 32% of accounting equity exposure, refer to 'about this report' section for further explanation.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

19. Subsidiaries and Controlled entities (continued)

Elanor Investment Fund			Proportion of ownership interest and voting power by the Group	
Name of Subsidiary	Principal activity	Place of incorporation and operation	30 June 2024	30 June 2023
Elanor Investment Trust	Co-investment in Managed Funds	Australia	100%	100%
Country Place Property Trust ⁵	Hotel landholder	Australia	25%	100%
Albany Hotel Syndicate ⁵	Hotel landholder	Australia	25%	31%
Wollongong Hotel Syndicate ⁵	Hotel landholder	Australia	25%	31%
Elanor Hotel Accommodation Fund II (formerly Elanor Metro and Prime Regional Hotel Fund II) ⁵	Hotel landholder	Australia	25%	31%
Wollongong Hotel Property Trust ⁵	Hotel landholder	Australia	25%	31%
Port Macquarie Property Trust ⁵	Hotel landholder	Australia	25%	31%
Tall Trees Property Trust ⁵	Hotel landholder	Australia	25%	31%
Pavilion Wagga Wagga Property Trust ⁵	Hotel landholder	Australia	25%	31%
Parklands Resort Property Trust ⁵	Hotel landholder	Australia	25%	31%
Narrabundah Property Trust ⁵	Hotel landholder	Australia	25%	31%
Byron Bay Hotel Property Trust ⁵	Hotel landholder	Australia	25%	31%
Elanor Hotel Accommodation Fund I (formerly Elanor Metro and Prime Regional Hotel Fund) ⁵	Hotel landholder	Australia	25%	31%
Elanor Hotel Accommodation Fund III (formerly Elanor Luxury Hotel Fund) ⁵	Hotel landholder	Australia	25%	31%
Mayfair Hotel Property Trust ⁵	Hotel landholder	Australia	25%	31%
Wakefield Street Hotel Property Trust ⁵	Hotel landholder	Australia	25%	31%
Estate Tuscany Property Trust ⁵	Hotel landholder	Australia	25%	31%
Cradle Mountain Lodge Property Trust ⁵	Hotel landholder	Australia	25%	31%
Barossa Weintal Hotel Property Trust ⁵	Hotel landholder	Australia	25%	31%
Clare Country Club Property Trust ⁵	Hotel landholder	Australia	25%	31%
Tamworth Hotel Property Trust ⁵	Hotel landholder	Australia	25%	31%
Yering Property Trust ⁵	Hotel landholder	Australia	25%	31%
Kangaroo Valley Property Trust ⁵	Hotel landholder	Australia	25%	31%
Bluewater Square Syndicate	Shopping centre	Australia	42%	42%
Stirling Street Syndicate	Shopping centre	Australia	43%	43%
Elanor Wildlife Park Fund	Wildlife park landholder	Australia	43%	43%
Mogo Zoo Property Trust	Wildlife park landholder	Australia	43%	43%
Hunter Valley Wildlife Park Property Trust	Wildlife park landholder	Australia	43%	43%

⁵ The Group has 25% of voting rights in EHAF versus 32% of accounting equity exposure, refer to 'about this report' section for further explanation.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

20. Trade and other receivables

OVERVIEW

This note provides further information about assets that are incidental to the Group's trading activities, being trade and other receivables. Refer to Note 17(b) for discussion on the Group's management of credit risk, including that of the Group's trade and other receivables.

	Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000
Current		
Trade receivables	15,774	15,621
Other receivables	3,819	4,406
Provision for expected credit loss	(768)	(1,870)
Total current	18,825	18,157
Non-current		
Trade receivables	8,635	–
Other receivables	67	–
Total non-current	8,702	–
Total trade and other receivables	27,527	18,157

The recoverability of some of the trade and other receivables with managed funds is subject to deferral arrangements, subordinated to lenders within the managed funds and dependent on property realisations.

21. Contract assets

OVERVIEW

This note provides further information about the Group's contract assets.

	Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000
Contract assets		
Challenger real estate investment management agreement	17,007	–
ADIC real estate investment management agreement	4,492	–
Elanor Commercial Property Fund (ECF)	2,688	3,618
Total contract assets	24,187	3,618

The reconciliation of the carrying amounts of the contract assets at the beginning and the end of 2024 year is set out below:

	ECF 30 June 2024 \$'000	ADIC 30 June 2024 \$'000	Challenger 30 June 2024 \$'000	Consolidate Group 30 June 2024 \$'000
Opening balance at the beginning of the year	3,618	–	–	3,618
Additions	–	6,275	33,325	39,600
Amortisation	(930)	(576)	(3,057)	(4,563)
Impairment	–	(1,207)	(13,261)	(14,468)
Total contract assets	2,688	4,492	17,007	24,187

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

21. Contract assets (continued)

Challenger real estate investment management agreement

On 7 July 2023, Elanor completed the Challenger Limited's (Challenger) Australian real estate funds management transaction for a consideration of \$39.6 million (fair value). Elanor issued 24.8 million ENN securities as consideration for the transaction. The consideration paid is subject to clawback arrangements from Challenger of up to 63%, based on performance milestones over three years, including minimum base funds management fee targets.

Under AASB 15 *Revenue from Contracts with Customers*, the consideration was recognised as a payment to customer, as follows:

- The fair value of the consideration is \$39.6 million, based on the fair value of the securities issued with reference to the share price (\$1.60) on the day of the transaction completion.
- The acquired investment management rights are recognised as a payment to customer (non-current) for the full consideration of \$39.6 million. The asset will be amortised over a 10-year period and recorded as an adjustment of revenue.
- The equity paid for the consideration is fully recognised in equity (\$39.6 million). The portion of the share capital in escrow under the clawback arrangement has been disclosed in financial statement note 15 as share capital subject to escrow.

As at 30 June 2024, an impairment assessment of the contract asset was conducted and management assessed that a revised term of the contract of 4 years for the Investment Management Agreement was more appropriate based on the information available to management at that time. Based on a 4-year cashflow period the contract asset has been impaired for \$14.5 million in the financial year.

Subsequent events

In July 2025, Elanor and Challenger entered into a mutual agreement to unwind the strategic partnership and related investment management arrangements that was announced in July 2023.

As part of an orderly transition of arrangements, Elanor will continue to manage the Challenger real estate portfolio until 15 October 2025 and support the transition of the portfolio to a new manager. During the financial year ended 30 June 2024 revenue from the Challenger mandate was \$12.9 million.

Subject to obtaining all required regulatory and Elanor securityholder approvals, Challenger and Elanor will cancel the 20.3 million ENN securities held by a subsidiary of Challenger.

The return of the shares will result in a derecognition of the remaining carrying value of the contract asset at the date of unwind (the impaired value less amortisation based on an estimated contract life of 4 years). This carrying value is considered to be the value of the securities returned at this date, representing the present value of the remaining future cashflows realised through the return of the securities.

The distribution agreement with Fidante will be terminated. The retail and hotel assets jointly owned by ADIC and Challenger, valued at approximately \$640.0 million, will continue to be managed by Elanor.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

21. Contract assets (continued)

Elanor Commercial Property Fund

On 24 May 2022, the Elanor Investors Group made an \$8.4 million contribution to Elanor Commercial Property Fund as part of Harris Street acquisition with \$4.6 million directly utilised to offset transaction cost and \$3.8 million recognised as a contract asset. Under the Australian Accounting Standards, this contribution was recognised as a contract asset upon initial recognition. The remaining balance is amortised over a 5 year period. Refer to note 17 for the credit risk assessment.

Accounting policy

Contract assets are assessed for impairment when indicators of impairment 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:

- the remaining amount of the consideration that the entity expects to receive in exchange for the goods and services to which the asset relates; less
- the costs that relate directly to providing goods or services and have not been recognised as expenses.

22. Payables and other liabilities

OVERVIEW

This note provides further information about liabilities that are incidental to the Group's trading activities, being payables, other liabilities and provisions.

Payables

	Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000
Trade creditors	5,902	5,947
Accrued expenses	7,883	9,874
GST payable	1,812	2,166
Total payables	15,597	17,987

Other liabilities

	Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000
Cash held in trust ¹	–	3,163
Distribution payable	–	2,015
Distribution payable by consolidated Funds ²	–	1,246
Other liabilities ³	21,292	10,232
Total other current liabilities	21,292	16,656

¹ The cash held in trust balance is cash held on behalf of a related entity and was transferred to that entity subsequent to balance date.

² The distribution payable is related to distributions declared by the consolidated Funds at balance date.

³ \$19.6 million included in Other liabilities represents commercial arrangements with third parties, which includes an obligation to acquire units in Managed Funds (2023: \$9.9 million). Also, refer to note 32 prior year restatement.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

22. Payables and other liabilities (continued)

Provisions

	Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000
Current		
Provision for annual leave	3,140	3,733
Provision for long service leave	1,387	1,668
Total current	4,527	5,401
Non-current		
Provision for long service leave	245	296
Total non-current	245	296
Total provisions	4,772	5,697

ACCOUNTING POLICY

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (where the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received, and the amount of the receivable can be measured reliably.

Employee benefits

A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave and long service leave when it is probable that settlement will be required, and they are capable of being measured reliably.

Liabilities recognised in respect of short-term employee benefits, are measured at their nominal values using the remuneration rate expected to apply at the time of settlement.

