Appendix 4E
Unaudited Preliminary Final Report

felix

1. Company details

Name of Entity	Felix Group Holdings Limited
ABN	65 159 858 509
Reporting period:	For the year ended 30 June 2026
Previous period:	For the year ended 30 June 2025

2. Unaudited results for announcements to the market

				$
Sales revenues from continuing activities	up	38%	to	11,512,000
Other revenues from continuing activities	up	395%	to	1,485,000
Loss from continuing activities after tax attributable to the owners of Felix Group Holdings Limited	up	27%	to	6,031,000
Total comprehensive loss for the year attributable to the owners of Felix Group Holdings Limited	up	27%	to	6,020,000

Dividends

No final dividend was paid in relation to the year ended 30 June 2026.

Comments

The loss for the consolidated entity after providing for income tax amounted to $6,031,000 (30 June 2025: $4,733,000).

Other revenues from continuing activities includes the gain on the fair value movement of deferred contingent consideration.

3. Net tangible assets

	Reporting period (cents)	Previous period (cents)
Net tangible assets per ordinary security	(1.79)	(2.46)

4. Control gained over entities

The Group acquired Nexvia Pty Ltd on the 8th October 2025. Further details are disclosed in this unaudited preliminary final report.

Appendix 4E
Unaudited Preliminary Final Report

5. Loss of control over entities

No loss of control has occurred over entities during the period.

6. Details of associates and joint venture entities

There are no associates or joint ventures.

7. Audit qualification or review

Details of audit/review dispute or qualification (if any):
The financial statements have not been audited. The audit opinion will be issued prior to 30 September 2026.

8. Attachments

Details of attachments (if any):
The unaudited preliminary final report of Felix Group Holdings Limited for the year ended 30 June 2026 is attached.

9. Signed

Dominic O'Hanlon
Director

31 August 2026

Unaudited Management Prepared - Consolidated statement of profit or loss and other comprehensive income — For the year ended 30 June 2026

	Note	2026 ($'000)	2025 ($'000)
REVENUE			
Sales revenue	2	11,512	8,321
OTHER INCOME			
Gain on fair value movement on contingent consideration		931	-
Other income	3	554	300
Total other income		1,485	300
EXPENSES			
Advertising and marketing		(613)	(225)
Consultants fees		(462)	(474)
Contract costs		(230)	(267)
Depreciation and amortisation expense		(2,154)	(848)
Employee benefits expense		(10,820)	(8,066)
Finance costs		(257)	(7)
Insurance		(246)	(232)
Share based payments		(647)	(957)
Subscriptions		(2,078)	(1,297)
Other expenses		(588)	(468)
Professional fees		(1,250)	(513)
Total Expenses		(19,345)	(13,354)
LOSS BEFORE INCOME TAX EXPENSE		(6,348)	(4,733)
Income tax (expense)/ benefit		317	-
LOSS AFTER INCOME TAX EXPENSE FOR THE YEAR		(6,031)	(4,733)
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss Exchange differences on translating foreign controlled entities		11	-
Other comprehensive income for the year, net of tax		11	-
TOTAL COMPREHENSIVE LOSS FOR THE YEAR ATTRIBUTABLE TO MEMBERS OF FELIX GROUP HOLDINGS LIMITED		(6,020)	(4,733)
Loss per share attributable to the members of Felix Group Holdings Limited		Cents	Cents
Basic loss per share		2.18	2.31
Diluted loss per share		2.18	2.31

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

Unaudited Management Prepared - Consolidated statement of financial position — As at 30 June 2026

	Note	2026 ($'000)	2025 ($'000)
ASSETS			
Current assets			
Cash and cash equivalents		3,378	2,039
Trade and other receivables		1,107	940
Income tax receivable		1,045	463
Contract assets		162	198
Other assets		-	14
Prepayments		584	507
Total current assets		6,276	4,161
Non-current assets			
Property, plant and equipment		13	17
Right of use assets		2,130	11
Intangible assets	4	14,773	759
Other assets		448	-
Contract assets		157	119
Total non-current assets		17,521	906
Total assets		23,797	5,067
LIABILITIES			
Current liabilities			
Trade and other payables		2,938	2,908
Contract liabilities	5	5,683	5,556
Deferred contingent consideration		316	-
Lease liabilities		508	13
Short term employee benefits		841	617
Total current liabilities		10,286	9,094
Non-current liabilities			
Deferred tax liability		2,003	-
Lease liabilities		1,707	-
Long term employee benefits		372	236
Total non-current liabilities		4,082	236
Total liabilities		14,368	9,330
Net assets		9,429	(4,263)
EQUITY			
Issued capital	6	67,431	52,911
Reserves	7	6,771	1,568
Accumulated losses		(64,773)	(58,742)
Total equity		9,429	(4,263)

