Wellnex Life Limited
Appendix 4E
Preliminary final report

1. Company details

Name of entity:	Wellnex Life Limited
ABN:	77 150 759 363
Reporting period:	For the year ended 30 June 2026
Previous period:	For the year ended 30 June 2025

2. Results for announcement to the market

				$'000
Revenues from ordinary activities	up	5.1%	to	24,838
Loss from ordinary activities after tax attributable to the owners of Wellnex Life Limited	down	70.8%	to	(4,549)
Loss for the year attributable to the owners of Wellnex Life Limited	down	70.8%	to	(4,549)

Dividends
There were no dividends paid, recommended or declared during the current financial period.

Comments
The loss for the consolidated entity after providing for income tax amounted to $4.5 million (30 June 2025: $15.6 million loss).

Revenue for the period was $24.8 million an increase of 5.1% on the prior corresponding period 30 June 2025: $23.6 million. The increase in revenue primarily came from Wellnex's owned brands.

Wellnex Life's margins of 30.2% or $7.5 million, was slightly higher than the previous corresponding period (30 June 2025 29.1% or $6.9million).

Loss for the full year of $4.5 million was down 70.8% on the prior corresponding period 30 June 2025: $15.6 million, reflecting the impact of cost saving initiatives implemented during the year.

Financial Position

The total net assets of the entity at 30 June 2026 was $7.5 million (30 June 2025: $11.2 million), a decrease of 33.7%.

Wellnex Life next step is to increase shareholder value by continuing to grow its brands that will see a continuation of the strengthening of the balance sheet that will allow it to accelerate the company's growth in both revenue, margins and operating profits.

3. Net tangible assets

	Reporting period Cents	Previous period Cents
Net tangible assets per ordinary security	10.158	(12.505)

4. Control gained over entities and date control gained

Not applicable.

5. Loss of control over entities

During the period the following entities were de-registered:
Cann Comm Pty Ltd
1LH Pty Ltd
Wattle Health Australia Investments Pty Ltd

6. Dividends

Current period
There were no dividends paid, recommended or declared during the current financial period.

Previous period
There were no dividends paid, recommended or declared during the previous financial period.

7. Dividend reinvestment plans

Not applicable.

8. Details of associates and joint venture entities

	Reporting entity's percentage holding		Contribution to profit/(loss) (where material)
Name of associate / joint venture	**Reporting period %**	**Previous period %**	**Reporting period $'000**
1LH Pty Ltd	-	50.00%	-
Cann Comm Pty Ltd	-	50.00%	-
Group's aggregate share of associates and joint venture entities' profit/(loss) (where material)			
Profit/(loss) from ordinary activities before income tax			-

9. Foreign entities

Not applicable.

10. Audit qualification or review

Details of audit/review dispute or qualification (if any):

This report, and the accompanying final report, are based upon accounts which have been audited. The financial report includes a material uncertainty on going concern disclosure within the audit report.

11. Attachments

The consolidated financial report for Wellnex Life Limited and its controlled entities for the year ended 30 June 2026 are attached.

12. Signed

Signed ______________________________ Date: 31 August 2026

Eric Jiang
Interim Executive Chair

Wellnex Life Limited

ABN 77 150 759 363

Annual Report - 30 June 2026

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Directors	Eric Jiang (Interim Executive Chair) Ash Vesali (Non-Executive Director) Jeffrey Yeh (Non-Executive Director) Hilton Wood (Non-Executive Director)
Company secretary	Kobe Li
Registered office and Principal place of business	Building 2, Level 3, Suite 72, 574 Plummer St Port Melbourne VIC 3207 Phone: +61 3 8399 9419
Share register	Computershare Investor Registry Services Yarra Falls 452 Johnston Street Abbotsford, Victoria, 3067 Phone: 1300 787 272 (within Australia) Phone: +61 3 9415 5000 (overseas callers)
Auditor	William Buck Level 20, 181 William Street Melbourne VIC 3000
Stock exchange listing	Wellnex Life Limited securities are listed on the Australian Securities Exchange (ASX code: WNX)) and the AIM Market of the London Stock Exchange.
Website	https://www.wellnexlife.com.au

Wellnex Life Limited
Directors' report
30 June 2026

The directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'consolidated entity') consisting of Wellnex Life Limited (referred to hereafter as the 'company' or 'parent entity') and the entities it controlled at the end of, or during, the year ended 30 June 2026.

Directors

Eric Jiang (Interim Executive Chair) -	Non-Executive Director; appointed Interim Executive Chair on 10 March 2026
Ash Vesali (Non-Executive Director) -	appointed Interim Non-Executive Chair on 18 September 2025; transitioned to Non-Executive Director on 10 March 2026
Jeffrey Yeh (Non-Executive Director)	
George Karafotias (Executive Director and joint Chief Executive Officer/Managing Director) -	resigned 14 August 2025
Andrew Vidler (Non-Executive Director) -	resigned 15 September 2025
Zack Bozinovski (Executive Director and joint Chief Executive Officer/Managing Director) -	resigned 21 October 2025
Vivienne Zhang (Executive Director) -	resigned 26 November 2025
Ruari McGirr (Non-Executive Director) -	resigned 27 November 2025
Hilton Wood (Non-Executive Director) -	appointed 12 June 2026

Principal activities

During the financial year the principal continuing activities of the consolidated entity consisted of:

- Marketing and selling a portfolio of premium branded products for the health and wellness market.

Dividends

There were no dividends paid, recommended or declared during the current or previous financial year.

Review of operations

The loss for the consolidated entity after providing for income tax amounted to $4.548 million (30 June 2025: $15.604 million).

Financial performance

FY26 represented a year of significant operational and strategic transition for Wellnex Life, with the Company focused on improving operating efficiency, strengthening cash generation and positioning the business on a more sustainable financial footing.

Revenue for the year increased 5.1% to $24.838 million compared with $23.625 million in FY 25. Gross margin for the year was 30.24%, broadly in line with the prior year.

More significantly, the Company's financial performance improved materially during the period. The statutory net loss reduced by 70.8% to $4.549 million compared with a net loss of $15.604 million in FY25.

During FY26, the Company implemented a strategic turnaround program focused on simplifying its operating structure, improving cost discipline, prioritising higher return activities and strengthening working capital management. These initiatives resulted in material reductions across the Company's operating cost base and improved cash conversion during the second half of the financial year.

The benefits of this program became increasingly evident during 2HFY26. The Company achieved positive operating cash flow in each of Q3 and Q4 FY26, with operating cash flow for 2HFY26 of approximately $0.5 million positive compared with an outflow of approximately $3.1 million in 1HFY26, representing an improvement of approximately $3.6 million half-on-half year.

The Board considers the improvement in operating cash flow and the significant reduction in losses to be important indicators of the progress achieved during FY26. The Company's focus remains on maintaining cost discipline and ensuring capital is allocated to those activities capable of generating sustainable returns for shareholders.

Business operations

Pain Away

Pain Away continued to represent a significant component of Wellnex Life's consumer healthcare operations during FY26 and maintained a strong position in Australia's topical pain relief category.

For FY26, Pain Away generated approximately $13.0 million in sales and delivered improved gross margins compared with the prior corresponding period. The brand also continued to demonstrate positive consumer and distribution momentum. Distribution was expanded during the period, including additional product ranging through Priceline and the Company's major pharmacy wholesale partners.

As part of the Board's broader strategic review, the Company subsequently commenced a process to explore the divestment of Pain Away. Subsequent to year end, on 6 August 2026, the Company entered into a binding agreement with Mentholatum Australasia Pty Ltd for the sale of the Pain Away business and associated inventory for upfront consideration of $19.8 million and additional earn-out consideration of up to $1.5 million, subject to the achievement of specified targets and shareholder approval. The transaction is subject to shareholder approval at an EGM on 8 September 2026.

The proposed transaction represents a significant step in the Company's strategic transformation and, subject to completion, is expected to enable Wellnex Life to repay debt, strengthen its balance sheet and provide greater financial flexibility to pursue opportunities across its retained operations and future growth initiatives.

IP licensing and contract manufacturing

The Company's IP licensing and contract manufacturing operations continued to represent an important component of Wellnex Life's business during FY26.

The Company's international licensing activities continued to expand, including sales into the United Kingdom and UAE. During the year, the Company continued its relationship with Haleon in relation to liquid softgel paracetamol products. On 2 April 2026, Wellnex Life announced an extension of its existing licensing and supply agreement with Haleon UK Trading Services Limited through to 16 March 2027.

The extension reflects the continuing commercial relationship between the parties and supports the Company's strategy of developing scalable licensing and contract manufacturing revenue streams in domestic and international markets.

Wagner Liquigesic

Wellnex Life continued its participation in the Wagner Liquigesic range through its partnership with Chemist Warehouse.
The range includes liquid softgel analgesic products incorporating paracetamol and ibuprofen and provides the Company with exposure to the Australian over-the-counter analgesics market.

Portfolio rationalisation

A key component of the FY26 strategic review was a more disciplined assessment of the Company's brand portfolio and the capital allocated to individual brands.

The Board determined that the Company should concentrate its financial and management resources on businesses, brands and partnerships capable of delivering sustainable commercial returns, while reducing or discontinuing investment in non-core and underperforming activities.

Consistent with this strategy, during FY26 the Company progressed the rationalisation of a number of non-core brands and operations.

The Company ceased investment in Mr Bright and commenced a process to divest the associated intellectual property.
The Company also entered into an agreement for the disposal of the Wakey Wakey and Nighty Night brands and associated inventory for cash consideration of $50,000.

The rationalisation of these activities reflects the Board's broader objective of simplifying the Company's operating structure, reducing unnecessary working capital requirements and ensuring that management resources and capital are directed towards activities with the greatest potential to generate sustainable shareholder returns.

Significant changes in the state of affairs

During the period, Wellnex Life initiated a strategic turnaround agenda, including a Board restructure reducing the number of directors from 7 to 4. The Company also formally accepted the resignation of its CEOs, Mr Zack Bozinovskiand Mr George Karafotias. Mr Ash Vesali was appointed Interim Executive Chair, overseeing both the Board and management during the transition period. On 10 March 2026 Mr Eric Jiang was appointed Interim Executive Chari, transitioning from Mr Ash Vesali. Upon appointment of suitable Chief Executive Officer and completion of the handover process Mr Jiang will transition to the role of Non-Executive Chairman.

On 2 October 2025 the Company issued 1,505,048 shares at $0.22 in lieu of corporate advisory and capital raising services.