Liabilities recognised in respect of long term employee benefits are measured as the present value of the estimated future cash outflows, using a high quality Corporate Bond rate as the discount rate, to be made in respect of services provided by employees up to reporting date.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

23. Intangible assets

OVERVIEW

This note sets out the Intangible assets of the Group.

Consolidated Group	Management rights \$'000	Software \$'000	Total \$'000
At 30 June 2022	300	1,148	1,448
Additions	–	571	571
Amortisation charge	(150)	(391)	(541)
At 30 June 2023	150	1,328	1,478
Additions	–	552	552
Amortisation charge	(150)	(471)	(621)
At 30 June 2024	–	1,409	1,409

Management rights represent the acquisition of funds management rights and associated licences at IPO for \$1.5 million. At IPO, the estimated life of the acquired funds management rights was 10 years.

ACCOUNTING POLICY

Funds management rights

Funds management rights have a finite useful life and are carried at cost less accumulated amortisation and impairment losses. Amortisation is calculated using the straight-line method to allocate the cost of licenses over their estimated useful lives of 10 years.

Software

Software expenditure is capitalised and recognised as finite life intangibles and is amortised using the straight-line method over its estimated life of 5 years.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

24. Government grants

During the year, the Group's Hotels, Tourism and Leisure Managed Funds (consolidated in the Group financial statements) received or accrued a total of \$nil (2023: \$1.1 million) of government grants.

ACCOUNTING POLICY

Government grants are recognised when there is reasonable assurance the group will comply with the conditions attaching to them and the grant will be received.

25. Commitments

OVERVIEW

This note sets out the material commitments of the Group.

Contingent liabilities and commitments

The Group has capital expenditure commitments related to EHAF, but not recognised as liabilities, as at 30 June 2024 of \$nil (30 June 2023: \$0.7 million).

Lease commitments: the Group as lessor

The Group has non-cancellable leases in respect of premises. The leases are for a duration of between 1 to 10 years and are classified as operating leases. The minimum lease commitments receivable are as follows:

	Consolidated Group 30 June 2024 \$'000	Consolidated Group 30 June 2023 \$'000
Within one year	7,053	7,056
Year 2	2,878	2,911
Year 3	2,608	2,375
Year 4	2,481	2,054
Year 5	1,317	1,859
Later than 5 years	2,247	2,148
Total lease commitments	18,584	18,403

In the opinion of the Directors, there were no other commitments at the end of the reporting period.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

26. Share-based payments

OVERVIEW

The Group has short term and long-term ownership-based compensation schemes for executives and senior employees. Refer to the Group's Remuneration Report for further information relating to the Group's STI and LTI plans and remuneration framework that were in place for the year to 30 June 2024.

STI scheme

The Group has implemented an STI scheme (the STI Scheme), based on an annual profit share. The STI Scheme is based on a profit share pool, to be calculated each year based on the Group's financial performance for the relevant year.

The purpose of the STI Scheme is to provide an annual bonus arrangement that incentivises and rewards management for achieving annual pre-tax ROE (Return on Equity) for securityholders in excess of 10% per annum. The profit share pool is based on 20% of ROE above 10%, 22.5% of the ROE above 15%, 25% of the ROE above 17.5% and 30% of the ROE above 20%. The STI Scheme provides that 50% of any awards to individuals from the profit share pool may be delivered in deferred securities, which vest two years after award, provided that the employee remains with the Group and maintains minimum performance standards. The holder of the securities is entitled to dividends in the two-year deferral period.

The Elanor Investors Group Board monitors the appropriateness of the profit share scheme and any distribution of the profit share pool will be at the Board's discretion, taking into consideration the forecast and actual financial performance and position of the Group.

LTI scheme

The Group has an LTI scheme (the LTI Scheme), based on an executive loan security plan and an executive options plan.

Under the executive loan security plan awards (comprising the loan of funds to eligible Elanor employees to acquire securities which are subject to vesting conditions) have been issued to certain employees.

The limited recourse loan provided by the Group under the loan security plan carries interest of an amount equal to any cash dividend or distribution but not including any dividend or distribution of capital, or an abnormal distribution.

In addition to the loan security plan, the Group has implemented an executive option plan comprising rights to acquire securities at a specified exercise price, subject to the achievement of vesting conditions, which may be offered to certain eligible employees (including the Chief Executive Officer, direct reports to the Chief Executive Officer and other selected key executives) as determined by the Board. Executive Options on issue are to the Chief Executive Officer only and equate to 2.0 million securities. The Executive Options lapsed on 28 August 2024.

The purpose of the LTI Scheme is to assist in attracting, motivating and retaining key management and employees. The LTI Scheme operates by providing key management and employees with the opportunity to participate in the future performance of Group securities. The vesting conditions of LTI plans and related awards include both a service-based hurdle and an absolute total securityholder return (TSR) performance hurdle. The service-based hurdle is 2, 3 and 4 years in the case of the loan security plan. The TSR is 10% per annum for the first year and 8% per annum thereafter in the case of the loan security plan and 15% per annum in the case of the options plan.

No LTI's were issued to KMP's in FY24 (2023: nil).

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

26. Share-based payments (continued)

TSR was selected as the LTI performance measure to ensure an alignment between the securityholder return and reward for executives.

LTI scheme (continued)

The following share-based payment arrangements were in existence during the current reporting period:

Employee Loan Securities

Award Type	Number Granted	Grant Date	End of Vesting Period	Vesting Conditions ¹	Security Price at Grant Date	Fair Value at Grant Date
Loan securities	1,975,000	9/09/2022	30/06/2026	Service & market	\$1.76	\$0.22
Loan securities	750,000	6/08/2021	30/06/2025	Service & market	\$1.92	\$0.23
Loan securities	11,725,000	28/08/2020	30/06/2024	Service & market	\$1.15	\$0.12
Loan securities	5,000,000	21/10/2020	30/06/2024	Service & market	\$1.33	\$0.19

¹ Service and market conditions include financial and non-financial targets along with a deferred vesting period.

Options

Award Type	Number Granted	Grant Date	End of Vesting Period	Vesting Conditions ¹	Exercise Price	Fair Value at Grant Date
Options Tranche 2	2,000,000	21/10/2020	30/06/2023	Service & market	\$1.65	\$0.07

¹ Service and market conditions include financial and non-financial targets along with a deferred vesting period.

No options were granted in FY24.

Subsequent to year end, the 2,000,000 options were not exercised and lapsed on 28 August 2024.

The Group recognises the fair value at the grant date of equity settled securities above as an employee benefit expense proportionally over the vesting period with a corresponding increase in equity. Fair value of options is measured at grant date using a Monte-Carlo Simulation and Binomial option pricing model, performed by an independent valuer, and models the future price of the Group's stapled securities.

Securities issued under STI plan

Award Type	Number Granted	Grant Date	Vesting Date	Vesting Conditions ¹	Security Price at Allocation Date	Fair Value at Grant Date
FY22 STI Tranche 1 - CEO	85,080	22/11/2021	30/09/2023	Service	\$2.06	\$2.34
FY22 STI Tranche 1	856,229	30/09/2021	30/09/2023	Service	\$2.06	\$2.06
FY23 STI Tranche 1	1,336,940	15/08/2022	15/08/2024	Service	\$1.77	\$1.77
FY24 STI Tranche 1	595,167	12/8/2023	16/11/2025	Service	\$1.61	\$1.61
FY24 STI Tranche 1 - KMP	2,061,380	12/8/2023	30/06/2026	Service	\$1.61	\$1.30

¹ Service conditions include a deferred vesting period.

The total expense recognised during the year in relation to the Group's equity settled share-based payments was \$2,900,603 (2023: \$3,440,777).

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

26. Share-based payments (continued)

ACCOUNTING POLICY

Share-Based Payments

In accordance with AASB 2 *Share-based Payment*, Equity-settled share-based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date.

The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Group's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At the end of each reporting period, the Group revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in the profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the equity-settled employee benefits reserve.

27. Related parties

OVERVIEW

Related parties are persons or entities that are related to the Group as defined by AASB 124 *Related Party Disclosures*. This note provides information about transactions with related parties during the year.

Elanor Investors Group

Controlled entities

Interests in controlled entities are set out in Note 19.

Responsible Entity fees

Elanor Funds Management Limited (EFML) is the Responsible Entity of the Elanor Investment Fund (EIF) (a wholly owned subsidiary of Elanor Investors Limited).

In accordance with the Constitution of Elanor Investment Fund (EIF), EFML is entitled to receive a management fee equal to its reasonable costs in providing its services as Responsible Entity for which it is not otherwise reimbursed. For the year ended 30 June 2024, this amount is \$129,996 (2023: \$129,996).

EFML makes payments for EIF from time to time. These payments are incurred by EFML in properly performing or exercising its powers or duties in relation to EIF. EFML has a right of indemnity from EIF for any liability incurred by EFML in properly performing or exercising any of its powers or duties in relation to EIF. The amount reimbursed for the year ended 30 June 2024 was nil (2023: nil).