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

Unaudited Management Prepared - Consolidated statement of changes in equity — For the year ended 30 June 2026

Consolidated	Issued capital ($'000)	Reserves ($'000)	Accumulated losses ($'000)	Total equity ($'000)
Balance at 1 July 2024	52,911	611	(54,009)	(487)
Loss after income tax expense for the year	-	-	(4,733)	(4,733)
Other comprehensive income for the year, net of tax	-	-	-	-
Total comprehensive income for the year	-	-	(4,733)	(4,733)
Transactions with owners in their capacity as owners:				
Contributions of equity, net of transaction costs (see note 6)	-	-	-	-
Share-based payments expensed	-	957	-	957
Share-based payments exercised	-	-	-	-
Balance at 30 June 2025	52,911	1,568	(58,742)	(4,263)

Consolidated	Issued capital ($'000)	Reserves ($'000)	Accumulated losses ($'000)	Total equity ($'000)
Balance at 1 July 2025	52,911	1,568	(58,742)	(4,263)
Loss after income tax expense for the year	-	-	(6,031)	(6,031)
Other comprehensive income for the year, net of tax	-	11	-	11
Total comprehensive income for the year	-	11	(6,031)	(6,020)
Transactions with owners in their capacity as owners:				
Contributions of equity, net of transaction costs (see note 6)	14,021	5,044	-	19,065
Share-based payments expensed	-	647	-	647
Share-based payments exercised	499	(499)	-	-
Balance at 30 June 2026	67,431	6,771	(64,773)	9,429

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

Unaudited Management Prepared - Consolidated statement of cash flows
— For the year ended 30 June 2026

	Note	2026 ($'000)	2025 ($'000)
Cash flows from operating activities			
Receipts from operations (inclusive of GST):		12,391	11,749
Payments to suppliers and employees (inclusive of GST)		(18,435)	(11,357)
Sub-total		(6,044)	392
Interest received		142	32
Interest and other finance costs paid		(257)	(7)
Net cash from/(used in) operating activities		(6,159)	417
Cash flows from investing activities			
Proceeds from deposits		14	400
Payment for deposits		(450)	-
Payments for intangibles		(1,190)	(439)
Payment to acquire businesses (net of cash acquired)	8	(5,892)	-
Net cash from/(used in) investing activities		(7,518)	(39)
Cash flows from financing activities			
Proceeds of share issue	6	16,490	-
Payment of share issue costs	6	(1,107)	-
Net proceeds/ (repayment) of borrowings		(367)	(50)
Net cash from/(used in) financing activities		15,016	(50)
Net increase/ (decrease) in cash and cash equivalents		1,339	328
Cash and cash equivalents at the beginning of the financial year		2,039	1,711
Cash and cash equivalents at the end of the financial year		3,378	2,039

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

Unaudited Management Prepared - Notes to the financial statements

Note 1. Operating segments

The Group provides a cloud-based SaaS solution to its Contractor and Vendor customer base. The Chief Executive Officer is Chief Operating Decision Maker (CODM). The CODM monitors the results of the Group based on three operating segments based on differences in products and services provided: Contractor, Vendor & Nexvia (being the recently acquired business). The Group's segment disclosures have changed since the last annual financial statements due to the acquisition of Nexvia Pty Ltd during the year, which is now reported as a separate operating segment.

The balance sheet is reported at a consolidated level.

The accounting policies adopted for internal reporting to the CODM are consistent with those adopted in the financial statements.