On 2 October 2025 the Company issued 678,900 shares at $0.22 to settle the legacy convertible note liabilities.

On 2 April 2026 the Company issued 3,071,336 shares at $0.074 ($227,278) in lieu of corporate advisory and capital raising services

On 2 April 2026 the Company announced the extension of an existing licence and supply agreement for the supply of Haleon UK soft gel liquid paracetamol products until 16 March 2027.

On 23 April 2026 the Company executed a deed of extension extending the repayment date of Director loans to 21 August 2026.

Matters subsequent to the end of the financial year

On 6 August 2026 the Company announced it has entered into a formal binding agreement to sell its Pain Away brand assets and associated inventory to Mentholatum Australasia Pty Ltd for an upfront cash consideration of $19.8 million and additional earn-out consideration of up to $1.5 million, subject to the achievement of specified targets. The transaction is subject to shareholder approval, regulatory approval and customary conditions precedent. This marks a defining step in the Company's transformation by converting a flagship asset into capital which will be redeployed to repay debt, strengthen the Company's balance sheet, and support the Company's focus on its retained consumer healthcare and contract manufacturing operations as well as future growth opportunities.

The Company entered into separate agreements with its former Directors, Zack Bozinovski and George Karafotias, to extend the repayment dates of the related party loans until completion of the sale of the Pain Away assets. The extensions were obtained on 29 July 2026 and 10 August 2026, respectively.

Likely developments and expected results of operations

The Company will continue to take advantage of the opportunities of the growing health and pharmaceutical market with its unique and innovative brands and products and look to continue to grow its distribution, revenue and margins.

The Company will ensure its operational expenses are reduced and in line with a business of its size and activity to minimise or eliminate the need for third party funding.

Business risk management

The Company is committed to the effective management of risk to reduce uncertainty in the Company's business outcomes and to protect and enhance shareholder value. There are various risks that could have a material impact on the achievement of the Company's strategic objectives and future prospects.

Key risks and mitigation activities associated with the Company's objectives are set out below:

Risk as a relatively new entrant in the health and pharmaceutical market

Wellnex Life is a relatively new entrant in the health and pharmaceutical industry and, as an early stage growth company, Wellnex Life is involved in product development, profile / brand building and market penetration for its products and services (in both local and overseas markets).
These risks will in part turn upon the Company's ability to:

(a) continue to build on customer acceptance on current products in the health and wellness product group;
(b) maintain and source high quality manufacturers to produce the current and proposed products;
(c) maintain and expand distribution channels and continue to develop within Australian domestic and export markets; and
(d) have the required capital to maintain and expand operations including investing in marketing.

The Company aims to reduce this risk by ensuring continuous monitoring of all aspects of its business operations to ensure it maximises the return on its investments.

Sufficiency of funding

As is typical for a company at Wellnex Life's stage of development and growth, Wellnex Life has limited financial resources and will need to raise additional funds from time to time to finance the complete development and growth of its current portfolio. In the future it may require additional capital (debt or equity) to continue its operations and, if that occurs by way of an equity issue, there is no guarantee of the issue price at which such additional equity capital is raised and potential for dilution for existing shareholders.

The Company's ability to raise additional funds and the price at which any funds are raised, will be subject to, among other things, factors beyond the control of Wellnex Life and its Directors, including cyclical factors affecting the economy company performance and stock markets generally, in particular in Australia and the UK. The Directors can give no assurance that future funds can be raised by Wellnex Life on favourable terms, if at all.

Wellnex Life prepares forecasts to ensure it has sufficient funding sources as and when required into the future.

Manufacturing/production risks

Wellnex Life is reliant on third parties to manufacture its current products. The Company will have various contractual rights in the event of non-compliance by any contracting party.

However, no assurance can be given that all contracts will be fully performed by all contracting parties or in the case of a breach that the Company will be successful in securing compliance with the terms of each contract by the relevant counterparties to its contracts. There is also no assurance as to the financial strength of the parties to complete their obligations under the various contracts when such financial obligations fall due or the ability to secure other alternative manufacturing parties to produce the required products.

The Company seeks to mitigate its manufacturing and production risks by reviewing the ability of its third party manufacturers to meet the Company's requirements on an ongoing basis.

Logistics risk

Wellnex Life is reliant on out-sourced logistics. Accordingly, if an adverse event occurs such as a strike, poor logistics technology, increases in the price of energy, changes in transport services and the physical destruction of infrastructure (e.g. roads and railways), Wellnex Life (or its third party providers) may not be able to efficiently supply and deliver the Company's products. This may have an adverse impact on the Company's financial performance.

The Company seeks to have back up third party providers in the event that its current logistics providers are not available.

Geopolitical and global economic risks

Ongoing geopolitical tensions, global conflicts and increasing trade restrictions, tariffs and other protectionist measures continue to contribute to uncertainty in global economic and financial markets. These developments may result in supply chain disruptions, increased input and transportation costs, changes in international trade flows and broader market volatility.

The nature, extent and duration of these factors, and their potential impact on the Company's operations, financial performance and share price, remain uncertain.

The Directors continue to monitor geopolitical and global trade developments and their potential impact on the Company. Where appropriate, the Company seeks to mitigate these risks through ongoing monitoring and diversification of its supply chain and supplier base, together with active management of inventory, pricing and working capital.

Environmental regulation
The consolidated entity is not subject to any significant environmental regulation under Australian Commonwealth or State law.

Information on directors

Name:	Arash ("Ash") Vesali
Title:	Non-Executive Director
Qualifications:	Bachelor of Engineering and MBA
Experience and expertise:	Mr Vesali brings over 20 years of global experience across high volume manufacturing and top-tier consulting, supporting ASX executives and boards on strategy, governance, performance improvement and business resiliency. He has delivered operational excellence through governance reform and cost restructuring and led turnarounds with disciplined capital allocation. Additionally, he has driven growth through IP monetisation, international expansion, and global strategic partnerships.
Other current directorships:	None
Former directorships (last 3 years):	None
Interests in shares:	Nil
Interests in options:	Nil
Interests in rights:	Nil

Name:	Eric Jiang
Title:	Interim Executive Chair
Qualifications:	Bachelor of Commerce (Honours) & Bachelor of Arts
Experience and expertise:	With over 15 years' experience, Eric Jiang is an adviser to companies involved in trade between Australia and China. Eric brings a distinctive understanding of the cultural, economic and strategic context in which Australian businesses engage with China.
Other current directorships:	None
Former directorships (last 3 years):	None
Interests in shares:	42,552 fully paid ordinary shares.
Interests in rights:	Nil

Name:	Jeffrey Yeh
Title:	Non-Executive Director
Qualifications:	Bachelor and Master of Science, Bachelor of Technology
Experience and expertise:	Mr Jeffrey Yeh is an experienced all-rounded entrepreneur, with over 21 years' experience in all aspects of pharmaceutical sales, marketing, production, quality assurance, operations, logistics, finance and management.
Other current directorships:	None
Former directorships (last 3 years):	None
Interests in shares:	6,959,477 fully paid ordinary shares
Interests in options:	Nil
Interests in rights:	Nil

Name:	Hilton Wood
Title:	Non-Executive Director - appointed 12 June 2026
Experience and expertise:	Mr Hilton brings over 30 years banking and finance experience across institutional banking, corporate relations and international markets. After completing a Master of Management at Macquarie Graduate School of Management, Mr Hilton now consults to companies and sits on various private company boards.
Other current directorships:	Nil
Former directorships (last 3 years):	Nil
Interests in shares:	Nil

Name:	George Karafotias
Title:	Executive Director and joint Chief Executive Officer/Managing Director - resigned 14 August 2025
Qualifications:	Bachelor of Commerce
Experience and expertise:	Mr Karafotias is an accountant holding a Bachelor of Commerce degree from the University of Adelaide. He has held various roles in numerous public companies over the last 9 years and has previously provided corporate advisory services to listed and unlisted companies, focusing on restructuring and refinancing.
Other current directorships:	Nil
Former directorships (last 3 years):	Broo Limited (ASX: BEE) - resigned 6 February 2023
Interests in shares:	N/A
Interests in rights:	Nil

Name:	Zlatko (Zack) Bozinovski
Title:	Executive Director and joint Chief Executive Officer/Managing Director - resigned 21 October 2025
Qualifications:	None
Experience and expertise:	Mr Bozinovski is a highly successful and seasoned executive in the Australian retail industry with over 35 years' experience within FMCG and Pharmaceuticals companies in Australia and internationally. Mr Bozinovski co-founded Voost and has previously held senior positions at Uncle Tobys/Goodman Fielder, Pepsi Co and Sigma Pharmaceuticals.
Other current directorships:	None
Former directorships (last 3 years):	None
Interests in shares:	N/A
Interests in options:	Nil
Interests in rights:	Nil

Name:	Andrew Vidler
Title:	Non-Executive Director – resigned 15 September 2025
Experience and expertise:	Mr Vidler has comprehensive experience across retail, consumer health products and retail pharmacy. Andrew in his over 30 years' experience includes nearly 20 years with the EBOS Group (formerly FH Faulding, Mayne Group and Symbion), where across many roles he led the Terry White and Chemmart pharmacy brands and the Endeavour consumer health products business.
Other current directorships:	None
Former directorships (last 3 years):	Pacific Smiles (ASX:PSQ)
Interests in shares:	17,858 fully paid ordinary shares
Interests in options:	Nil
Interests in rights:	Nil

Name:	Yuan (Vivienne) Zhang
Title:	Executive Director - resigned 26 November 2025
Qualifications:	Masters in Commerce and Accounting & Bachelor of International Trade
Experience and expertise:	Vivienne is a CPA qualified accountant, with over 12 years' experience in senior financial management, primarily in fast moving consumer goods ("FMCG"). Vivienne's previous role was with SABCO Australia as financial controller, where she was responsible for overseeing the financial management of an AUD 100 million revenue Company.
Other current directorships:	None
Former directorships (last 3 years):	None
Special responsibilities:	Nil
Interests in shares:	Nil
Interests in options:	Nil
Interests in rights:	Nil

Name:	John Ruari Mcgirr
Title:	Non-Executive Director - resigned 27 November 2025
Qualifications:	None
Experience and expertise:	Ruari is a qualified chartered accountant and a former approved Qualified Executive under the AIM Rules for Nominated Advisers. He has been an adviser to both quoted companies on the London Financial markets and private companies for over 30 years, working at a number of financial advisory firms, including Arden Partners Plc and WH Ireland Limited's Capital Markets Division (both of which are now part of Zeus Capital). Ruari has also worked in industry in innovative businesses across the UK, Switzerland, and Singapore.
Other current directorships:	None
Former directorships (last 3 years):	None
Special responsibilities:	Nil
Interests in shares:	Nil
Interests in options:	Nil
Interests in rights:	Nil

'Other current directorships' quoted above are current directorships for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

'Former directorships (last 3 years)' quoted above are directorships held in the last 3 years for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

Company secretary
Kobe Li

Prior to his appointment as director in January 2019, Mr Li spent the previous 8 years with the Australian Securities Exchange (ASX) Listing Compliance team, as a Senior Advisor overseeing a portfolio of listed entities ensuring compliance with the ASX listing rules. During his tenure at the ASX he worked on many Initial Public Offerings (IPO's) and numerous complex corporate transactions. Kobe is a member of the Governance Institute of Australia.