EFML acted as Trustee and Manager and/or Custodian of a number of registered and unregistered managed investment schemes, including schemes where the Group also held an investment. EFML is entitled to fee income, as set out in the Constitution of each scheme, including management fees, acquisition fees, equity raise fees and performance fees. EFML is also entitled to be reimbursed from each Scheme for costs incurred in properly performing or exercising any of its powers or duties in relation to each Scheme.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

27. Related parties (continued)

A summary of the income earned during the year from these managed investment schemes is provided below:

	Consolidated Group 30 June 2024 \$	Consolidated Group 30 June 2023 \$
Elanor Commercial Property Fund	6,107,392	5,236,126
55 Elizabeth Street Fund	3,665,981	–
Warrawong Plaza Syndicate	2,477,777	3,054,400
Elanor Property Income Fund	2,113,340	3,160,394
Clifford Gardens Fund	1,600,604	1,768,722
Elanor Healthcare Real Estate Fund	1,589,168	3,906,318
Belconnen Markets Syndicate	1,384,231	1,081,986
Riverside Plaza Syndicate	1,346,433	7,721,553
Harris Street Fund	1,297,781	1,748,196
Waverley Gardens Fund	1,226,512	1,187,041
Fairfield Centre Syndicate	998,981	926,960
Hunters Plaza Syndicate	953,172	685,235
Riverton Forum Fund	866,879	2,114,401
Tweed Mall Mixed - Use Real Estate Fund	862,304	1,865,272
Burke Street Fund	586,109	587,101
Broadmeadows (VIC) Logistics Fund	298,531	–
Riverside Mixed-Use Dev Fund	289,373	–
Total	27,664,568	35,043,705

Outstanding receivables balances with related parties

The following balances arising through the normal course of business were due from related parties at balance date:

	Consolidated Group 30 June 2024 \$	Consolidated Group 30 June 2023 \$
Management Fees	9,464,790	5,472,865
Acquisition Fees	803,309	–
Other financial assets	6,560,176	4,095,236
Other receivables	3,752,579	2,204,056
Total	20,580,854	11,772,157

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

27. Related parties (continued)

Key Management Personnel (KMP)

Executive	Position
Mr. Glenn Willis	Managing Director and Chief Executive Officer (resigned 9 September 2024)
Mr. Paul Siviour	Chief Operating Officer (resigned 9 September 2024)
Mr. Symon Simmons	Chief Financial Officer and Company Secretary
Non-Executive	Position
Mr. Ian Mackie	Independent Chairman (appointed from 1 January 2024) and Non-Executive Director (appointed on 25 August 2023)
Mr. Paul Bedbrook	Independent Chairman and Non-Executive Director (resigned on 31 December 2023)
Mr. Nigel Ampherlaw	Independent Non-Executive Director (resigned 23 September 2024)
Mr. Anthony (Tony) Fehon	Independent Non-Executive Director (appointed Interim Managing Director on 9 September 2024)
Mr. Su Kiat Lim	Non-Executive Director
Mrs. Karyn Baylis	Independent Non-Executive Director
Mr. Victor Rodriguez	Non-Executive Director (appointed on 7 July 2023 and resigned 9 September 2024)
Ms. Kathy Ostin	Non-Executive Director (appointed on 1 January 2024)

The aggregate compensation made to the Key Management Personnel of the Group is set out below:

	Consolidated Group 30 June 2024 \$	Consolidated Group 30 June 2023 \$
Short term benefits	2,747,608	2,994,434
Long term benefits	81,450	318,295
Post-employment benefits	138,447	108,324
Share-based payment	1,423,694	1,175,201
Total	4,391,199	4,596,254

28. Other accounting policies

Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, cash held by property managers in trust, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

Inventories

Inventories, which principally comprise beverage and consumables of the hotel and wildlife park businesses, are stated at the lower of cost and net realisable value.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

29. Events occurring after reporting date

In addition to the matters discussed within the Going Concern section, the following events have occurred after reporting date:

Leadership transition

An orderly leadership transition has been implemented, with Glenn Willis (CEO and Managing Director) and Paul Siviour (COO) retiring from their roles and Tony Fehon being appointed as Interim Managing Director. The Board will commence a search for a new CEO once the Group is further advanced in the execution of its stabilisation strategy.

Acquisition of industrial asset

On 4 July 2024, a newly established joint venture with PGIM Real Estate exchanged contracts to acquire a strategically located last mile logistics site at 522-550 Wellington Road, Mulgrave VIC, with settlement expected in early 2026. At completion, the development has the potential to deliver approximately 113,000m² of gross lettable area in a supply constrained industrial precinct. The site is leased to Woolworths, with a lease expiry in mid-2026. This is the first acquisition of the newly established joint venture with PGIM Real Estate.

Sub-contracting of Hotel Operations

Effective 11 November 2024, 1834 Hospitality Pty Ltd ("1834 Hotels") have been appointed to manage the day-to-day hotel management responsibilities of the Elanor Hotel and Accommodation Fund (EHAF) including Human Resources, Sales and Reservations, Marketing, Events Management, Procurement, Finance, and IT. The Elanor Group will oversee 1834 Hotels' management.

Hotel divestments

The divestment program for the Elanor Hotel Accommodation Fund ("EHAF") has transacted hotel assets at a combined gross realisation value of \$140.3 million. Mayfair Hotel Adelaide exchanged in June 2025 and was settled on 6 August 2025. Sales campaigns for further assets will commence in the coming months, with EHAF expected to retain a portfolio of eight assets with a target leverage of less than 30%.

Sale activity to date includes, noting that the below values have been adopted as the net realisable value at 30 June 2024;

- the sale of ibis Styles Albany in Albany (completed in July 2024 for net sale price of \$4.2 million);
- the sale of Leura Gardens (completed in August 2024 for a net sale price of \$24.6 million);
- the sale of ibis Styles Port Macquarie (completed in December 2024 for a net sale price of \$14.6 million);
- the sale of Mantra Pavilion Wagga Wagga (completed in February 2025 for a net sale price of \$8.4 million);
- the sale of ibis Styles Tall Trees, Canberra (completed in May 2025 for a net sale price of \$11.3 million); and
- the sale of Mayfair Hotel, Adelaide (completed in August 2025 for a net sale price of \$72.9 million).

Upon asset realisations, the above sales proceeds were used to repay a total of \$129.6 million of debt in the EHAF portfolio.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

29. Events occurring after reporting date (continued)

In August 2025, Panorama Retreat exchanged contracts for a gross sale price of \$6.125 million. Sales campaigns for further assets will commence in the coming months. The EHAF Board has approved the retention of a portfolio of eight assets with a target leverage in EHAF of less than 30%. Regular engagement with EHAF's financiers is occurring as the EHAF divestment program is progressed.

Bluewater Square Syndicate

On 18 September 2024, the Bluewater Square Syndicate was successful in its legal claim against the vendor of the Bluewater Square shopping centre. The claim sought damages against the vendor and the vendor's asset manager for misleading and deceptive conduct. The award includes compensation for damages and associated interest for an amount of \$3.6 million. This amount was subsequently settled and received on 30 September 2024, \$2.5 million was used to repay the Bluewater debt which was reduced from \$25.3 million to \$22.8 million. The award also includes compensation for legal costs incurred.

Other divestments

Cougal Street

Cougal Street in the Group's Investment Portfolio settled in March 2025 at a contract price of \$1.8 million.

EPIF (Equity Accounted Investment)

EPIF completed the sale of Manning Mall and Northway Plaza in November 2024 and December 2024 respectively and Gladstone Square, in June 2025. The sale of Gladstone Square concludes the asset realisation program for EPIF. EPIF will be wound up, and capital returned to investors, including Elanor, in accordance with EPIF Securityholder resolutions passed in May 2024.

Waverley (Equity Accounted Investment)

Contracts were exchanged with a purchaser for the sale of the Waverley Gardens shopping centre in Victoria for a gross sale price of \$163.0 million, from Elanor's Waverley Gardens Fund. Settlement occurred in July 2025 with proceeds of divestment of the property used to repay the Fund's financier and the remaining capital returned to Waverley Gardens Fund investors, including Elanor.

Belconnen Markets Syndicate (Equity Accounted Investment)

Belconnen Ibbott Lane in the Belconnen Markets Syndicate with a net sale price of \$23.1 million was settled in May 2025.

ECF

On 4 August 2025, ECF received a letter from the Lederer Group stating that it intends to make an unsolicited off-market takeover offer ("Takeover Offer") to acquire all the stapled securities in the Fund and on 20 August 2025 a Bidder's Statement was released to the ASX. The Lederer Group intends, subject to certain conditions, to offer ECF security holders 70 cents in cash for each ECF stapled security they do not currently own. On 20 August 2025, the Independent Board Committee responded to the Takeover Offer and recommended that security holders reject the offer and take no action.

The terms of the strategic alliance with Rockworth contain mechanisms to adjust consideration in the event of changes in the value of ENN. As such this Takeover Offer does not impact the completion of this transaction.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

29. Events occurring after reporting date (continued)

Other matters

Other than the events disclosed above, the directors are not aware of any other matters or circumstances not otherwise dealt with in the financial reports or the Directors' Report that has significantly affected or may significantly affect the operations of the Group, the results of those operations or the state of affairs of the Group in the financial year subsequent to the year ended 30 June 2024.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

30. Auditor's remuneration

OVERVIEW

PricewaterhouseCoopers (PwC) are the independent auditors of Elanor Investors Group and have provided a number of audit and other assurance related services to Elanor Investors Group and the Trust during the year.

Below is a summary of fees paid or payable for various services to PwC during the year.

	Consolidated Group 30 June 2024 \$	Consolidated Group 30 June 2023 \$
Auditors of the Group – PwC		
Total audit and review of financial reports	1,803,640	858,800
Other services		
Sustainability services	–	113,728
Total other non-audit services	–	113,728
Total services provided by PwC	1,803,640	972,528

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

31. Non-Parent disclosure (EIF Group)

OVERVIEW

This note provides information relating to the non-parent EIF Group only. The accounting policies are consistent with the Group, except as otherwise disclosed.