The information is reported to the CODM on a monthly basis. The key information reported is broken down below:

30 June 2026	Contractor ($'000)	Vendor ($'000)	Nexvia ($'000)	Unallocated ($'000)	Total ($'000)
Operating revenue	6,956	1,783	2,773	-	11,512
Interest income	-	-	-	142	142
Other income	-	-	-	1,343	1,343
EBITDA	5,063	(47)	1,700	(10,653)	(3,937)
Income tax benefit	-	-	-	317	317
Depreciation & amortisation	-	-	-	(2,154)	(2,154)
Finance costs	-	-	-	(257)	(257)
Net profit/ (loss)	5,063	(47)	1,700	(12,747)	(6,031)
Material items include:					
Share based payments	-	-	-	(647)	(647)
Gain on fair value movement on contingent consideration	-	-	-	931	931

30 June 2025	Contractor ($'000)	Vendor ($'000)	Nexvia ($'000)	Unallocated ($'000)	Total ($'000)
Operating revenue	6,373	1,948	-	-	8,321
Interest income	-	-	-	32	32
Other income	-	-	-	268	268
EBITDA	4,838	244	-	(8,960)	(3,878)
Depreciation & amortisation	-	-	-	(848)	(848)
Finance costs	-	-	-	(7)	(7)
Net profit/ (loss)	4,838	244	-	(9,815)	(4,733)
Material items include:					
Share based payments	-	-	-	(957)	(957)

Unaudited Management Prepared - Notes to the financial statements

Note 2. Sales Revenue

	Consolidated 2026 ($'000)	Consolidated 2025 ($'000)
Enterprise SaaS (Contractor) Revenue	6,956	6,373
Marketplace Subscription (Vendor) Revenue	1,783	1,948
Nexvia Revenue	2,773	-
Total	11,512	8,321

For the financial year, and the prior period, all revenue is recognised over time.

For the financial year, revenue includes $4,671,000 (2025: $3,257,000) included in the contract liability balance at the beginning of the year broken down as follows.

	Consolidated 2026 ($'000)	Consolidated 2025 ($'000)
Enterprise SaaS (Contractor) Revenue	4,422	2,951
Marketplace Subscription (Vendor) Revenue	249	306
Nexvia Revenue	-	-
Total	4,671	3,257

Revenue from contracts with customers is derived from the Group's platforms.
The Group splits its revenue between three revenue streams, the two sides of the marketplace being monetised, Contractors and Vendors, and a third revenue stream generated by Nexvia.

Note 3. Other income

	Consolidated 2026 ($'000)	Consolidated 2025 ($'000)
Research and development tax incentive income	395	250
Interest income	142	32
Other income	17	18
Total other income	554	300

Note 4. Non-current assets - intangibles

	Consolidated 2026 ($'000)	Consolidated 2025 ($'000)
Goodwill	5,065	-
Technology platform development at cost	14,675	5,283
Less: Accumulated amortisation and impairment	(6,107)	(4,524)
Total technology platform development	8,568	759

Unaudited Management Prepared - Notes to the financial statements

Note 4. Non-current assets - intangibles (Continued)

	Consolidated	
Client list at cost	1,240	-
Less: Accumulated amortisation	(100)	-
Total client list	1,140	-
Total intangible assets	14,773	759

Note 5. Current liabilities - Contract liabilities

	Consolidated	
	2026 ($'000)	2025 ($'000)
Contract liabilities	5,683	5,556

Reconciliation of the written down values at the beginning and end of the current and previous financial year are set out below:

Opening balance	5,556	4,185
Acquired through business combination (Note 8)	889	-
Payments received in advance	3,909	4,628
Transfer to revenue - included in the opening balance (Note 2)	(4,671)	(3,257)
Closing balance	5,683	5,556

Unsatisfied performance obligations

The aggregate amount of the transaction price allocated to the performance obligations that are unsatisfied at the end of the reporting period was $5,683,000 as at 30 June 2026 ($5,556,000 as at 30 June 2025) and is expected to be recognised as revenue in future periods as follows:

	Consolidated	
	2026 ($'000)	2025 ($'000)
Within 6 months	3,744	3,455
6 to 12 months	1,680	1,266
12 to 18 months	173	354
More than 18 months	86	481
Total unsatisfied performance obligations	5,683	5,556

Note 6. Equity - issued capital

	Consolidated			
	2026 No. of Shares	2025 No. of Shares	2026 ($'000)	2025 ($'000)
Ordinary shares fully paid	298,500,741	204,499,713	67,431	52,911

Movements in ordinary share capital

	Consolidated			
	Date	No. of Shares	Issue price	($'000)
Opening Balance	1 July 2024	204,499,713	-	52,911
Balance	1 July 2025	204,499,713	-	52,911
Issue of shares for exercise of options	1 July 2025	910,918	–	177
Issue of shares for Placement (Tranche 1)	27 August 2025	24,545,455	0.22	3,843
Issue of shares for SPP	15 September 2025	2,333,319	0.21	490
Issue of shares for Placement (Tranche 2)	7 October 2025	48,181,818	0.22	7,542
Costs for issue of shares for Placement & SPP				(1,536)
Issue of shares for purchase consideration (Note 8) – Nexvia Pty Ltd	8 October 2025	16,363,636	0.225	3,682
Issue of shares for exercise of options	14 October 2025	1,665,882	–	322
Balance	30 June 2026	298,500,741	–	67,431

Ordinary shares

Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the company in proportion to the number of and amounts paid on the shares held. The fully paid ordinary shares have no par value and the company does not have a limited amount of authorised capital.