Meetings of directors
The number of meetings of the Company's Board of Directors ('the Board') and of each Board committee held during the year ended 30 June 2026, and the number of meetings attended by each director were:

	Full Board		Remuneration & Nomination Committee		Audit & Risk Committee	
	Attended	Held	Attended	Held	Attend	Held
Ash Vesali	10	10	-	-	-	-
Eric Jiang	20	20	1	1	2	2
Jeffrey Yeh	20	20	2	2	2	2
George Karafotias [1]	5	5	-	-	-	-
Andrew Vidler [2]	10	10	1	1	-	-
Zack Bozinovski [3]	10	10	-	-	-	-
Vivienne Zhang [4]	11	11	-	-	-	-
Ruari McGirr [5]	11	11	-	-	-	-
HIlton Wood[6]	2	2	-	-	-	-

Held: represents the number of meetings held during the time the director held office or was a member of the relevant committee.

(1) resigned 14 August 2025
(2) resigned 15 September 2025
(3) resigned 21 October 2025
(4) resigned 26 November 2025
(5) resigned 27 November 2025
(6) appointed 12 June 2026

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

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including all directors.

The remuneration report is set out under the following main headings:
- Principles used to determine the nature and amount of remuneration
- Details of remuneration
- Service agreements
- Share-based compensation
- Additional information
- Additional disclosures relating to key management personnel

Principles used to determine the nature and amount of remuneration
The objective of the consolidated entity's executive reward framework is to ensure reward for performance is competitive and appropriate for the results delivered. The framework aligns executive reward with the achievement of strategic objectives and the creation of value for shareholders, and it is considered to conform to the market best practice for the delivery of reward. The Board of Directors ('the Board') ensures that executive reward satisfies the following key criteria for good reward governance practices:
- competitiveness and reasonableness
- acceptability to shareholders
- performance linkage / alignment of executive compensation
- transparency

The Board is responsible for determining and reviewing remuneration arrangements for its directors and executives. The performance of the consolidated entity depends on the quality of its directors and executives. The remuneration philosophy is to attract, motivate and retain high performance and high quality personnel.

The reward framework is designed to align executive reward to shareholders' interests. The Board have considered that it should seek to enhance shareholders' interests by:
- having economic profit as a core component of plan design
- focusing on sustained growth in shareholder wealth, consisting of dividends and growth in share price, and delivering constant or increasing return on assets as well as focusing the executive on key non-financial drivers of value
- attracting and retaining high calibre executives

Additionally, the reward framework should seek to enhance executives' interests by:
- rewarding capability and experience
- reflecting competitive reward for contribution to growth in shareholder wealth
- providing a clear structure for earning rewards

In accordance with best practice corporate governance, the structure of non-executive director and executive director remuneration is separate.

Non-executive directors' remuneration
Fees and payments to non-executive directors reflect the demands and responsibilities of their role. Non-executive directors' fees and payments are reviewed annually by the Board. The Board may, from time to time, receive advice from independent remuneration consultants to ensure non-executive directors' fees and payments are appropriate and in line with the market.

Non-Executive Directors may be issued with equity instruments as LTIs (long term incentives) in a manner that aligns this element of remuneration with the creation of shareholder wealth, as Directors are able to influence the generation of shareholder wealth.

ASX listing rules require the aggregate non-executive directors' remuneration be determined periodically by a general meeting. The most recent determination was at the Annual General Meeting held on 9 January 2025, where the shareholders approved a maximum annual aggregate remuneration of $450,000.

Executive remuneration
The consolidated entity aims to reward executives based on their position and responsibility, with a level and mix of remuneration which has both fixed and variable components.

The executive remuneration and reward framework has the following components:
- base pay and non-monetary benefits
- long-term incentives

The combination of these comprises the executive's total remuneration.

Fixed remuneration, consisting of base salary, superannuation and non-monetary benefits, are reviewed annually by the Board based on individual and business unit performance, the overall performance of the consolidated entity and comparable market remunerations.

Executives may receive their fixed remuneration in the form of cash or other fringe benefits (for example motor vehicle benefits) where it does not create any additional costs to the consolidated entity and provides additional value to the executive.

The long-term incentives ('LTI') include long service leave and share-based payments.

Consolidated entity performance and link to remuneration
The Board is of the opinion that improved results can be further improved by the adoption of performance based compensation.

The consolidated entity did not use a remuneration consultant during the year.

Voting and comments made at the Company's Annual General Meeting ('AGM') held on 28 October 2025
At the AGM held on 28 October 2025, 98.54% of the votes received supported the adoption of the remuneration report for the year ended 30 June 2025. The Company did not receive any specific feedback at the AGM regarding its remuneration practices.

Details of remuneration

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

Zack Bozinovski	Executive Director and joint Chief Executive/Managing Director	resigned as Executive Director on 21 October 2025, ceased as Chief Executive Officer on 20 April 2026 and continued to be engaged on a contract basis in a key management personnel capacity until 30 June 2026.
George Karafotias	Executive Director and joint Chief Executive/Managing Director	resigned as an Executive Director on 14 August 2025 and ceased as Joint Chief Executive Officer on 11 November 2025.
Vivienne Zhang	Executive Director	resigned as Executive Director on 26 November 2025 and continued as Chief Financial Officer and a member of key management personnel.
Jeffrey Yeh	Non-Executive Director	
Eric Jiang	Interim Executive Chair	Non-Executive Director; appointed Interim Executive Chair on 12 March 2026.
Andrew Vidler	Non-Executive Director	resigned 15 September 2025.
Ruari McGirr	Non-Executive Director	resigned 27 November 2025.
Ash Vesali	Non-Executive Director	appointed Non-Executive Chair on 18 September 2025; transitioned to Non-Executive Director on 12 March 2026.
Hilton Wood	Non-Executive Director	appointed 12 June 2026.
Kobe Li	Company Secretary	

	Short-term benefits		Post-employment benefits		Share-based payments	
2026	Cash salary and fees $	Annual leave $	Super-annuation $	Long service leave $	Equity-settled $	Total $
Non-Executive Directors:						
Jeffrey Yeh	50,001	-	-	-	-	50,001
Ruari McGirr	20,835	-	-	-	-	20,835
Andrew Vidler	14,423	-	-	-	-	14,423
Ash Vesali	219,620	-	-	-	-	219,620
Hilton Wood	2,083	-	-	-	-	2,083
Executive Directors:						
Zack Bozinovski	306,146	(68,157)	24,858	(27,126)	-	235,721
George Karafotias	334,826	(202,740)	11,278	(59,286)	-	84,078
Eric Jiang	189,643	-	-	-	-	189,643
Vivienne Zhang	220,000	6,626	26,400	4,143	-	257,169
Other Key Management Personnel:						
Kobe Li	194,575	-	-	-	-	194,575
	1,552,152	(264,271)	62,536	(82,269)	-	1,268,148

Refer above key management personnel table for changes in key management personnel throughout the year.

	Short-term benefits		Post-employment benefits		Share-based payments	
30 June 2025	Cash salary and fees $	Annual leave $	Super-annuation $	Long service leave $	Equity-settled $	Total $
Non-Executive Directors:						
Eric Jiang	46,746	-	-	-	-	46,746
George Tambassis **	40,000	-	-	-	-	40,000
Andrew Vidler ***	50,000	-	-	-	-	50,000
Jeffrey Yeh****	82,500	-	-	-	-	82,500
Ruari McGirr	16,010	-	-	-	-	16,010
Executive Directors:						
Zack Bozinovski	365,000	(9,014)	29,072	7,258	-	392,316
George Karafotias ****	365,000	32,059	29,072	7,418	-	433,549
Vivienne Zhang *	63,288	(4,969)	7,278	1,384	-	66,981
Other Key Management Personnel:						
Kobe Li	150,475	-	-	-	-	150,475
	1,179,019	18,076	65,422	16,060	-	1,278,577

* appointed 17 March 2025
** appointed 9 September 2024 and resigned 6 May 2025
*** resigned 15 September 2025
*** resigned 15 August 2025
**** This amount includes $33,500 for FY2024 and $50,000 for FY2025.

Service agreements
Remuneration and other terms of employment for key management personnel are formalised in service agreements. Details of these agreements are as follows:

Name:	Kobe Li
Title:	Company Secretary
Term of agreement:	No fixed term
Details:	Monthly fee of $5,000 per month for 15 hours per month ($350 per hour for additional hours)

Name:	Ash Vesali
Title:	Non-Executive Director
Term of agreement:	No fixed term
Details:	Annual remuneration of $50,000

Name:	George Karafotias
Title:	Executive Director and joint Chief Executive Officer/Managing Director
Term of agreement:	No fixed term.
Details:	Annual remuneration of $365,000 plus statutory superannuation, 3 month notice period with no specific termination payment provided for.

Name:	Zack Bozinovski
Title:	Executive Director and joint Chief Executive Officer/Managing Director
Term of agreement:	No fixed term
Details:	Annual remuneration of $365,000 plus superannuation, 6 month notice period with no specific termination payment provided for. Consulting services have been renewed following end of financial year to $10,000 per month plus GST.

Name:	Eric Jiang
Title:	Executive Chair
Term of agreement:	No fixed term
Details:	Annual remuneration of $80,000 - Interim Executive Chair Annual remuneration $392,000 plus GST - Chief Executive Officer

Name:	Vivienne Zhang
Title:	Executive Director
Term of agreement:	No fixed term
Details:	Annual remuneration of $220,000 plus statutory superannuation, 3 month notice period with no specific termination payment provided for.

Name:	Jeffrey Yeh
Title:	Non-Executive Director
Term of agreement:	No fixed term
Details:	Annual remuneration of $50,000.