Segment information

Chief operating decisions are based on the segment information as reported by the consolidated Group and therefore EIF is deemed to only have one segment.

Distributions

The following distributions were declared by the EIF Group either during the year or post balance date:

	Distribution cents per stapled security 30 June 2024	Distribution cents per stapled security 30 June 2023	Total Amount 30 June 2024 \$'000	Total Amount 30 June 2023 \$'000
Interim distribution (declared before year end) ¹	4.90	7.51	7,455	9,261
Final distribution	–	1.62	–	2,015

¹ The interim distribution of 4.90 cents per stapled security was paid on 29 February 2024.

Taxation of the Trust

Under current Australian income tax legislation, the Trust and its sub-trusts are not liable for income tax on their taxable income (including assessable realised capital gains) provided that the unitholders are presently entitled to the income of the Trust. Accordingly, the Group only pays tax on Company taxable earnings and there is no separate tax disclosure for the Trust.

Investment Properties

Movement in investment properties

The carrying value of investment properties at the beginning and end of the current year is set out below:

	EIF Group 30 June 2024 \$'000	EIF Group 30 June 2023 \$'000
Carrying amount at the beginning of the year	591,870	498,382
Additions	24,064	68,668
Transfers	–	(10,186)
Revaluation (decrements)/ increments	(64,531)	35,006
Investment properties reclassified as held for sale	(173,915)	–
Carrying amount at the end of the year	377,488	591,870

Refer to Note 8 Property, plant and equipment and Note 9 Investment properties for further details of the valuations of the underlying property assets.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

31. Non-Parent disclosure (EIF Group) (continued)

ACCOUNTING POLICY

Fair value of Investment Properties

Investment property relates to the land and buildings owned by the EIF Group (being the Elanor Investment Fund and its controlled entities) only, in which rental income is earned from entities within the EIL Group.

Valuation, technique and inputs

Investment properties are categorised as level 3 in the fair value hierarchy. There were no transfers between hierarchies during the year.

Fair value measurement

The significant unobservable inputs associated with the valuation of the Group's investment properties are as follows:

	30 June 2024	Discount Rate	Terminal Yield	Capitalisation Rate	Average Daily Rate	Occupancy Rate
Consolidated Group - hotels	\$'000	%	%	%	\$	%
Assets measured at fair value						
Property, plant and equipment	328,726	8.5 - 9.5	6.8 - 8.5	6.5 - 8.0	162 - 437	61 - 74

	30 June 2024	Discount Rate	Terminal Yield	Capitalisation Rate
Consolidated Group - Wildlife Parks	\$'000	%	%	%
Assets measured at fair value				
Property, plant and equipment	48,881	16.0	14.0	13.0

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

31. Non-Parent disclosure (EIF Group) (continued)

Equity accounted investments

The Trust's equity accounted investments are as follows:

30 June 2024

	Principal activity	Percentage Ownership	EIF Group 30 June 2024 \$'000
Elanor Commercial Property Fund (ASX: ECF)	Commercial Office Properties	12.56%	23,853
Waverley Gardens Fund	Shopping Centre	15.00%	5,243
Elanor Property Income Fund	Retail	35.34%	6,481
Elanor Healthcare Real Estate	Healthcare properties	5.00%	5,635
Harris Street Fund	Commercial Office Property	13.77%	4,752
55 Elizabeth Street Fund	Commercial Office Property	1.72%	1,868
Hunters Plaza Syndicate	Shopping Centre	5.87%	1,388
Riverton Forum Fund	Shopping Centre	0.70%	420
Total equity accounted investments			49,640

30 June 2023

	Principal activity	Percentage Ownership	EIF Group 30 June 2023 \$'000
Elanor Commercial Property Fund (ASX: ECF)	Commercial Office Properties	12.56%	40,830
Elanor Property Income Fund	Real Estate Properties	23.39%	16,497
Waverley Gardens Fund	Shopping Centre	15.00%	13,171
Riverton Forum Fund	Shopping Centre	15.00%	9,000
Elanor Healthcare Real Estate	Healthcare Properties	5.00%	6,709
Harris Street Fund	Commercial Office Property	9.41%	5,853
Hunters Plaza Syndicate	Shopping Centre	5.87%	1,550
Total equity accounted investments			93,610

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

31. Non-Parent disclosure (EIF Group) (continued)

Equity accounted investments (continued)

The carrying amount of equity accounted investments at the beginning and end of the year is set out below:

	EIF Group 30 June 2024 \$'000	EIF Group 30 June 2023 \$'000
Carrying amount at the beginning of the year	93,610	107,182
Share of loss from equity accounted investments	(14,878)	(7,312)
Distributions received	(10,163)	(14,798)
Share of movement in reserves	796	(781)
Net investment in / (sale of) equity accounted investments	614	10,950
Realised gain on disposal of investments	(50)	1,200
Impairment of equity accounted investments	(20,189)	(2,831)
Total carrying value at the end of the year	49,640	93,610

Details of Material Associates

The following information represents the aggregated financial position and financial performance of the Elanor Property Income Fund, Elanor Commercial Property Fund and the Waverley Gardens Fund. This summarised financial information represents amounts shown in the associate's financial statements prepared in accordance with Australian Accounting Standards, adjusted by the Trust for equity accounting purposes.

30 June 2024

	Elanor Property Income Fund 30 June 2024 \$'000	Elanor Commercial Property Fund 30 June 2024 \$'000	Waverley Gardens Fund 30 June 2024 \$'000
Financial position			
Current assets	100,258	11,827	203,778
Non-current assets	–	463,809	–
Total Assets	100,258	475,636	203,778
Current liabilities	71,578	84,832	128,893
Non-current liabilities	–	126,617	–
Total Liabilities	71,578	211,449	128,893
Contributed equity	95,851	369,493	88,001
Reserves	–	–	–
Retained profits / (accumulated losses)	(67,171)	(105,306)	(13,116)
Total Equity	28,680	264,187	74,885

	Elanor Property Income Fund 30 June 2024 \$'000	Elanor Commercial Property Fund 30 June 2024 \$'000	Waverley Gardens Fund 30 June 2024 \$'000
Financial performance			
Profit / (loss) for the year	(14,105)	(26,704)	(41,810)
Other comprehensive income for the year	–	–	–
Total comprehensive expense for the year	(14,105)	(26,704)	(41,810)
Distributions received from the associates during the year	5,869	3,469	116

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

31. Non-Parent disclosure (EIF Group) (continued)

Equity accounted investments (continued)

A reconciliation of the above summarised financial information to the carrying amount of the interest in Elanor Property Income Fund, Elanor Commercial Property Fund and the Waverley Gardens Fund recognised in the consolidated financial statements is provided below:

	Elanor Property Income Fund	Elanor Commercial Property Fund	Waverley Gardens Fund
	30 June 2024	30 June 2024	30 June 2024
	\$'000	\$'000	\$'000
Net assets of the associate	28,680	264,187	74,885
Proportion of the Group's ownership interest	35.34%	12.56%	15.00%
Group's share of net assets of the associates	10,136	33,182	11,233
Other movements not accounted for under the equity method ¹	(3,655)	(9,329)	(5,991)
This Carrying amount of the Group's interest	6,481	23,853	5,242

¹ Other movements are primarily due to impairment of equity accounted investments and distributions declared, but not paid as at balance date.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

31. Non-Parent disclosure (EIF Group) (continued)

Equity accounted investments (continued)

30 June 2023

	Elanor Property Income Fund	Elanor Commercial Property Fund	Waverley Gardens Fund
	30 June 2023	30 June 2023	30 June 2023
	\$'000	\$'000	\$'000
Financial position			
Current assets	6,679	12,964	3,722
Non-current assets	110,386	511,793	218,621
Total Assets	117,065	524,757	222,343
Current liabilities	45,654	94,995	5,913
Non-current liabilities	–	111,963	125,826
Total Liabilities	45,654	206,958	131,739
Contributed equity	121,462	369,493	88,001
Retained profits / (accumulated losses)	(50,051)	(51,694)	2,603
Total Equity	71,411	317,799	90,604

	Elanor Property Income Fund	Elanor Commercial Property Fund	Waverley Gardens Fund
	30 June 2023	30 June 2023	30 June 2023
	\$'000	\$'000	\$'000
Financial performance			
Profit for the year	4,691	(32,176)	(687)
Total comprehensive income / (expense) for the year	4,691	(32,176)	(687)
Distributions received from the associates during the year	9,682	3,737	731

A reconciliation of the above summarised financial information to the carrying amount of the interest in Elanor Property Income Fund, Elanor Commercial Property Fund and the Waverley Gardens Fund recognised in the consolidated financial statements is provided below:

	Elanor Property Income Fund	Elanor Commercial Property Fund	Waverley Gardens Fund
	30 June 2023	30 June 2023	30 June 2023
	\$'000	\$'000	\$'000
Net assets of the associate	71,411	317,799	90,604
Proportion of the Group's ownership interest	23.39%	12.56%	15.00%
Group's share of net assets of the associates	16,703	39,916	13,591
Other movements not accounted for under the equity method ¹	(206)	914	(420)
Carrying amount of the Group's interest	16,497	40,830	13,171

¹ Other movements are primarily due to the Funds issuing new units to external investors at a price above or below the underlying net assets of the fund, or where the Group has acquired units on-market at a price different to the fund's NTA.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

31. Non-Parent disclosure (EIF Group) (continued)

Aggregate information of associates that are not individually material

	Year ended 30 June 2024 \$'000	Year ended 30 June 2023 \$'000
Loss for the year	(57,985)	(54,192)
Other comprehensive income / (loss) for the year	796	(761)
Total comprehensive expense for the year	(57,189)	(54,953)
Aggregate carrying amount of the Group's interests in these associates	12,379	23,111

Interest bearing liabilities

	EIF Group 30 June 2024 \$'000	EIF Group 30 June 2023 \$'000
Current		
Interest bearing liabilities	308,885	5,982
Loan from the company	4,521	12,592
Total current	313,406	18,574
Non-current		
Corporate notes	–	13,322
Corporate notes - borrowing costs less amortisation	–	(445)
Bank loan - term debt	41,408	301,338
Bank loan - borrowing costs less amortisation	(688)	(1,582)
Loan from the company	5,501	42,036
Total non-current	46,221	354,669
Total interest bearing liabilities	359,627	373,243

As part of the internal funding of the Fund, EIF entered into a long-term interest-bearing loan with EIL at arm's length terms, maturing in July 2027. As at 30 June 2024, the outstanding loan to the Company was \$5.5 million (2023: \$42.0 million).