On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

The Placement (Tranche 1 and Tranche 2) included the issue of free-attaching options to subscribers. The total proceeds from each Placement have been allocated between share capital and the option reserve based on the relative fair value of the shares and the free-attaching options at issue date, see Note 7.

Unaudited Management Prepared - Notes to the financial statements

Note 6. Equity - issued capital (Continued)

Share buy-back

There is no current on-market share buy-back.

Capital risk management

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

Capital is regarded as total equity, as recognised in the statement of financial position, plus net debt. Net debt is calculated as total borrowings less cash and cash equivalents.

In order to maintain or adjust the capital structure, the consolidated entity may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The capital risk management policy remains unchanged from the 30 June 2025 Annual Report.

Note 7. Equity - reserves

	Consolidated	
	2026 ($'000)	2025 ($'000)
Foreign currency translation reserve	10	(1)
Share based payments reserve	2,148	1,569
Options reserve	4,613	-
Total Reserve	6,771	1,568

Foreign currency reserve

The reserve is used to recognise exchange differences arising from the translation of the financial statements of foreign operations to Australian dollars. It is also used to recognise gains and losses on hedges of the net investments in foreign operations.

Options reserve

The reserve is used to recognise the fair value of free-attaching options issued as part of the Group's capital raisings.

Share based payments reserve

The reserve is used to recognise the fair value of equity settled share based payments provided to employees, directors and other parties in exchange for goods or services.

Unaudited Management Prepared - Notes to the financial statements

Note 8. Business Combinations

On 8th of October 2025, Felix Group Holdings Limited, acquired 100% of the ordinary shares of Nexvia Pty Ltd (Nexvia) for the total consideration transferred of $11,204,000. Nexvia is a SaaS platform, providing project and business management solutions to project-led, vendor, small and medium enterprises. The acquisition was undertaken to extend the Group's software offering across the construction project lifecycle and to acquire Nexvia's customer base and recurring revenue. The goodwill of $5,065,000 represents the expected synergies from merging this business with existing platform offerings. The acquired business contributed total revenues including other income of $2,783,000 and net profit after tax of $53,000 to the consolidated entity for the period from 8 October 2025 to 30 June 2026. If the acquisition occurred on 1 July 2025, management estimates that the Consolidated Group's result for the year 1 July 2025 to 30 June 2026, would have reported total revenues including other income of approximately $14,024,000 and a loss after tax of approximately $6,150,000. These amounts are management estimates based from the information available, as Nexvia did not historically prepare financial statements in accordance with Australian Accounting Standards. The values identified in relation to the acquisition of Nexvia are final as at 30 June 2026.

The assets and liabilities recognised as a result of the acquisition are as follows:	Fair Value ($'000)
Cash and cash equivalents	383
Other current assets	62
Trade & other receivables	166
Prepayments	64
Property, plant & equipment	8
Client List	1,240
Intangibles	8,040
Bank guarantee	64
Right-of-use asset	254
Trade & other payables	(324)
Contract liability	(889)
Current lease liability	(93)
Short-term employee benefits	(233)
Deferred tax liabilities	(2,320)
Non-current lease liability	(161)
Long term employee benefits	(122)
Net identifiable assets acquired	6,139
Add: Goodwill	5,065
Acquisition-date fair value of the total consideration transferred	11,204

Purchase consideration	
Cash paid to vendor	6,275
Ordinary shares issued in Felix Group Holdings Ltd	3,682
Contingent consideration	1,247
Acquisition-date fair value of the total consideration transferred	11,204

Acquisition costs expensed to profit or loss	186

Unaudited Management Prepared - Notes to the financial statements

Note 8. Business Combinations (Continued)

	Fair Value
	$'000
Cash used to acquire business, net of cash acquired	
Acquisition-date fair value of the total cash consideration transferred	6,275
Less: cash and cash equivalents	(383)
Net cash used	5,892

The fair value of trade receivables is $166,000. The gross contractual amount for trade receivables due is $280,000, of which $114,000 is not expected to be collected.