Name:	Ruari McGirr
Title:	Non-Executive Director
Term of agreement:	No fixed term
Details:	Annual remuneration of $50,000.

Name:	Hilton Wood
Title:	Non-Executive Director
Term of agreement:	No fixed term
Details:	Annual remuneration of $50,000

Name:	Andrew Vidler
Title:	Non-Executive Director
Term of agreement:	No fixed term
Details:	Annual remuneration of $50,000

Key management personnel have no entitlement to termination payments in the event of removal for misconduct.

Share-based compensation

Issue of shares
There were no shares issued to directors and other key management personnel as part of compensation during the year ended 30 June 2026.

Options and Performance rights

There were no options or performance rights over ordinary shares issued to directors and other key management personnel as part of compensation that were outstanding as at 30 June 2026.

There were no options or performance rights over ordinary shares granted to or vested by directors and other key management personnel as part of compensation during the year ended 30 June 2026.

Additional information
The earnings of the consolidated entity for the five years to 30 June 2026 are summarised below:

	2026 $'000	2025 $'000	2024 $'000	2023 $'000	2022 $'000
Revenue and other income	24,838	23,625	16,828	27,892	18,793
Net loss	(4,549)	(15,604)	(13,739)	(13,846)	(7,449)

The factors that are considered to affect total shareholders return ('TSR') are summarised below:

	2026	2025	2024	2023	2022
Share price at financial year end ($) **	0.05	0.26	0.02	0.05	0.06

* The Company's shares were placed into ASX suspension on 2 October 2019 and remained in suspension on 30 June 2020 and 30 June 2021. The shares were reinstated to ASX official quotation on 14 July 2021. The Company's share price was 12 cents at the end of the first day of trading after the shares were reinstated to quotation.
** The Company's securities were consolidated during the financial year on the basis of 50 (fifty) Shares into 1 (one) Share.

Additional disclosures relating to key management personnel

Shareholding
The number of shares in the Company held during the financial year by each director and other members of key management personnel of the consolidated entity, including their personally related parties, is set out below:

	Balance at the start of the year	Additions	Other changes *	Balance at the end of the year
Ordinary shares				
Ash Vesali	-	-	-	-
Ruari McGirr	-	-	-	-
Eric Jiang	42,552	-	-	42,552
Kobe Li	20,000	-	-	20,000
George Karafotias	149,825	-	(149,825)	-
Zlatko Bozinovski	741,285	-	(741,285)	-
Andrew Vidler	17,858	-	(17,858)	-
Jeffrey Yeh	6,959,487	-	-	6,959,487
	7,931,007	-	(908,968)	7,022,039

* Other changes during the financial year represent the removal of shareholdings from the disclosure following the relevant individual's resignation or cessation as Director/key management personnel.

Performance rights
There were no outstanding performance rights as at 30 June 2026 and 30 June 2025.

Other transactions with key management personnel and their related parties
During the previous financial year, the Company received loans from Director George Karafotias amounting to $738,000 and Director Zack Bozinovski amounting to $1,775,000. The loans have a coupon rate of 10% per annum. The loans and associated interest are immediately payable on the resignation or termination of the employment of the relevant party, the repayment was extended to 21 August 2026. Upon execution of the deed of extension the Company agreed to pay each individual a finance charge of $75,000 in consideration for the extension, which was capitalised into the principal balance of the respective loans.

On 25 June 2026, as part of the Company's strategic review, the Company entered into an Asset Sale Agreement with a related party of Zack Bozinovski for the disposal of the Wakey Wakey and Nighty Night brand and associated inventory assets for cash consideration of $50,000. As at 30 June 2026, $10,000 was received in cash with the remainder recorded as a receivable due to the Company.

Zack Bozinovski is a director and/or controlling shareholder of various entities from which the Company obtained the following services;
- Consulting services $45,500
- 3PL Logistics $4,169
- Office lease $69,179

The following balances are payable at the reporting date in relation to transactions with related parties;

Zack Bozinovski and their related parties	29,945
Eric Jiang	129,800
Ash Vesali	39,440
Jeffrey Yeh	8,334
Ruari McGirr	4,167
Hilton Wood	2,083
	213,769

	Opening balance - 1 July 2025	Interest accrued during the year	Additional loans/(repayments) made during the year	Extension Fee	Closing Balance -30 June 2026
Loan - George Karafotias	760,108	106,949	(25,544)	75,000	916,513
Loan - Zack Bozinovski	2,096,239	214,456	(240,000)	75,000	2,145,695
	2,856,347	321,405	(265,544)	150,000	3,062,208

Refer to note 17 for disclosure pertaining to related party transactions.

This concludes the remuneration report, which has been audited.

Shares under option
Unissued ordinary shares of Wellnex Life Limited under option at the date of this report are as follows:

Grant date	Expiry date	Exercise price	Number under option
7 February 2025	7 February 2027	$2.500	820,000
27 February 2026	27 February 2029	$0.650	1,732,283
			2,552,283

No person entitled to exercise the options had or has any right by virtue of the option to participate in any share issue of the Company or of any other body corporate.

Shares under performance rights
There were no unissued ordinary shares of Wellnex Life Limited under performance rights outstanding at the date of this report.

Shares issued on the exercise of options
There were no ordinary shares of Wellnex Life Limited issued on the exercise of options during the year ended 30 June 2026 and up to the date of this report.

Shares issued on the exercise of performance rights
There were no ordinary shares of Wellnex Life Limited issued on the exercise of performance rights during the year ended 30 June 2026 and up to the date of this report.

Indemnity and insurance of officers
The Company has indemnified the directors and executives of the Company for costs incurred, in their capacity as a director or executive, for which they may be held personally liable, except where there is a lack of good faith.

During the financial year, the Company paid a premium in respect of a contract to insure the directors and executives of the Company against a liability to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium.

Indemnity and insurance of auditor

The Company has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the Company or any related entity against a liability incurred by the auditor.

During the financial year, the Company has not paid a premium in respect of a contract to insure the auditor of the Company or any related entity.

Proceedings on behalf of the Company

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

Non-audit services

The Board is responsible for the maintenance of audit independence. Specifically, the Risk Charter ensures the independence of the auditor is maintained by:

- limiting the scope and nature of non-audit services that may be provided; and
- requiring that permitted non-audit services must be pre-approved by the Board.

During the year William Buck, the consolidated entity's auditor, has performed certain other services in addition to the audit and review of the financial statements. The Board has considered the non-audit services provided during the year by the auditor and in accordance with the advice provided by the Board, is satisfied that the provision of those non-audit services during the year by the auditor is compatible with, and did not compromise, the auditor independence requirements of the *Corporations Act 2001* for the following reasons:

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

Details of the amounts paid to the auditor of the consolidated entity, William Buck, for audit and non-audit services provided during the year are set out in note 15.

Rounding of amounts

The Company is of a kind referred to in Corporations Instrument 2026/183, issued by the Australian Securities and Investments Commission, relating to 'rounding-off'. Amounts in this report have been rounded off in accordance with that Corporations Instrument to the nearest thousand dollars, or in certain cases, the nearest dollar.

Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out immediately after this directors' report.

This report is made in accordance with a resolution of directors, pursuant to section 298(2)(a) of the Corporations Act 2001.

On behalf of the directors

____
Eric Jiang
Interim Executive Chair

31 August 2026
Melbourne

William Buck
ACCOUNTANTS & ADVISORS

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

To the directors of Wellnex Life Limited

As lead auditor for the audit of the financial report of Wellnex Life Limited for the year ended 30 June 2026, I declare that, to the best of my knowledge and belief, there have been:

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

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

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

William Buck

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

N. S. Benbow
Director
Melbourne, 31 August 2026

Wellnex Life Limited
Statement of profit or loss and other comprehensive income
For the year ended 30 June 2026

	Note	Consolidated 30 June 2026 $'000	Consolidated 30 June 2025 $'000
Revenue from sale of goods	5	24,838	23,625
Other income		52	202
Gain/(Loss) on extinguishment of convertible notes		204	(61)
Expenses			
Raw materials and consumables used		(17,346)	(16,746)
Administrative and corporate expenses		(1,912)	(3,179)
Share based payments expense		(511)	(4,189)
Employee benefits expense		(2,580)	(4,009)
Selling, marketing and distribution expenses		(2,598)	(2,738)
Depreciation and amortisation expense		(1,617)	(1,379)
Impairment of inventory		(319)	(1,482)
Impairment Pain Away brand asset	9	(833)	-
Transaction costs of the Pain Away acquisition		-	(507)
Transaction and due diligence costs		(387)	(701)
Payment for restructuring Pain Away deferred consideration		-	(1,813)
Finance costs		(1,540)	(2,627)
Loss before income tax expense		(4,549)	(15,604)
Income tax expense		-	-
Loss after income tax expense for the year attributable to the owners of Wellnex Life Limited		(4,549)	(15,604)
Other comprehensive income for the year, net of tax		-	-
Total comprehensive loss for the year attributable to the owners of Wellnex Life Limited		(4,549)	(15,604)
		Cents	**Cents**
Basic loss per share	22	(14.38)	(53.33)
Diluted loss per share	22	(14.38)	(53.33)

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

Wellnex Life Limited
Statement of financial position
As at 30 June 2026

	Note	Consolidated 30 June 2026 $'000	Consolidated 30 June 2025 $'000
Assets			
Current assets			
Cash and cash equivalents		862	497
Trade and other receivables	6	2,479	2,593
Inventories	7	367	4,043
Prepayments and other current assets		438	1,257
Assets classified as held for sale	8	19,602	-
Total current assets		23,748	8,390
Non-current assets			
Property, plant and equipment		-	10
Intangibles	9	35	19,724
Total non-current assets		35	19,734
Total assets		23,783	28,124
Liabilities			
Current liabilities			
Trade and other payables	10	6,192	10,228
Contract liability		209	370
Borrowings	11	9,757	5,708
Employee benefit provisions		117	457
Total current liabilities		16,275	16,763
Non-current liabilities			
Employee benefit provisions		55	112
Total non-current liabilities		55	112
Total liabilities		16,330	16,875
Net assets		7,453	11,249
Equity			
Issued capital	12	152,109	151,447
Reserves		4	776
Accumulated losses		(144,660)	(140,974)
Total equity		7,453	11,249

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

Wellnex Life Limited
Statement of changes in equity
For the year ended 30 June 2026