Derivative Financial instruments

The EIF Group enters into derivative financial instruments to manage its exposure to interest rate risk.

	EIF Group 30 June 2024 \$'000	EIF Group 30 June 2023 \$'000
Current assets / (liabilities)		
Interest rate swaps	–	1,353
	–	1,353
Non-current assets / (liabilities)		
Interest rate swaps	(33)	–
	(33)	–
Total derivative financial instruments assets / (liabilities)	(33)	1,353

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

31. Non-Parent disclosure (EIF Group) (continued)

Reserves

Reserves are balances that form part of equity that record other comprehensive income amounts that are retained in the business and not distributed until such time the underlying balance sheet item is realised. This note provides information about movements in the other reserves line item of the balance sheet and a description of the nature and purpose of each reserve.

	EIF Group 30 June 2024 \$'000	EIF Group 30 June 2023 \$'000
Other reserves		
Opening balance	26,136	48,772
Share of reserves of equity accounted investments	796	(782)
Closing balance	26,932	47,990
Stapled security-based payment reserve		
Opening balance	5,054	6,650
Loan securities and option expense	382	549
Short term incentive scheme expense	1,793	(2,145)
Closing balance	7,229	5,054
Total reserves	34,161	53,044

The other reserves are used to record undistributed and unrealised earnings.

The stapled security-based payment reserve is used to recognise the fair value of loan, restricted securities and options issued to employees but not yet exercised under the Group's DSTI and LTIP.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

31. Non-Parent disclosure (EIF Group) (continued)

(1) Market Risk

Interest rate risk

As at reporting date, the EIF Group had the following interest-bearing assets and liabilities:

EIF Group 30 June 2024	Maturity < 1 yr \$'000	Maturity 1 - 5 yrs \$'000	Maturity > 5 yrs \$'000	Total \$'000
Assets				
Cash and cash equivalents	551	–	–	551
Total assets	551	–	–	551
Weighted average interest rate				0.34%
Liabilities				
Interest bearing loans	313,406	40,720	–	354,126
Derivative financial instruments	–	33	–	33
Total liabilities	313,406	40,753	–	354,159
Weighted average interest rate				4.70%
EIF Group 30 June 2023	Maturity < 1 yr \$'000	Maturity 1 - 5 yrs \$'000	Maturity > 5 yrs \$'000	Total \$'000
Assets				
Cash and cash equivalents	1,182	–	–	1,182
Derivative financial instruments	1,353	–	–	1,353
Total assets	2,535	–	–	2,535
Weighted average interest rate				0.57%
Liabilities				
Interest bearing loans	18,574	312,633	–	331,207
Total liabilities	18,574	312,633	–	331,207
Weighted average interest rate				4.51%

Of the \$349.9 million floating interest-bearing loans as at 30 June 2024 (2023: \$221.3 million), \$115.0 million (2023: \$83.8 million) have been hedged using interest rate swap agreements. These agreements are in place to swap the variable / floating interest payable to a fixed rate to minimise the interest rate risk.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

31. Non-Parent disclosure (EIF Group) (continued)

Interest Rate Sensitivity

EIF Group 30 June 2024	Amount \$'000	Increase by 1%		Decrease by 1%	
		Profit/ (loss) \$'000	Equity \$'000	Profit/ (loss) \$'000	Equity \$'000
Cash and cash equivalents	551	6	–	(6)	–
Derivative financial instruments	33	1,150	–	(1,150)	–
Interest bearing loans	354,126	(3,419)	–	3,419	–
Total increase / (decrease)	354,710	(2,263)	–	2,263	–

EIF Group 30 June 2023	Amount \$'000	Increase by 1%		Decrease by 1%	
		Profit/ (loss) \$'000	Equity \$'000	Profit/ (loss) \$'000	Equity \$'000
Cash and cash equivalents	1,182	12	–	(12)	–
Derivative financial instruments	1,353	838	–	(838)	–
Interest bearing loans	331,207	(2,213)	–	2,213	–
Total increase / (decrease)	333,742	(1,363)	–	1,363	–

(2) Credit Risk

Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date is detailed below:

	EIF Group 30 June 2024 \$'000	EIF Group 30 June 2023 \$'000
Cash and cash equivalents	551	1,182
Trade and other receivables	46,831	41,902
Total	47,382	43,084

Impairment losses

The ageing of trade and other receivables at reporting date is detailed below:

	EIF Group 30 June 2024 \$'000	EIF Group 30 June 2023 \$'000
Current	43,642	41,853
Past due 31-61 days	67	180
Past due 61+ days	3,529	1,266
Total	47,238	43,299
Provision for expected credit loss	(407)	(1,397)
Net trade and other receivables	46,831	41,902

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

31. Non-Parent disclosure (EIF Group) (continued)

(3) Liquidity risk

EIF Group 30 June 2024	Less than 1 year \$'000	1 to 2 years \$'000	2 to 5 years \$'000	More than 5 years \$'000	Contractual cash flows \$'000	Carrying amount \$'000
Derivatives	–	33	–	–	33	33
Non derivative financial liabilities						
Payables	33,257	–	–	–	33,257	33,257
Interest bearing loans	335,764	21,661	24,655	–	382,080	354,126
Total	369,021	21,694	24,655	–	415,370	387,416

EIF Group 30 June 2023	Less than 1 year \$'000	1 to 2 years \$'000	2 to 5 years \$'000	More than 5 years \$'000	Contractual cash flows \$'000	Carrying amount \$'000
Non derivative financial liabilities						
Payables	22,696	–	–	–	22,696	22,696
Interest bearing loans	13,596	297,388	54,040	–	365,024	331,207
Total	36,292	297,388	54,040	–	387,720	353,903

Other financial assets and liabilities

This note provides further information about material financial assets and liabilities that are incidental to the EIF and the Trust's trading activities, being trade and other receivables and trade and other payables.

Trade and Other Receivables

	EIF Group 30 June 2024 \$'000	EIF Group 30 June 2023 \$'000
Trade receivables	46,821	40,844
Other receivables	10	613
GST receivable	–	445
Total trade and other receivables	46,831	41,902

Trade receivables consists primarily of intercompany receivables between the landowning trusts of the Group's consolidated hotels and wildlife parks (which are held on the EIF Group side of the Group's stapled structure), and their respective operating entities (which are held on the EIL side of the Group's stapled structure). These intercompany receivables balances are eliminated upon consolidation into ENN Group balance sheet.

The recoverability of some of the trade and other receivables with managed funds is subject to deferral arrangements, subordinated to lenders within the managed funds and dependent on property realisations.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

31. Non-Parent disclosure (EIF Group) (continued)

Payables

	EIF Group 30 June 2024 \$'000	EIF Group 30 June 2023 \$'000
Trade creditors	13,520	7,323
Accrued expenses	2,440	2,243
GST payable	(378)	–
Total payables	15,582	9,566

Other current liabilities

	EIF Group 30 June 2024 \$'000	EIF Group 30 June 2023 \$'000
Distribution payable	–	2,015
Distribution payable by consolidated Funds ¹	–	1,246
Other liabilities ²	17,675	9,869
Total other current liabilities	17,675	13,130

¹ The distribution payable is related to distributions declared by the consolidated Funds at balance date.

² \$17.7 million included in Other liabilities represents commercial arrangements with third parties, which includes an obligation to acquire units in Managed Funds (2023: \$9.9 million). Also, refer to note 32 prior year restatement.

Cash flow information

This note provides further information on the consolidated cash flow statements of the Trust. It reconciles profit for the year to cash flows from operating activities and information about non-cash transactions.