Contingent consideration

The contingent consideration relates to the Completion Earn-Out Rights that may be issued to former shareholders of Nexvia Pty Ltd.

Under the agreement, a maximum of 9,600,000 rights may be issued, with the actual number of rights dependent on Nexvia achieving specified recurring subscription revenue growth targets during the Earn-Out Period. Vesting outcomes range from nil to 9,600,000 rights and are determined by reference to revenue growth hurdles ranging between 0% and 25%. On an undiscounted basis, this represents a range of outcomes of $nil to $537,600, based on the closing share price of $0.056 at 30 June 2026, compared to $nil to $2,160,000 at acquisition date, based on the acquisition-date share price of $0.225. The decrease in the undiscounted range reflects the decline in the consolidated entity's share price between acquisition date and balance date.

The fair value at acquisition date was $1,247,000, based on the present value of the expected number of rights to vest.

Shareholder information

The shareholder information set out below was applicable as at 13 August 2026.

Distribution of equitable securities

Analysis of number of equitable security holders by size of holding:

	Ordinary shares	
	Number of holders	% of total shares issued
1 to 1,000	41	0.00
1,001 to 5,000	230	0.21
5,001 to 10,000	99	0.26
10,001 to 100,000	262	3.37
100,001 and over	202	96.16
Total	834	100.00
Holding less than a marketable parcel	344	0.38

Equity security holders

Twenty largest quoted equity security holders

The names of the twenty largest security holders of quoted equity securities are listed below:

	Ordinary shares	
	Number held	% of total shares issued
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED - A/C 2	45,454,546	15.23
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	24,606,179	8.24
MOGGS CREEK PTY LTD <MOGGS CREEK SUPER A/C>	21,570,227	7.23
PLANT INVESTMENTS LTD	19,333,100	6.48
UBS NOMINEES PTY LTD	17,235,140	5.77
BOND STREET CUSTODIANS LIMITED <SALTER - D79836 A/C>	15,900,000	5.33
TU INQB8 PTY LTD <THE ROWE INVESTMENT A/C>	8,767,707	2.94
M.A.D. TECHNOLOGIES PTY LTD <M.A.D TECHNOLOGIES UNIT A/C>	8,441,400	2.83
INEIGHT PTY LIMITED	7,638,889	2.56
MOAT INVESTMENTS PTY LTD <MOAT INVESTMENT A/C>	7,091,622	2.38
MAST FINANCIAL PTY LTD <A TO Z INVESTMENT A/C>	7,010,620	2.35
G J ALT PTY LIMITED	7,000,000	2.35
LIAN HUA KOH	5,500,690	1.84
PART CO PTY LTD	4,628,318	1.55
MR MICHAEL PETER DAVIS	3,750,000	1.26
62 DARLINGHURST ROAD PTY LTD	2,300,000	0.77
PLANT INVESTMENTS LIMITED	2,272,727	0.76
QBDF PTY LTD <THE BUSINESS DEVELOPMENT FUND>	1,828,400	0.61
BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT>	1,774,057	0.59
GRCT 20 PTY LTD <GRAVEL ROAD CONTECH 20 A/C>	1,763,889	0.59
Total	213,867,511	71.65

Shareholder information

The shareholder information set out below was applicable as at 13 August 2026.

Unquoted equity securities

	Number on issue	Number of holders
Options or performance rights over ordinary shares issued	95,104,993	60

Substantial holders

Substantial holders in the company are set out below:

	Ordinary shares	
	Number held	% of total shares issued
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED - A/C 2	45,454,546	15.23
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	24,606,179	8.24
MOGGS CREEK PTY LTD <MOGGS CREEK SUPER A/C>	21,570,227	7.23
PLANT INVESTMENTS LTD	19,333,100	6.48
UBS NOMINEES PTY LTD	17,235,140	5.77
BOND STREET CUSTODIANS LIMITED <SALTER - D79836 A/C>	15,900,000	5.33

Voting rights

The voting rights attached to ordinary shares are set out below:

Ordinary shares

On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

There are no other classes of equity securities.

Restricted securities

There are 16,363,636 restricted securities. The restriction for all securities ends 8 October 2026.