

The Manager
Company Announcements Office
ASX Limited
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SYDNEY NSW 2000

Leadership Transition and Strengthening of Core Functions

Finexia Financial Group Limited (ASX:FNX) (“Finexia” or “the Company”) wishes to advise of a number of executive and operational changes aimed at enhancing operational oversight, strategic execution, governance and the Company’s overall performance.

Executive Appointments

Following the departure of the former Director and Chief Executive Officer, the Board has undertaken a considered review of the Company’s leadership structure. As a result, Finexia is pleased to announce the following key appointments, effective from 7 August 2025:

- Mr Neil Sheather will resume the role of Chief Executive Officer. Mr Sheather previously served successfully as CEO prior to standing aside in late 2023 and brings deep operational knowledge and strategic insight to the role. His return to day-to-day leadership is aimed at driving execution across the Company’s core business areas. Mr Sheather will remain on the Board as an Executive Director, and his title will be Chief Executive Officer and Managing Director
- Mr Robert Spano has been appointed Executive Chairman. Mr Spano brings over three decades of experience in credit and finance and has played an instrumental leadership role in managing the Company’s credit exposures, including recent progress in the Genius Education recovery. His appointment further strengthens the executive leadership team and reflects the Board’s focus on stability, governance, and delivery.

For the purposes of ASX Listing Rule 3.16.4, the material terms of the appointments of Messrs Sheather and Spano are outlined in the Appendix to this announcement.

Shared Beginnings CEO Appointment

As previously advised to ASX in the announcement dated 6 August 2025, Finexia commenced the recovery of the Genius debt via its newly formed special purpose vehicle and wholly owned subsidiary, Shared Beginnings Pty Ltd. Shared Beginnings will own and operate the childcare business that are central to the Company’s credit recovery efforts. To oversee and lead Shared Beginnings, Finexia has appointed experienced childcare and early learning specialist Mrs Kim Clifton to the role of Chief Executive Officer (CEO). Mrs Clifton has over 20 years of continuous operational and managerial experience in the Childcare sector as an owner, operator and director. She brings to the role a deep understanding of the complexities, challenges and opportunities that come with operating childcare businesses. She has a demonstrated track record of operational excellence with a sharp focus on compliance. The addition of Mrs Clifton to the role strengthens Finexia’s expertise and operational competencies in a sector that has continued strategic significance for the Company as a financier.

Finexia Financial Group Limited

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Enhancement of Finance and Governance Capabilities

In line with these leadership changes, Finexia has also taken steps to reinforce its core support functions:

- The Company has appointed Lumina, a leading provider of outsourced finance and accounting services, to manage Finexia's accounting and financial reporting. Lumina's experience in servicing listed companies, private equity firms and investment managers will ensure a robust and efficient finance function.
- In addition, Finexia has engaged Confidant Partners, an experienced governance and compliance advisory firm, to support the Company's corporate governance framework. As part of this engagement, Mr David Hwang, Managing Partner of Confidant Partners, will be appointed Company Secretary, effective 7 August 2025. Mr Hwang brings significant corporate and regulatory expertise to this key governance role. For the purposes of ASX Listing Rule 12.6, Mr Hwang will be the person responsible for communications with ASX in relation to Listing Rule matters.

These initiatives reflect the Board's commitment to ensuring Finexia is well positioned to meet its strategic objectives, improve operational resilience, and maintain the highest standards of governance and transparency.

END

Authorised for release by the Board of Finexia Financial Group Limited.

Further information please contact:

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Appendix: Material terms of executives

In accordance with ASX Listing Rule 3.16.4, the Company advises the following material terms of Mr Sheather's executive services agreement:

Title	Chief Executive Officer and Managing Director
Salary/fees	\$400,000 plus superannuation
Incentives	Subject to receipt of shareholder approval, entitlement to participate in the Company's Executive Performance Rights plan

In accordance with ASX Listing Rule 3.16.4, the Company advises the following material terms of Mr Spano's executive services agreement:

Title	Executive Chairman
Salary/fees	\$540,000 plus superannuation
Incentives	Subject to receipt of shareholder approval, grant of 7m unlisted options, each exercisable at \$0.25 per option, expiring 18 months from date of issue

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