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

31. Non-Parent disclosure (EIF Group) (continued)

Reconciliation of profit after income tax to net cash flows from operating activities

	EIF Group 30 June 2024 \$'000	EIF Group 30 June 2023 \$'000
Profit/ (Loss) for the year	(138,908)	17,245
Amortisation	-	1,253
Impairment of equity accounted investment	11,789	-
Fair value adjustment on revaluation of investment property	99,075	(35,980)
Net unrealised revenue from equity accounted investments	23,378	7,312
Net realised gain/(loss) on sale of investment	50	(1,200)
Other non cash items	2,590	(708)
Straight line lease expense and lease incentive income	158	220
Employee costs funded directly through equity	2,086	2,659
Net cash provided by operating activities before changes in assets and liabilities	217	(9,199)
Movement in working capital:		
Decrease / (increase) in trade and other receivables	(2,848)	7,492
Increase / (decrease) in other current assets	(121)	46
Increase / (decrease) in trade and other payables	(2,662)	1,928
Increase / (decrease) in other liabilities	-	278
Net cash from operating activities	(5,414)	545

ELANOR INVESTORS GROUP

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

32. Prior period restatement

During the process of preparing the 30 June 2024 annual report the ENN Group identified that some of the commercial arrangements, which were in existence during the first half of the year, had not been correctly accounted for in the 31 December 2023 interim financial report.

In the 31 December 2023 interim financial report, the ENN Group did not recognise commercial arrangements with third parties in a subsidiary of the ENN Group. These transactions required that the ENN Group repurchase securities in the subsidiary, or have another party purchase the shares. This requirement to repurchase the shares means that these transactions should have been presented as other current liabilities.

Additionally, the ENN Group provided funds to an existing investor in a fund that is only repayable from future distributions or a capital return from that fund. These payments were previously presented as a Trade and other receivable and are now presented as a transaction with non-controlling interest.

The errors have been corrected in the second half of the financial year ended 30 June 2024, as presented below. The errors are not required to be presented in the next interim financial report. No adjustments were required to 30 June 2023 comparative.

	Consolidated Group 31 December 2023 \$'000	Consolidated Group Increase/ (Decrease) \$'000	Restated Consolidated Group 31 December 2023 \$'000
Consolidated statements of financial position (extract)			
Trade and other receivables	24,449	(707)	23,742
Total current assets	146,438	(707)	145,731
Total non-current assets	681,488	-	681,488
Total assets	827,926	(707)	827,219
Other current liabilities	17,140	13,765	30,905
Total current liabilities	109,353	13,765	123,118
Total non-current liabilities	328,545	-	328,545
Total liabilities	437,898	13,765	451,663
Net assets	390,028	(14,472)	375,556
<i>Equity holders of Non-Controlling Interest - External</i>			
Contributed equity - External	187,936	(14,472)	173,464
External Non-controlling interest	223,168	(14,472)	208,696
Total equity	390,028	(14,472)	375,556

ELANOR INVESTORS GROUP

CONSOLIDATED ENTITY DISCLOSURE STATEMENT

Name of entity	Type of entity	Trustee, partnership or participant in JV	% of share capital	Place of business/ country of incorporation	Australian resident or foreign resident	Foreign jurisdiction(s) of foreign residents
ENN						
Elanor Investors Limited	Body corporate	-	100	Australia	Australian	n/a
Albany Hotel Management Pty Limited	Body corporate	-	100	Australia	Australian	n/a
Albany Hotel Syndicate	Body corporate	-	100	Australia	Australian	n/a
Cougal Street Property Trust	Trust	-	100	Australia	Australian	n/a
Country Place Management Pty Limited	Body corporate	-	100	Australia	Australian	n/a
Elanor Asset Services Pty Limited	Body corporate	-	100	Australia	Australian	n/a
Elanor Development Nominees Pty Ltd	Body corporate	Trustee	100	Australia	Australian	n/a
Elanor Funds Management Limited	Body corporate	Trustee	100	Australia	Australian	n/a
Elanor Healthcare Equity Trust	Trust	-	100	Australia	Australian	n/a
Elanor Healthcare Nominees Pty Limited	Body corporate	Trustee	100	Australia	Australian	n/a
Elanor Healthcare Real Estate Venture Trust	Trust	-	100	Australia	Australian	n/a
Elanor Healthcare Real Estate Fund II	Trust	-	100	Australia	Australian	n/a
RPAH Property Trust	Trust	-	100	Australia	Australian	n/a
Elanor Hotel Operations Pty Limited	Body corporate	-	100	Australia	Australian	n/a
Elanor Investment Fund	Trust	-	100	Australia	Australian	n/a
Elanor Investment Holdings Pty Limited	Body corporate	-	100	Australia	Australian	n/a
Elanor Investment Nominees Pty Limited	Body corporate	Trustee	100	Australia	Australian	n/a
Elanor Investment Trust	Trust	-	100	Australia	Australian	n/a
Elanor Management Pty Limited	Body corporate	-	100	Australia	Australian	n/a
Elanor Operations Pty Limited	Body corporate	-	100	Australia	Australian	n/a
Elanor Property Services Pty Ltd	Body corporate	Trustee	100	Australia	Australian	n/a
Elanor Technology Pty Limited	Body corporate	-	100	Australia	Australian	n/a
EPIF Holding Trust	Trust	-	100	Australia	Australian	n/a
EHAf Operations Pty Limited	Body corporate	-	100	Australia	Australian	n/a
FP NewCo1 Pty Limited	Body corporate	-	100	Australia	Australian	n/a
JCF Management Pty Limited	Body corporate	-	100	Australia	Australian	n/a
Wiltex Wholesale Pty Ltd	Body corporate	-	100	Australia	Australian	n/a
Elanor Funds Management No 2 Pty Ltd	Body corporate	Trustee	100	Australia	Australian	n/a
Elanor Logistics Nominees Pty Ltd	Body corporate	-	100	Australia	Australian	n/a
Elanor Broadacre Real Estate Fund	Trust	-	100	Australia	Australian	n/a
Mulgrave Logistics Fund	Trust	-	100	Australia	Australian	n/a

ELANOR INVESTORS GROUP

CONSOLIDATED ENTITY DISCLOSURE STATEMENT

Name of entity	Type of entity	Trustee, partnership or participant in JV	% of share capital	Place of business/ country of incorporation	Australian resident or foreign resident	Foreign jurisdiction(s) of foreign residents
ENN (continued)						
Broadmeadows (VIC) Logistics Fund	Trust	-	100	Australia	Australian	n/a
Clifford Gardens No. 1 Pty Ltd	Body corporate	Trustee	50	Australia	Australian	n/a
Clifford Gardens No. 2 Pty Ltd	Body corporate	Trustee	50	Australia	Australian	n/a
Bluewater Hotel Development Fund	Trust	-	100	Australia	Australian	n/a
Riverside Morisset Developments Pty Ltd	Body corporate	Trustee	100	Australia	Australian	n/a
193 Clarence Hotel Management Pty Limited	Body corporate	-	100	Australia	Australian	n/a
Bell City Accommodation Management Pty Limited	Body corporate	-	100	Australia	Australian	n/a
Bell City Hotel Management Pty Limited	Body corporate	-	100	Australia	Australian	n/a
Griffin Plaza Syndicate	Trust	-	100	Australia	Australian	n/a
Elanor NZ Operations Limited	Body corporate	-	100	New Zealand	Australian	n/a ¹
Elanor NZ Holdings Limited	Body corporate	-	100	New Zealand	Australian	n/a ¹
EHAF						
Barossa Weintal Hotel Management Pty Ltd ²	Body corporate	-	25	Australia	Australian	n/a
Barossa Weintal Hotel Property Trust ²	Trust	-	25	Australia	Australian	n/a
Byron Bay Hotel Management Pty Limited ²	Body corporate	-	25	Australia	Australian	n/a
Byron Bay Property Trust ²	Trust	-	25	Australia	Australian	n/a
Clare Country Club Management Pty Ltd ²	Body corporate	-	25	Australia	Australian	n/a
Clare Country Club Property Trust ²	Trust	-	25	Australia	Australian	n/a
Country Place Property Trust ²	Trust	-	25	Australia	Australian	n/a
Cradle Mountain Lodge Management II Pty Ltd ²	Body corporate	-	25	Australia	Australian	n/a
Cradle Mountain Lodge Management Pty Ltd ²	Body corporate	-	25	Australia	Australian	n/a
Cradle Mountain Lodge Property Trust ²	Trust	-	25	Australia	Australian	n/a
Eaglehawk Hotel Management Pty Limited ²	Body corporate	-	25	Australia	Australian	n/a
Elanor Hotel Accommodation Fund I ²	Trust	-	25	Australia	Australian	n/a
Elanor Hotel Accommodation Fund II ²	Trust	-	25	Australia	Australian	n/a
Elanor Hotel Accommodation Fund III ²	Trust	-	25	Australia	Australian	n/a
Elanor Hotel Accommodation II Limited ²	Body corporate	-	25	Australia	Australian	n/a
Elanor Hotel Accommodation Limited ²	Body corporate	-	25	Australia	Australian	n/a
EMPR II Management Pty Limited ²	Body corporate	-	25	Australia	Australian	n/a
Estate Tuscany Management Pty Limited ²	Body corporate	-	25	Australia	Australian	n/a
Estate Tuscany Property Trust ²	Trust	-	25	Australia	Australian	n/a

¹ These entities are also a tax resident in their respective countries of incorporation. However, they are assessed as an Australian resident under the Income Tax Assessment Act 1997 and therefore not classified as a foreign resident under the Act.

²The Group has 25% of voting rights in EHAF versus 32% of accounting equity exposure, refer to 'about this report' section for further explanation.