Consolidated	Issued capital $'000	Share-based payment reserve $'000	Convertible loan reserve $'000	Accumulated losses $'000	Total equity $'000
Balance at 1 July 2024	130,557	1,977	108	(126,582)	6,060
Loss after income tax expense for the year	-	-	-	(15,604)	(15,604)
Other comprehensive income for the year, net of tax	-	-	-	-	-
Total comprehensive loss for the year	-	-	-	(15,604)	(15,604)
Transactions with owners in their capacity as owners:					
Contributions of equity, net of transaction costs (note 12)	20,890	-	-	-	20,890
Expiry of options	-	(1,201)	-	1,104	(97)
Derecognition of reserve upon extinguishment of convertible loans (refer to Note 10)	-	-	(108)	108	-
Balance at 30 June 2025	151,447	776	-	(140,974)	11,249

Consolidated	Issued capital $'000	Share-based payment reserve $'000	Convertible loan reserve $'000	Accumulated losses $'000	Total equity $'000
Balance at 1 July 2025	151,447	776	-	(140,974)	11,249
Loss after income tax expense for the year	-	-	-	(4,549)	(4,549)
Other comprehensive income for the year, net of tax	-	-	-	-	-
Total comprehensive loss for the year	-	-	-	(4,549)	(4,549)
Transactions with owners in their capacity as owners:					
Contributions of equity, net of transaction costs (note 12)	662	-	-	-	662
Vesting charge for share-based payments	-	91	-	-	91
Expiry of options	-	(863)	-	863	-
Balance at 30 June 2026	152,109	4	-	(144,660)	7,453

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

Wellnex Life Limited
Statement of cash flows
For the year ended 30 June 2026

	Note	Consolidated 30 June 2026 $'000	Consolidated 30 June 2025 $'000
Cash flows from operating activities			
Receipts from customers (inclusive of GST)		22,173	22,185
Payments to suppliers and employees (inclusive of GST)		(23,669)	(23,913)
Interest and other finance costs paid		(1,067)	(228)
Net cash used in operating activities	21	(2,563)	(1,956)
Cash flows from investing activities			
Payments for Pain Away deferred consideration		-	(6,950)
Proceeds from divestment of brand asset and inventory to related party	17	10	-
Net cash from/(used in) investing activities		10	(6,950)
Cash flows from financing activities			
Proceeds from issue of shares	12	-	15,900
Transaction costs for capital raising and issuance of shares *		(1,140)	(3,679)
Proceeds from trade debtor finance facility		13,073	16,791
Repayment of trade debtor finance facility		(14,078)	(20,472)
Proceeds from external borrowings		5,395	-
Repayment of external borrowings		(24)	-
Proceeds from related party loans		-	120
Repayments of related party loans		-	(108)
Payments for transaction costs - external borrowings		(247)	-
Repayment of convertible note liability		(61)	-
Repayment of lease liabilities		-	(52)
Net cash from financing activities		2,918	8,500
Net increase/(decrease) in cash and cash equivalents		365	(406)
Cash and cash equivalents at the beginning of the financial year		497	903
Cash and cash equivalents at the end of the financial year		862	497

* Relates to cash outflows for transaction costs previously accrued in connection with the capital raising activities undertaken on the ASX and LSE AIM market in prior periods.

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

Note 1. General information

The Annual financial report cover Wellnex Life Limited as a consolidated entity consisting of Wellnex Life Limited and the entities it controlled at the end of, or during, the year. The Annual financial report is presented in Australian dollars, which is Wellnex Life Limited's functional and presentation currency.

Wellnex Life Limited is a listed public company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is:

Building 2, Level 3, Suite 72,
574 Plummer Street
Port Melbourne VIC 3207

The Annual financial report were authorised for issue, in accordance with a resolution of directors, on 31 August 2026. The directors have the power to amend and reissue the Annual financial report.

Note 2. Material accounting policy information

Basis of preparation

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

Historical cost convention
The financial statements have been prepared under the historical cost convention, unless otherwise noted.

Critical accounting estimates
The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the consolidated entity's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in note 3.

Parent entity information

In accordance with the Corporations Act 2001, these financial statements present the results of the consolidated entity only. Supplementary information about the parent entity is disclosed in note 18.

Principles of consolidation

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Wellnex Life Limited ('Company' or 'parent entity') as at 30 June 2026 and the results of all subsidiaries for the year then ended. Wellnex Life Limited and its subsidiaries together are referred to in these financial statements as the 'consolidated entity'.

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

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

Note 2. Material accounting policy information (continued)

Revenue recognition
The consolidated entity recognises revenue as follows:

Sale of goods
Revenue from the sale of goods is recognised at the point in time when the customer obtains control of the goods, which is generally at the time of delivery and is net of any contracted rebates or discounts that are contracted with the retailer or wholesaler.

Discretionary rebates or discounts that are not part of any contact are treated as marketing expense with the revenue recognised on the invoice issued to the respective retailer or wholesaler. Discounts, or rebates offered by customers directly linked to the sale of goods are represented net of revenues.

Non-current assets or disposal groups classified as held for sale
Non-current assets and assets of disposal groups are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continued use. They are measured at the lower of their carrying amount and fair value less costs of disposal. For non-current assets or assets of disposal groups to be classified as held for sale, they must be available for immediate sale in their present condition and their sale must be highly probable.

An impairment loss is recognised for any initial or subsequent write down of the non-current assets and assets of disposal groups to fair value less costs of disposal. A gain is recognised for any subsequent increases in fair value less costs of disposal of non-current assets and assets of disposal groups, but not in excess of any cumulative impairment loss previously recognised.

Non-current assets are not depreciated or amortised while they are classified as held for sale. Interest and other expenses attributable to the liabilities of assets held for sale continue to be recognised.

Non-current assets classified as held for sale and the assets of disposal groups classified as held for sale are presented separately on the face of the statement of financial position, in current assets. The liabilities of disposal groups classified as held for sale are presented separately on the face of the statement of financial position, in current liabilities.

Intangible assets

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

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

Where there is an unconditional right to defer settlement of the liability for at least 12 months after the reporting date, the loans or borrowings are classified as non-current.

The component of the convertible notes that exhibits characteristics of a liability is recognised as a liability in the statement of financial position, net of transaction costs.

On the issue of the convertible notes the fair value of the liability component is determined using a market rate for an equivalent non-convertible bond and this amount is carried as a non-current liability on the amortised cost basis until extinguished on conversion or redemption. The increase in the liability due to the passage of time is recognised as a finance cost. The remainder of the proceeds are allocated to the conversion option that is recognised and included in shareholders equity as a convertible note reserve, net of transaction costs. The carrying amount of the conversion option is not remeasured in the subsequent years. The corresponding interest on convertible notes is expensed to profit or loss.

Note 2. Material accounting policy information (continued)

The component of the convertible notes that exhibits characteristics of a liability is recognised as a liability in the statement of financial position, net of transaction costs.

Note 3. Critical accounting judgements, estimates and assumptions

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

Revenue from contracts with customers involving sale of goods
When recognising revenue in relation to the sale of goods to customers, the key performance obligation of the consolidated entity is considered to be the point of delivery of the goods to the customer, as this is deemed to be the time that the customer obtains control of the promised goods and therefore the benefits of unimpeded access.

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

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

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

Divestment Pain Away brand asset
The Pain Away products were primarily sold by BSPS Pty Ltd within the Australian consumer and health products retail market. As the consolidated entity continues to sell products within this product group, the Directors consider that the Pain Away brand does not represent a separate major line of business for the purposes of AASB 5 Non-current Assets Held for Sale and Discontinued Operations. Accordingly, its divestment has not been classified as a discontinued operation. In forming this view, the Directors exercised judgement as aforementioned and also by considering the scale and contribution of the Pain Away brand to the consolidated entity's overall results.

With respect to the Pain Away brand divestments, at 30 June 2026 the consolidated entity determined that these assets met the criteria to be classified as held for sale in accordance with AASB5 Non-current Assets Held for Sale and Discontinued Operations, as the assets were available for immediate sale in their present condition, the sales were considered highly probable and completion was expected within 12 months of the reporting date.

Recovery of deferred tax assets
Deferred tax assets are recognised for deductible temporary differences and/or tax losses only if the consolidated entity considers it is probable that future taxable amounts will be available to utilise those temporary differences and losses. No deferred tax assets were recognised as at 30 June 2026.

Note 3. Critical accounting judgements, estimates and assumptions (continued)

Going concern
The financial report has been prepared on a going concern basis, which contemplates continuity of normal business activities and realisation of assets and liabilities in the ordinary course of business. The going concern of the consolidated entity is dependent upon it maintaining sufficient funds for its operations and commitments.

The consolidated entity made a loss after tax of $ 4.549 million during the year ended 30 June 2026, incurred net operating cash outflows of $2.563 million.

These factors indicate a material uncertainty which may cast significant doubt as to whether the consolidated entity will continue as a going concern and therefore whether it will realise its assets and extinguish its liabilities in the normal course of business and at the amounts stated in the financial report.

Notwithstanding these results, the accounts have been prepared on the basis that the consolidated entity will continue its business activities (and that, therefore, the consolidated entity is a going concern) for the following reasons:

- As announced on 6 August 2026, the consolidated entity entered into a binding agreement with Mentholatum Australasia Pty Ltd for the sale of the Pain Away brand and associated inventory for upfront consideration of $19.8 million, together with earn-out consideration of up to $1.5 million, subject to the achievement of specified targets under the agreement. The transaction is subject to shareholder approval, regulatory approval and customary conditions precedent. Upon completion of the transaction, the proceeds are expected to be applied towards the repayment of all borrowings, including loans from former Directors of the consolidated entity, which would strengthen the consolidated entity's overall financial position.
- The Company entered into separate agreements with its former Directors, Zack Bozinovski and George Karafotias, to extend the repayment dates of the related party loans until completion of the sale of Pain Away assets. The extensions were obtained on 29 July and 10 August, respectively.
- The consolidated entity continues to actively pursue and expand its contract manufacturing operations, including its international customer base. This is supported by ongoing relationships with key customers and, as announced on 2 April 2026, the extension of the consolidated entity's wholly owned subsidiary of its existing licensing and supply agreement with Haleon UK Trading Services Ltd to 16 March 2027.
- The consolidated entity has commenced a targeted cost reduction programme aligned with its revised business strategy and operating structure, with the objective of reducing the consolidated entity's ongoing cost base and preserving liquidity.
- The consolidated entity maintains established relationships with existing financiers and considers that it has the ability to seek additional debt facilities, if required, subject to customary negotiations, credit approvals and agreement of commercial terms.
- The consolidated entity also maintains relationships with Australian and UK brokers through which it may seek to raise additional equity capital, if required, subject to prevailing market conditions and agreement of appropriate terms.