ELANOR INVESTORS GROUP

CONSOLIDATED ENTITY DISCLOSURE STATEMENT

Name of entity	Type of entity	Trustee, partnership or participant in JV	% of share capital	Place of business/ country of incorporation	Australian resident or foreign resident	Foreign jurisdiction(s) of foreign residents
EHAf (continued)						
Kangaroo Valley Hotel Management Pty	Body corporate	-	25	Australia	Australian	n/a
Kangaroo Valley Property Trust ²	Trust	-	25	Australia	Australian	n/a
Leura Hotel Management Pty Limited ²	Body corporate	-	25	Australia	Australian	n/a
Leura Hotel Property Trust ²	Trust	-	25	Australia	Australian	n/a
Mayfair Hotel Management Pty Ltd ²	Body corporate	-	25	Australia	Australian	n/a
Mayfair Hotel Property Trust ²	Trust	-	25	Australia	Australian	n/a
Narrabundah Hotel Management Pty Limited ²	Body corporate	-	25	Australia	Australian	n/a
Narrabundah Property Trust ²	Trust	-	25	Australia	Australian	n/a
Panorama Resort Management Pty Limited ²	Body corporate	-	25	Australia	Australian	n/a
Parklands Resort Hotel Management Pty	Body corporate	-	25	Australia	Australian	n/a
Parklands Resort Property Trust ²	Trust	-	25	Australia	Australian	n/a
Pavilion Wagga Wagga Hotel Management Pty Limited ²	Body corporate	-	25	Australia	Australian	n/a
Pavilion Wagga Wagga Property Trust ²	Trust	-	25	Australia	Australian	n/a
Port Macquarie Hotel Management Pty Limited ²	Body corporate	-	25	Australia	Australian	n/a
Port Macquarie Property Trust ²	Trust	-	25	Australia	Australian	n/a
Tall Trees Hotel Management Pty Limited ²	Body corporate	-	25	Australia	Australian	n/a
Tall Trees Property Trust ²	Trust	-	25	Australia	Australian	n/a
Tamworth Hotel Management Pty Limited ²	Body corporate	-	25	Australia	Australian	n/a
Tamworth Hotel Property Trust ²	Trust	-	25	Australia	Australian	n/a
Wakefield Street Hotel Management Pty Ltd ²	Body corporate	-	25	Australia	Australian	n/a
Wakefield Street Hotel Property Trust ²	Trust	-	25	Australia	Australian	n/a
Wollongong Hotel Management Pty Limited ²	Body corporate	-	25	Australia	Australian	n/a
Wollongong Hotel Property Trust ²	Trust	-	25	Australia	Australian	n/a
Yering Hotel Management Pty Limited ²	Body corporate	-	25	Australia	Australian	n/a
Yering Property Trust ²	Trust	-	25	Australia	Australian	n/a
Marysville Hotel Management Pty Ltd ²	Body corporate	-	25	Australia	Australian	n/a
EWPF						
Elanor Wildlife Park Fund	Trust	-	43	Australia	Australian	n/a
Elanor Wildlife Park Management Pty Limited	Body corporate	-	43	Australia	Australian	n/a
Hunter Valley Wildlife Park Management Pty Ltd	Body corporate	-	43	Australia	Australian	n/a
Hunter Valley Wildlife Park Property Trust	Trust	-	43	Australia	Australian	n/a
Mogo Zoo Management Pty Ltd	Body corporate	-	43	Australia	Australian	n/a
Mogo Zoo Property Trust	Trust	-	43	Australia	Australian	n/a
Australian Wildlife Parks Operations Pty Ltd	Body corporate	-	43	Australia	Australian	n/a

ELANOR INVESTORS GROUP

CONSOLIDATED ENTITY DISCLOSURE STATEMENT

Name of entity	Type of entity	Trustee, partnership or participant in JV	% of share capital	Place of business/ country of incorporation	Australian resident or foreign resident	Foreign jurisdiction(s) of foreign residents
Bluewater						
Bluewater Square Syndicate	Trust	-	42	Australia	Australian	n/a
Stirling St						
Stirling Street Syndicate	Trust	-	43	Australia	Australian	n/a

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*.

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*).

Partnerships and trusts

Australian tax law generally does not contain corresponding residency tests for partnerships and trusts and these entities are typically taxed on a flow-through basis. Additional disclosures on the tax status of partnerships and trusts have been provided where relevant.

As trusts are unable to meet the definition of "Australian resident" or "foreign resident" within the meaning of the *Income Tax Assessment Act 1997*, Elanor has disclosed whether the trust satisfies the definition of an "Australian trust".

ELANOR INVESTORS GROUP

DIRECTORS' DECLARATION

In the opinion of the Directors of Elanor Investors Limited and Elanor Funds Management Limited as responsible entity for the Elanor Investment Fund:

- a) the financial statements and notes set out on pages 67 to 163 are in accordance with the *Corporations Act 2001* (Cth) including:
 - i. complying with Australian Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements; and
 - ii. giving a true and fair view of the Group's and EIF Group's financial position as at 30 June 2024 and of their performance, for the financial year ended on that date.
- b) As a result of the matters described in the Directors' Report and the 'About this report' section of the Notes to the consolidated financial statements there is material uncertainty as to whether the Group and the EIF Group will be able to pay their debts as and when they become due and payable.
- c) the financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board.
- d) the consolidated entity disclosure statement on pages 164 to 167 is true and correct.
- e) the Directors have been given the declarations by the Chief Executive Officer and Chief Financial Officer required by Section 295A of the *Corporations Act 2001* (Cth).

This declaration is made in accordance with a resolution of the Boards of Directors in accordance with Section 295(5) of the *Corporations Act 2001* (Cth).



Tony Fehon
Managing Director

Sydney
29 August 2025



Independent auditor's report

To the stapled securityholders of Elanor Investors Limited and the unitholders of Elanor Investment Fund

Report on the audit of the financial reports

Our opinion

In our opinion:

The accompanying financial reports of

- Elanor Investors Group, being the consolidated stapled entity, which comprises Elanor Investors Limited (the Company) and its controlled entities and Elanor Investment Fund and its controlled entities (together the Consolidated Group), and
- Elanor Investment Fund (the Trust) and its controlled entities (the EIF Group)

are in accordance with the *Corporations Act 2001*, including:

- a. giving a true and fair view of the Consolidated Group's and the EIF Group's financial positions as at 30 June 2024 and of their financial performance for the year then ended
- b. complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

What we have audited

The Consolidated Group's and EIF Group's financial reports comprise:

- the consolidated statements of financial position as at 30 June 2024
- the consolidated statements of comprehensive income for the year then ended
- the consolidated statements of profit or loss for the year then ended
- the consolidated statements of changes in equity for the year then ended
- the consolidated statements of cash flows for the year then ended

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- the notes to the consolidated financial statements, including material accounting policy information and other explanatory information
- the consolidated entity disclosure statement as at 30 June 2024
- 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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Consolidated Group and EIF 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 reports in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

Material uncertainty related to going concern

We draw attention to the 'Going concern' subsection of the 'About this report' section in the financial reports, which describes the directors' assessment of the ability of the Consolidated Group and EIF Group to continue as going concerns. The events or conditions as stated in the 'Going concern' subsection indicate that material uncertainty exists that may cast significant doubt on the Consolidated Group and the EIF Group's ability to continue as going concerns. Our opinion is not modified in respect of this matter.

Our audit approach

An audit is designed to provide reasonable assurance about whether the financial reports are free from material misstatement. Misstatements may arise due to fraud or error. They are considered material if



individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial reports.

We tailored the scope of our audit to ensure that we performed enough work to be able to give an opinion on the financial reports as a whole, taking into account the geographic and management structure of the Consolidated Group and EIF Group, their accounting processes and controls and the industry in which they operate.

Audit Scope

Our audit focused on where the Consolidated Group and EIF Group made subjective judgements; for example, significant accounting estimates involving assumptions and inherently uncertain future events. In establishing the overall approach to the group audit, we determined the type of work that needed to be performed by us, as the group auditor.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial reports for the current period. The key audit matters were addressed in the context of our audit of the financial reports as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. Further, any commentary on the outcomes of a particular audit procedure is made in that context. We communicated the key audit matters to the Audit and Risk Committee.

In addition to the matter described in the *Material uncertainty related to going concern* section, we have determined the matters described below to be the key audit matters to be communicated in our report.

Key audit matter	How our audit addressed the key audit matter
Valuation of property, plant and equipment (PPE), investment properties (IP) and assets held for sale (AHFS) (Refer to notes 8, 9, 11 and 31) As at 30 June 2024 the Consolidated Group’s property portfolio consists primarily of hotel and wildlife park	We performed the following procedures, amongst others: • We evaluated the design and implementation of relevant controls over the PPE, AHFS and IP valuation process.



Key audit matter

properties classified as PPE and AHFS, and retail and commercial properties classified as IP. EIF Group's property portfolio comprises the same assets, however all are classified as IP, or AHFS where applicable.

The valuation of PPE, AHFS and IP was determined using the valuation methodologies outlined in notes 8, 9 and 11. This included valuations performed by independent external valuers or internal valuers as relevant, or valuations based on realised proceeds from sales, we refer to these collectively as the Valuations.

This was a key audit matter because of the:

- relative size of PPE, IP and AHFS to total assets and the related valuation movements,
- inherent subjectivity in the determination of valuation estimates; and
- the sensitivity of valuations to changes in significant valuation assumptions.

How our audit addressed the key audit matter

- We evaluated the appropriateness of the Valuation methodologies used against the requirements of Australian Accounting Standards.
- Where relevant, we agreed the adopted valuations to the external valuation report or internal valuation model and assessed the competency, capability and independence of the relevant external or internal valuer.
- Where relevant, we agreed the adopted valuations to gross prices in property sale contracts and assessed the basis for the extent of selling costs recognised against the gross sale values.
- We met with management to understand the specifics of the property portfolio including, amongst other things, property financial performance, capital expenditure, occupancy and leasing activities and, where applicable, the progress of asset sales activities.
- For a sample of Valuations, where relevant, we:
 - assessed the appropriateness of significant assumptions used in the Valuations with reference to evidence in independent valuation reports and external market data where available.
 - with the assistance of PwC valuation experts, assessed the appropriateness of valuation methodologies used and significant assumptions adopted in the Valuations.
 - tested the mathematical accuracy of Valuation models.
 - tested significant inputs to underlying data.



Key audit matter

How our audit addressed the key audit matter

Carrying value of equity accounted investments

(Refer to notes 10 and 31)

The Consolidated Group and EIF Group accounts for their investment in associates using the equity method of accounting. Apart from the investment in Elanor Commercial Property Fund, which is carried at the contract sale price, management performed an impairment assessment for all other equity accounted investments by comparing the carrying value with the recoverable value of each investment and concluded an impairment was required on some of the Equity Accounted Investments (EAI).

The recoverable value was determined using a number of assumptions, including the fair value of the assets held by the underlying funds, and estimations concerning the costs associated with selling these assets, particularly for funds that have commenced liquidation.

This was a key audit matter because of the:

- relative size of equity accounted investments to total assets,
- inherent subjectivity in the determination of valuation estimates; and
- the sensitivity of valuations to changes in key assumptions

- We evaluated the reasonableness of the disclosures against the requirements of Australian Accounting Standards.

We performed the following procedures, amongst others:

- We evaluated the design and implementation of relevant controls over the EAI recoverability process.
- We assessed the appropriateness of management's methodology for estimating the recoverable value of their equity accounted investments.
- We assessed the reasonableness of the significant assumptions used by management in estimating the recoverable value of their equity accounted investments.
- In relation to procedures performed over the fair value of the assets held by the underlying funds, see the procedures performed in the above KAM.
- We evaluated the reasonableness of disclosures made against the requirements of Australian Accounting Standards.

Other information

The directors of the Consolidated Group and the directors of Elanor Funds Management Limited, the Responsible Entity of the Elanor Investment Fund (the directors), are responsible for the other information. The other information comprises the information included in the annual report for the year



ended 30 June 2024, but does not include the financial reports and our auditor's report thereon. Prior to the date of this auditor's report, the other information we obtained included the directors' report. We expect the remaining other information to be made available to us after the date of this auditor's report.

Our opinion on the financial reports does not cover the other information and we do not and will not express an opinion or any form of assurance conclusion thereon through our opinion on the financial reports. We have issued a separate opinion on the remuneration report.

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

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, 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.

When we read the other information not yet received, if we conclude that there is a material misstatement therein, we are required to communicate the matter to the directors and use our professional judgement to determine the appropriate action to take.

Responsibilities of the directors for the financial reports

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

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

Auditor's responsibilities for the audit of the financial reports

Our objectives are to obtain reasonable assurance about whether the financial reports as a whole are 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 the financial reports.

A further description of our responsibilities for the audit of the financial reports is located at the Auditing and Assurance Standards Board website at: https://auasb.gov.au/media/bwvjcgre/ar1_2024.pdf. This description forms part of our auditor's report.

Report on the remuneration report

Our opinion on the remuneration report

We have audited the remuneration report included in the directors' report for the year ended 30 June 2024.

In our opinion, the remuneration report of the Consolidated Group for the year ended 30 June 2024 complies with section 300A of the *Corporations Act 2001*.

Responsibilities

The directors of the Consolidated Group 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.

A handwritten signature in black ink, appearing to read 'PricewaterhouseCoopers', written over the printed name.

PricewaterhouseCoopers

A handwritten signature in black ink, appearing to read 'CJ Cummins', written over the printed name.

CJ Cummins
Partner

Sydney
29 August 2025



Capital Food Market, Belconnen, ACT

Corporate Governance

The Board of Directors of Elanor Investors Group (Group) have approved the Fund's Corporate Governance Statement as at 30 June 2024. In accordance with ASX Listing Rule 4.10.3, the Group's Corporate Governance Statement can be found on its website at: <https://www.elanorinvestors.com/esg#corporate-governance>

The Board of Directors is responsible for the overall corporate governance of the Group, including establishing and monitoring key strategy and performance goals. The Board monitors the operational and financial position and performance of the Group, and oversees its business strategy, including approving the Group's strategic goals.

The Board seeks to ensure that the Group is properly managed to protect and enhance securityholder interests, and that the Group, its Directors, officers and personnel operate in an appropriate environment of corporate governance.

Accordingly, the Board has created a framework for managing the Group, including Board and Committee Charters and various corporate governance policies designed to promote the responsible management and conduct of the Group.

This enhanced corporate governance initiative adds an additional layer of accountability and independence in decision making to mitigate potential conflicts of interest and ensure that the Group's managed funds operate in the best interest of fund investors'.

Securityholder Analysis

(as at 2 October 2025)

Stapled Securities

The units of the Trust and the shares of the Company are combined and issued as stapled securities in the Group. The Group's securities are traded on the Australian Securities Exchange (ASX: ENN), having listed on 11 July 2014. The units of the Trust and shares of the Company cannot be traded separately and can only be traded as stapled securities. In accordance with the ASX's requirements for stapled securities, the ASX reserves the right (but without limiting its absolute discretion) to remove the Company or the Trust or both from the ASX Official List if any of the units and the shares cease to be stapled together or any equity securities issued by the Company or the Trust which are not stapled to equivalent securities in the other entity.

Top 20 Securityholders

Number	Securityholder	No. of Securities	%
1	HSBC Custody Nominees (Australia) Limited	21,434,921	14.08
2	Fidante Partners Holdco1 Pty Limited	20,280,481	13.32
3	Rockworth Investment Holdings Pte Ltd	17,932,967	11.78
4	J P Morgan Nominees Australia Pty Limited	8,526,212	5.60
5	Citicorp Nominees Pty Limited	5,727,367	3.76
6	HSBC Custody Nominees (Australia) Limited	4,473,684	2.94
7	H & G Limited	4,450,000	2.92
8	Perpetual Corporate Trust Ltd <QCAXSIVECF A/C>	4,159,930	2.73
9	Mr Glenn Willis	2,800,000	1.84
10	CPU Share Plans Pty Ltd <ENN DSI Control A/C>	2,604,688	1.71
11	CPU Share Plans Pty Ltd <ENN DSI Unallocated A/C>	2,447,757	1.61
12	Armada Investments Pty Ltd	2,295,605	1.51
13	Merrill Lynch (Australia) Nominees Pty Limited	2,134,761	1.40
14	Scanlon Capital Investments Pty Ltd	1,709,000	1.12
15	Kenxue Pty Ltd <Susan Investment A/C>	1,327,935	0.87
16	Danissa Pty Ltd <P & B Siviour Family A/C>	1,200,107	0.79
17	BNP Paribas Noms Pty Ltd	1,130,591	0.74
18	Mr Christopher Fergusson <Fergusson Holding A/C>	948,590	0.62
19	Citano Pty Ltd <GN Willis Family A/C>	946,385	0.62
20	Mr Kewu Chen	737,799	0.48
Total		107,268,780	70.48
Balance of register		44,933,182	29.52
Grand Total		152,201,962	100.00

Securityholder Analysis

(as at 2 October 2025)

Range Report

Range	No. of Securities	%	No. of Holders	%
100,001 and over	124,240,759	81.63	96	4.84
10,001 – 100,000	23,867,698	15.68	789	39.79
5,001 – 10,000	2,681,691	1.76	340	17.15
1,001 – 5,000	1,275,312	0.84	429	21.63
1 – 1,000	136,502	0.09	329	16.59
Total	152,201,962	100.00	1,983	100.00

The total number of security holders with an unmarketable parcel of securities was 232.

Substantial Securityholders

Securityholder	No. of Securities	%
Fidante Partners Holdco 1 Pty Limited	20,280,481	13.62%
Rockworth Capital Partners Pte Ltd	17,932,967	12.05%
Perpetual Limited	16,804,298	11.29%

Voting Rights

On a poll, each Securityholder has, in relation to resolutions of the Trust, one vote for each unit held in the Trust and in relation to resolutions of the Company, one vote for each share held in the Company.

On-Market Buy-back

There is no current on-market buy-back program in place.

Corporate Directory

Elanor Investors Group (ASX Code: ENN)

Elanor Investors Limited (ACN 169 308 187) and
Elanor Investment Fund (ARSN 169 450 926)
(Elanor Funds Management Limited (ACN 125 903 031) is
the Responsible Entity)

Level 38
259 George Street
Sydney NSW 2000
T: +61 2 9239 8400

Directors of the Responsible Entity and Elanor Investors Limited

Ian Mackie (Chair)
Anthony (Tony) Fehon (Managing Director)
Lim Su Kiat
Karyn Baylis
Katherine (Kathy) Ostin

Company Secretary of the Responsible Entity and Elanor Investors Limited

Symon Simmons

Security Registry

Computershare Investor Services Pty Limited
Level 4
44 Martin Place
Sydney NSW 2000

Auditors

PricewaterhouseCoopers
One International Towers
Watermans Quay
Barangaroo NSW 2000

Custodian

The Trust Company (Australia) Limited
Level 18
123 Pitt Street
Sydney NSW 2000

Website

www.elanorinvestors.com



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