In the event that the consolidated entity is unable to achieve the outcomes noted above and not be able to continue as a going concern, it may be required to realise its assets at amounts different to those currently recognised, settle liabilities other than in the ordinary course of business and make provisions for other costs which may arise as a result of cessation or curtailment of normal business operations.

Note 4. Operating segments

During the year, the consolidated entity continued to undertake its principal activities of marketing and selling a portfolio of premium branded products within the health and wellness market, primarily in the Oceania region. The consolidated entity's operations are managed as an integrated business, with resources allocated and financial performance monitored on a consolidated basis. The chief operating decision maker regularly reviews the consolidated entity's financial and operating results, rather than discrete financial information for individual brands, products or geographic markets, for the purposes of assessing performance and making resource allocation decisions.

Accordingly, the consolidated entity has determined that it has a single operating segment.

Note 5. Revenue

	Consolidated 30 June 2026 $'000	 30 June 2025 $'000
Revenue from sale of goods - recognised at a point in time	24,838	23,625

During the financial year, the consolidated entity generated more than 10% of its revenue from three individual customers, with total sales to these customers amounting to $13,910,000 (30 June 2025: $13,730,000). Apart from these, no other customer individually accounted for more than 10% of the consolidated entity's revenue.

	Consolidated 30 June 2026 $'000	 30 June 2025 $'000
Geographical regions		
Australia	21,839	21,877
United Kingdom (export sales)	1,629	1,473
New Zealand	101	275
UAE (export sales)	1,269	-
	24,838	23,625

Note 6. Current assets - trade and other receivables

	Consolidated 30 June 2026 $'000	 30 June 2025 $'000
Current Asset		
Trade receivables	2,518	2,685
Less provision	(39)	(92)
	2,479	2,593

Allowance for expected credit losses
The ageing of trade receivables and allowance for expected credit losses provided for above are as follows:

	Expected credit loss rate		Carrying amount		Allowance for expected credit losses	
Consolidated	30 June 2026 %	30 June 2025 %	30 June 2026 $'000	30 June 2025 $'000	30 June 2026 $'000	30 June 2025 $'000
Not overdue	-	-	2,140	2,392	-	-
30 to 60 days overdue	-	-	273	95	-	-
60 to 90 days overdue	-	-	66	15	-	-
90 days overdue	100%	50%	39	183	39	92
			2,518	2,685	39	92

Note 7. Current assets - inventories

	Consolidated	
	30 June 2026 $'000	30 June 2025 $'000
Finished goods - at cost	829	6,039
Less: Provision for obsolescence	(462)	(1,996)
	367	4,043

Note 8. Current assets - Assets classified as held for sale

During the financial year, the consolidated entity commenced a process to divest its Pain Away assets, following a strategic review of the consolidated entity's operations.

Following this process, on 30 June 2026, the consolidated entity received a signed non-binding offer from Mentholatum Australasia Pty Ltd for the sale of the Pain Away brand assets and associated inventory. Subsequent to 30 June 2026, the consolidated entity finalised a binding agreement with Mentholatum Australasia Pty Ltd for the sale of these assets. Refer to note 20 for further details.

As at 30 June 2026, the consolidated entity determined that these assets met the criteria to be classified as held for sale in accordance with AASB 5 *Non-current Assets Held for Sale and Discontinued Operations*, as the assets were available for immediate sale in their present condition, the sale was considered highly probable and completion was expected within 12 months of the reporting date.

Prior to classification as held for sale, the consolidated entity assessed the carrying amount of the Pain Away brand asset in accordance with AASB 136 *Impairment of Assets*. Based on this assessment, an impairment loss of $834,000 was recognised against the brand asset to reduce its carrying amount to its fair value less costs to sell – refer to note 9 for further details of the impairment charge recorded. Refer note 20 and note 9 for further details.

The carrying amounts of the assets classified as held for sale at 30 June 2026 are set out below:

	Consolidated	
	30 June 2026 $'000	30 June 2025 $'000
Pain Away - brand asset	17,799	-
Inventory	1,803	-
Assets classified as held for sale	19,602	-

Note 9. Non-current assets - intangibles

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

Consolidated	Patents & trademarks $'000	Brands $'000	Total $'000
Balance at 1 July 2024	46	20,789	20,835
Amortisation expense	(43)	(1,068)	(1,111)
Balance at 30 June 2025	3	19,721	19,724
Amortisation expense	(3)	(1,053)	(1,056)
Impairment of assets	-	(834)	(834)
Classified as held for sale (note 8)	-	(17,799)	(17,799)
Balance at 30 June 2026	-	35	35

In accordance with AASB 136 *Impairment of Assets*, the consolidated entity assesses at each reporting date whether there is any indication that an asset or cash-generating unit may be impaired. Following receipt of a non-binding final offer from Mentholatum Australasia Pty Ltd ("Mentholatum") on 30 June 2026 for the acquisition of the Pain Away brand asset and related inventory ("offer"), the consolidated entity identified an indicator of impairment in respect of the Pain Away brand asset.

Accordingly, the consolidated entity performed an impairment assessment based on fair value less costs of disposal (FVLCD), having regard to the following:
- the upfront consideration of $19,800,000 under the Mentholatum offer
- the carrying value of Pain Away inventory, net of provisions, of $1,803,000 as at 30 June 2026;
- estimated costs of disposal of 1%, based on transaction costs incurred in comparable transactions; and

the pre-impairment net book value of the Pain Away brand asset of $18,633,000 as at 30 June 2026.

This assessment resulted in the recognition of an impairment loss of $834,000 in respect of the Pain Away brand asset. The impairment loss was recognised prior to the classification of the Pain Away brand asset as held for sale. Further information regarding the carrying value and composition of assets classified as held for sale at 30 June 2026 is provided in note 8.

Note 10. Current liabilities - trade and other payables

	Consolidated	
	30 June 2026 $'000	**30 June 2025 $'000**
Trade payables	5,273	6,767
Accruals	277	968
Payables to related parties (note 18)	214	1,651
Wages and superannuation payable	214	463
Amounts payable to Australian Taxation Office	185	343
Other payables	29	36
	6,192	10,228

Note 11. Current liabilities - borrowings

	Consolidated	
	30 June 2026 $'000	30 June 2025 $'000
Trade and debtor financing	1,345	2,350
Loan other	46	-
Convertible notes payable (net of deferred borrowing costs)	-	502
Related party borrowings	3,062	2,856
Loans - Reach		-
Loan - Reach Facility	5,325	-
Prepaid borrowing costs	(95)	-
Accrued interest	73	-
	9,757	5,708

Loan Reach Facility

During the year, the Company entered into Asset Based Loan Agreements for a total facility limit of $5,325,000 with an external financier. As at 30 June 2026, $5,325,000 was drawn down under these facilities. The loans are secured against the assets of the Company and are repayable 24 months following the first advance, bear interest payable of 14% on the funds advanced and a 3% loan establishment fee.

Although there has been no breach of the loan or its covenants, the facility is secured against the consolidated entity's assets and will become repayable upon completion of the divestment of the Pain Away brand asset. Management intends to apply a portion of the divestment proceeds towards settlement of the facility. Accordingly, the outstanding balance of the facility has been classified as a current liability as at 30 June 2026 .

Related party borrowings

The loans are unsecured and carry interest at a rate of 10% per annum. During the financial year, the repayment date of the loans was extended to 21 August 2026. In consideration for the extension, the Company agreed to pay each individual a finance charge of $75,000, which was capitalised into the principal balance of the respective loans.

The loans do not contain any equity conversion features and are on terms that the Directors consider to be no more favourable to the related parties than those available on an arm's-length basis.

Trade and debtor financing

- total value of financing facility: $3,800,000 (reduced from $5,300,000 on 1 August 2025)
- amount drawn down as at 30 June 2026: $1,345,000 (30 June 2025 $2,350,000)
- interest rate: Bank Bill Swap Bid Rate (BBSY) plus 4%
- this financing facility is secured by general and specific security deeds over all of the Company's assets and has first ranking over the consolidated entity's inventory and receivables.

Note 12. Equity - issued capital

	Consolidated			
	30 June 2026 Shares	30 June 2025 Shares	30 June 2026 $'000	30 June 2025 $'000
Ordinary shares - fully paid	73,026,812	67,771,528	152,109	151,447

Note 12. Equity - issued capital (continued)

Movements in ordinary share capital

Details	Date	Shares	Issue price	$'000
Balance	1 July 2024	1,289,554,351		130,557
Issue of ordinary shares to settle employee agreements	1 July 2024	435,438	$0.025	11
Issue of ordinary shares - Issued for corporate advisory services	19 July 2024	12,500,000	$0.028	350
Issue of ordinary shares	7 August 2024	99,392,863	$0.028	2,783
Consolidation of shares 50:1		(1,373,843,902)	$0.000	-
Issue of ordinary shares	19 November 2024	357,142	$1.400	500
Issue of ordinary shares	27 December 2024	321,429	$1.400	450
Issue of Ordinary Shares - Issued for Corporate Advisory Services	19 November 2024	1,600,000	$0.610	976
Issue of shares for placement	5 February 25	1,111,111	$0.680	756
Fees paid in shares	5 February 25	100,000	$0.650	65
Reach fees	7 February 25	1,500,000	$0.800	1,200
Settlement of liabilities	7 February 25	871,429	$0.800	697
Rights issue	5 March 25	3,371,073	$0.650	2,191
Pain Away deferred consideration	14 March 25	480,770	$0.650	313
Issue of ordinary shares	30 December 2024	200,000	$1.400	280
Shortfall rights issue	21 March 25	16,429,627	$0.650	10,679
Convertible notes conversion	21 March 25	3,369,231	$0.650	2,190
Shares to corporate advisors	21 March 25	7,642,825	$0.650	4,968
Shares issued in lieu of interest charges on convertible notes	21 March 25	840,546	$0.650	546
Pain Away Deferred Consideration	25 March 25	403,226	$0.650	262
UK Shortall offer	31 March 25	488,216	$0.650	317
Settlement of liabilities	20 May 2025	646,153	$0.650	420
Capital raising costs		-	$0.000	(9,037)
Balance	30 June 2025	67,771,528		151,474
Issue of ordinary shares - Issued for Corporate Advisory Services	3 October 2025	1,505,048	$0.220	331
Issue of ordinary shares*	3 October 2025	678,900	$0.220	149
Issue of ordinary shares - Issued for Corporate Advisory Services	2 April 2026	3,071,336	$0.074	227
Capital Raising costs**		-	$0.000	(45)
Balance	30 June 2026	73,026,812		152,136

* Convertible note liabilities which were recorded in the 30 June 2025 financial statements were settled during the period through the issue of ordinary shares following renegotiated terms, The resulting difference between the carrying amount and the fair value of shares issued was recognised as a gain on extinguishment in profit and loss.

** Relates to costs incurred and capitalised in connection with capital raisings completed during FY2025.

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.

Note 13. Financial instruments

Financial risk management objectives

The consolidated entity's activities expose it to a variety of financial risks: market risk (including price risk and interest rate risk), credit risk and liquidity risk. The consolidated entity's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the consolidated entity.

Risk management is carried out by senior finance executives ('finance') under policies approved by the Board of Directors ('the Board'). These policies include identification and analysis of the risk exposure of the consolidated entity and appropriate procedures, controls and risk limits.

Market risk

Price risk

The consolidated entity does not currently face material price risk as it does not trade in products, nor hold investments, which are expected to be exposed to material price fluctuations.

Interest rate risk

As at reporting date the Consolidated Entity has a trade finance facility which is subject to material interest rate risk arising from borrowings. If the interest rate of on the trade finance facility varied by 5% it would not have a material impact on the consolidated entity. The cash holding of the Consolidated Entity is highly liquid and short-term in nature and has no material fair value risk to changes in interest rates.

Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the consolidated entity. The consolidated entity has a strict code of credit, including obtaining agency credit information, confirming references and setting appropriate credit limits. The consolidated entity obtains guarantees where appropriate to mitigate credit risk. The maximum exposure to credit risk at the reporting date to recognised financial assets is the carrying amount, net of any provisions for impairment of those assets, as disclosed in the statement of financial position and notes to the financial statements. The consolidated entity does not hold any collateral.

The consolidated entity has adopted a lifetime expected loss allowance in estimating expected credit losses to trade receivables through the use of a provisions matrix using fixed rates of credit loss provisioning. These provisions are considered representative across all customers of the consolidated entity based on recent sales experience, historical collection rates and forward-looking information that is available.

The consolidated entity has a credit risk exposure with trade receivables, which as at 30 June 2026 owed the consolidated entity $2.5 million (30 June 2025: $2.6 million). This balance was within its terms of trade, an impairment of $39,000 was made in the current financial period. Management closely monitors the receivable balance on a monthly basis and is in regular contact with this customer to mitigate risk.

Generally, trade receivables are written off when there is no reasonable expectation of recovery. Indicators of this include the failure of a debtor to engage in a repayment plan, no active enforcement activity and a failure to make contractual payments for a period greater than 1 year.

Liquidity risk

Vigilant liquidity risk management requires the consolidated entity to maintain sufficient liquid assets (mainly cash and cash equivalents) and available borrowing facilities to be able to pay debts as and when they become due and payable.

The consolidated entity manages liquidity risk by maintaining adequate cash reserves and available borrowing facilities by continuously monitoring actual and forecast cash flows and matching the maturity profiles of financial assets and liabilities.

Note 13. Financial instruments (continued)

Remaining contractual maturities
The following tables detail the consolidated entity's remaining contractual maturity for its financial instrument liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the financial liabilities are required, or expected, to be paid. The tables include both interest and principal cash flows disclosed as remaining contractual maturities and therefore these totals may differ from their carrying amount in the statement of financial position.

Consolidated - 30 June 2026	Weighted average interest rate %	1 year or less $'000	Between 1 and 2 years $'000	Between 2 and 5 years $'000	Over 5 years $'000	Remaining contractual maturities $'000
Non-derivatives						
Non-interest bearing						
Trade payables	-	5,273	-	-	-	5,273
Accruals	-	277	-	-	-	277
Other payables	-	428	-	-	-	428
Related party payables	-	214	-	-	-	214
Interest-bearing - variable						
Trade debtor facility	11.16%	1,345	-	-	-	1,345
Loan other	5.00%	46	-	-	-	46
Loans from related parties	10.00%	3,062	-	-	-	3,062
Loan - Reach Facility	14.00%	5,303	-	-	-	5,303
Total non-derivatives		15,948	-	-	-	15,948

Consolidated - 30 June 2025	Weighted average interest rate %	1 year or less $'000	Between 1 and 2 years $'000	Between 2 and 5 years $'000	Over 5 years $'000	Remaining contractual maturities $'000
Non-derivatives						
Non-interest bearing						
Trade payables	-	8,678	-	-	-	8,678
Accruals	-	968	-	-	-	968
Other payables	-	842	-	-	-	842
Interest-bearing - variable						
Trade debtor facility	11.12%	2,350	-	-	-	2,350
Borrowings	-	502	-	-	-	502
Loans from related parties	10.00%	2,856	-	-	-	2,856
Total non-derivatives		16,196	-	-	-	16,196

The cash flows in the maturity analysis above are not expected to occur significantly earlier than contractually disclosed above.

Fair value of financial instruments
Unless otherwise stated, the carrying amounts of financial instruments reflect their fair value.

Note 14. Key management personnel disclosures

Compensation
The aggregate compensation made to directors and other members of key management personnel of the consolidated entity is set out below:

	Consolidated	
	30 June 2026	**30 June 2025**
	$	**$**
Short-term employee benefits	1,287,881	1,197,095
Post-employment benefits	62,536	65,422
Long-term benefits	(82,269)	16,060
	1,268,148	1,278,577

Note 15. Remuneration of auditors

During the financial year the following fees were paid or payable for services provided by William Buck, the auditor of the Company:

	Consolidated	
	30 June 2026	**30 June 2025**
	$	**$**
Audit services - William Buck		
Audit or review of the financial statements	184,385	188,200
Other services - William Buck		
Tax compliance services	8,400	62,400
	192,785	250,600

Note 16. Contingent liabilities

There were no contingent liabilities or contingent assets as at 30 June 2026.

As disclosed in the 30 June 2025 financial statements, a professional service provider had lodged a claim against the consolidated entity in respect of amounts allegedly due, which the consolidated entity had disputed and disclosed as a contingent liability. During the current year, the consolidated entity entered into a Deed of Settlement with the service provider on 27 March 2026, resolving the matter through the issuance of 3,071,336 shares on 2 April 2026 with a value of $227,000 in full and final settlement of the claims.

Note 17. Related party transactions

Key management personnel
Disclosures relating to key management personnel are set out in note 14 and the remuneration report included in the directors' report.

Note 17. Related party transactions (continued)

Transactions with related parties
The following transactions occurred with related parties:

	Consolidated	
	30 June 2026 $	30 June 2025 $
Divestment of the consolidated entity's brand asset and inventory **	50,000	-
Consulting services rendered by a related party of a Director	(23,000)	(16,000)
3PL logistics costs paid to an entity controlled by a Director	(4,169)	(317,165)
Office lease payments made to an entity controlled by a Director	(69,179)	(58,200)
Financing costs incurred on purchases from an entity controlled by a Director *	-	(1,027,967)
Interest accrued on Director loans	(251,915)	(395,347)
Finance costs incurred to renegotiate and extend loans	(150,000)	-

During the year, the consolidated entity entered into transactions with the following individuals:

(a) Zack Bozinovski served as a Director until 21 October 2025 and as an employee of the consolidated entity until 21 April 2026, following which he was engaged as a consultant in a key management personnel capacity for the remainer of the 2026 financial year.
(b) George Karafotias, who served as a Director until 15 August 2025 and employee of the consolidated entity until 11 November 2025.

The amounts disclosed above include all transaction with these individuals during the financial year, including transactions occurring after they ceased to be Directors, key management personnel or employees of the consolidated entity, as applicable.

Payable to related parties
Terms and conditions
All transactions were conducted on normal commercial terms and conditions and at market rates, apart from those marked * and **

* This transaction was approved by shareholders on 7 February 2025. The financing costs is linked to an inventory purchase of $1,486,103 in FY2024 from an entity controlled by the Director. These financing costs arose from the extension and subsequent renegotiation of payment terms, which resulted in the imposition of default interest on the outstanding purchase balance of $1,486,103.
** The transaction was not subject to shareholder approval, as the divestment of the Wakey Wakey and Nighty Night brand assets and associated inventory was consistent with the Company's stated business rationalisation objectives and was not considered material from a monetary perspective.

The following balances are payable at the reporting date in relation to transactions with related parties:

	Consolidated	
	30 June 2026 $	30 June 2025 $
Current payables:		
Loan from George Karafotias	916,513	760,108
Loan from Zack Bozinovski	2,145,695	2,096,239
Total	3,062,208	2,856,347

Note 17. Related party transactions (continued)

Zack Bozinovski and their related parties	29,945	-
Eric Jiang	129,800	72,498
Ash Vesali	39,440	-
Jeffrey Yeh	8,334	1,335,282
Ruari McGirr	4,167	16,010
Hilton Wood	2,083	-
Zack Bozinovski	-	317,338
	213,769	1,741,128

Refer to note 10 and note 11 for further information on the related party loans.

Note 18. Parent entity information

Set out below is the supplementary information about the parent entity.

Statement of profit or loss and other comprehensive income

	Parent	
	30 June 2026 $'000	**30 June 2025 $'000**
Loss after income tax	(4,549)	(15,604)
Total comprehensive loss	(4,549)	(15,604)

Statement of financial position

	Parent	
	30 June 2026 $'000	**30 June 2025 $'000**
Total current assets	23,749	8,390
Total assets	23,784	28,124
Total current liabilities	16,274	16,765
Total liabilities	16,329	16,877
Equity		
Issued capital	152,109	151,447
Share based payment reserve	4	776
Accumulated losses	(144,658)	(140,976)
Total equity	7,455	11,247

Guarantees entered into by the parent entity in relation to the debts of its subsidiaries
The parent entity had no guarantees in relation to the debts of its subsidiaries as at 30 June 2026 and 30 June 2025.

Contingent liabilities
Refer to note 16 (2025: nil)

Capital commitments - Property, plant and equipment
The parent entity had no capital commitments for property, plant and equipment as at 30 June 2026 and 30 June 2025.

Note 18. Parent entity information (continued)

Material accounting policy information
The accounting policies of the parent entity are consistent with those of the consolidated entity, as disclosed in note 2, except for the following:
- Investments in subsidiaries are accounted for at cost, less any impairment, in the parent entity.
- Investments in associates are accounted for at cost, less any impairment, in the parent entity.
- Dividends received from subsidiaries are recognised as other income by the parent entity and its receipt may be an indicator of an impairment of the investment.

Note 19. Interests in controlled entities

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiaries in accordance with the accounting policy described in note 2:

			Parent	
Name	**Principal place of business / Country of incorporation**	**Principal activities**	**Ownership interest 30 June 2026 %**	**Ownership interest 30 June 2025 %**
Wattle Health Australia Investments Pty Ltd (c)	Australia	Investment	-	100.00%
BSPS Aust Pty Ltd	Australia	Brand Solutions Australia and Pharma Solutions Australia businesses	100.00%	100.00%
BSPSPA Pty Ltd	Australia	Holds the IP and trademarks of Pain Away	100.00%	100.00%
1LH Pty Ltd (a), (c)	Australia	Medical Cannabis	-	50.00%
Cann Comm Pty Ltd (a), (b), (c)	Australia	Technology - Tele Health	-	50.00%
Wellnex Life UK Ltd (a), (b)	United Kingdom	Sales and Distribution UK	100.00%	100.00%

(a) Dormant entity with no trading activities or balances registered for the financial year. These entities held immaterial levels of trade for the financial year and had no material assets or liabilities that impacted these consolidated financial statements.
(b) Incorporated by the Company during the previous financial year.
(c) Deregistered during 2026 financial year.

Note 20. Events after the reporting period

On 6 August 2026 the Company announced it has entered into a formal binding agreement to sell its Pain Way brand assets and associated inventory to Mentholatum Australasia Pty Ltd for an upfront cash consideration of $19.8 million and additional earn-out consideration of up to $1.5 million, subject to the achievement of specified targets. The transaction is subject to shareholder approval, regulatory approval and customary conditions precedent. This marks a defining step in the Company's transformation by converting a flagship asset into capital which will be redeployed to repay debt, strengthen the Company's balance sheet, and support the Company's focus on its retained consumer healthcare and contract manufacturing operations as well as future growth opportunities.

The Company entered into separate agreements with its former Directors, Zack Bozinovski and George Karafotias, to extend the repayment dates of the related party loans until completion of the sale of the Pain Away assets. The extensions were obtained on 29 July 2026 and 10 August 2026, respectively.

No other matter or circumstance has arisen since 30 June 2026 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

Note 21. Reconciliation of loss after income tax to net cash used in operating activities

	Consolidated	
	30 June 2026 $'000	30 June 2025 $'000
Loss after income tax expense for the year	(4,549)	(15,604)
Adjustments for:		
Depreciation and amortisation	1,617	1,379
Share-based payments	511	4,189
Impairment of Pain Away brand asset	833	-
Impairment of inventory	319	1,482
Finance extension costs capitalised	150	-
Change in operating assets and liabilities:		
Decrease/(increase) in trade and other receivables	(2,665)	1,789
Decrease/(increase) in inventories	3,357	(1,028)
Decrease in prepayments	778	76
Increase/(decrease) in trade and other payables	(1,952)	5,931
Decrease in employee benefits	(962)	(170)
Net cash used in operating activities	(2,563)	(1,956)

Note 22. Loss per share

	Consolidated	
	30 June 2026 $'000	30 June 2025 $'000
Loss after income tax attributable to the owners of Wellnex Life Limited	(4,549)	(15,604)
	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	31,631,101	29,260,693
Weighted average number of ordinary shares used in calculating diluted earnings per share	31,631,101	29,260,693
	Cents	Cents
Basic loss per share	(14.38)	(53.33)
Diluted loss per share	(14.38)	(53.33)

The loss per share for the previous year has been adjusted to reflect the consolidation of capital which has taken place during the year on a 50:1 basis.

The dilutive impact of shares, options and rights has not been included in the weighted average number of ordinary shares for the purposes of calculating diluted EPS as it does not meet the requirements for inclusion in AASB 133 ‘Earnings Per Share’. The rights to these shares, options and rights are non-dilutive as the consolidated entity is loss generating.

Wellnex Life Limited
Consolidated entity disclosure statement
As at 30 June 2026

Entity name	Entity type	Place formed / Country of incorporation	Ownership interest %	Tax residency
Wellnex Life Limited	Body corporate	Australia	-	Australia
BSPS Aust Pty Ltd	Body corporate	Australia	100.00%	Australia
BSPSPA Pty Ltd	Body corporate	Australia	100.00%	Australia
Wellnex Life UK Ltd	Body corporate	United Kingdom	100.00%	United Kingdom

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.

Partnerships and Trusts
None of the entities noted above were trustees of trusts within the consolidated entity, partners in a partnership within the consolidated entity or participants in a joint venture within the consolidated entity.

Wellnex Life Limited
Directors' declaration
30 June 2026

In the directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, the Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;

- the attached financial statements and notes comply with IFRS Accounting Standards as issued by the International Accounting Standards Board as described in note 2 to the financial statements;

- the attached financial statements and notes give a true and fair view of the consolidated entity's financial position as at 30 June 2026 and of its performance for the financial year ended on that date;

- there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable; and

- the information disclosed in the attached consolidated entity disclosure statement is true and correct.

The directors have been given the declarations required by section 295A of the Corporations Act 2001.

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

On behalf of the directors

Eric Jiang
Interim Executive Chair

31 August 2026
Melbourne

Independent auditor's report to the members of Wellnex Life Limited

Report on the audit of the financial report

Opinion

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

— giving a true and fair view of the Group's financial position as at 30 June 2026 and of its financial performance for the year then ended; and

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

What was audited?

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

— the consolidated statement of financial position as at 30 June 2026,

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

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

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

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

— the consolidated entity disclosure statement, and

— the directors' declaration.

Basis for opinion

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

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

William Buck
ACCOUNTANTS & ADVISORS

Material uncertainty related to going concern

We draw attention to Note 3 in the financial report, which indicates that the Group incurred a net loss of $4.54 million and net operating cash outflows of $2.56 million during the year ended 30 June 2026. As stated in Note 3, these events or conditions, along with other matters as set forth in Note 3, indicate that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. 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.

Pain Away assets – impairment and classification as held for sale	**Area of focus (refer also to notes 2, 3, 8, 9 & 20)**	**How our audit addressed the key audit matter**
	During the year, the Group commenced a process to divest the Pain Away brand asset and associated inventory. On 30 June 2026, the Group received a non-binding offer for the disposal of these assets, with a binding agreement subsequently executed after year end. The Group assessed the brand asset for impairment prior to its classification as held for sale and recognised an impairment charge of $0.83 million during the year. The Pain Away brand asset and associated inventory, were subsequently classified as assets held for sale in accordance with AASB 5 *Non-current Assets Held for Sale and Discontinued Operations.* This was a key audit matter due to the materiality of the assets and the judgement involved in assessing whether the criteria for classification as held for sale were satisfied at 30 June 2026, and in determining the recoverable amount of the Pain Away brand asset, including the estimated costs of disposal.	Our audit procedures included: — Reading the non-binding offer received on 30 June 2026 and the binding agreement executed subsequent to year end to corroborate the status, terms and consideration associated with the divestment; — Assessing whether the criteria for classification as held for sale under AASB 5 were satisfied at 30 June 2026; — Evaluating management's impairment assessment of the Pain Away brand asset prior to its classification as held for sale, including assessing the reasonableness of the fair value and estimated costs of disposal by reference to the terms of the transaction and supporting documentation; — Agreeing the carrying value and composition of the assets classified as held for sale to underlying accounting records and supporting documentation; and — Assessing the presentation and adequacy of the related disclosures in the financial report against the requirements of the applicable accounting standards.

Revenue recognition (cut-off)	Area of focus (refer also to notes 2 & 5)	How our audit addressed the key audit matter
	The Group recognises revenue from the sale of goods. In accordance with AASB 15 *Revenue from Contracts with Customers*, revenue is recognised when the Group's performance obligations are satisfied through the transfer of control of goods to the customer. Revenue recognition in respect of cut-off was considered a key audit matter due to the significance of revenue to the Group's financial report and the heightened risk that transactions occurring near year-end could be recorded prematurely, before the satisfaction of related performance obligations.	Our audit procedures included: — Obtaining an understanding of the Group's revenue stream and evaluating the appropriateness of the Group's principles to ensure that revenue is recognised in accordance with the criteria outlined in AASB 15; — Understanding management's process for monitoring the recognition and deferral of revenue; — For revenue transactions occurring immediately before and after year-end within a defined risk window, testing a sample of sales ledger entries by tracing them to supporting evidence such as cash receipts and delivery documentation, to confirm that revenue was recognised in the correct accounting period. — Testing on a sample basis, post-year-end sales returns and credit notes within a defined risk window, to determine whether revenue recognised before year-end required adjustment; — Evaluating the appropriateness of the Group's accounting policies and disclosures in the financial report.

Other information

The directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 30 June 2026, but does not include the financial report and our auditor's report thereon.

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

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

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

William Buck
ACCOUNTANTS & ADVISORS

Responsibilities of the directors for the financial report

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

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

— the consolidated entity disclosure statement that is true and correct in accordance with the *Corporations Act 2001,* and

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

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

— the consolidated entity disclosure statement that is true and correct and is free of misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial report

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

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

This description forms part of our auditor's report.

WilliamBuck
ACCOUNTANTS & ADVISORS

Report on the Remuneration Report

Opinion on the Remuneration Report

In our opinion, the Remuneration Report of Wellnex Life Limited, for the year ended 30 June 2026, complies with section 300A of the *Corporations Act 2001*.

What was audited?

We have audited the Remuneration Report included in the directors' report for the year ended 30 June 2026.

Responsibilities

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

William Buck

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

N. S. Benbow
Director
Melbourne, 31 August 2026

Wellnex Life Limited
Shareholder information
30 June 2026

The shareholder information set out below was applicable as at 31 August 2026.

Corporate Governance Statement

Refer to the Company's Corporate Governance statement at: https://www.wellnexlife.com.au/

Distribution of equity securities
Analysis of number of equity security holders by size of holding:

	Ordinary shares	
	Number of holders	**% of total shares issued**
1 to 1,000	3,272	0.68
1,001 to 5,000	437	1.48
5,001 to 10,000	164	1.75
10,001 to 100,000	355	16.10
100,001 and over	102	79.99
	4,330	100.00

In addition to the above securities, the Company has following unquoted equity security holders by size of holding:

	Number of holders - Unquoted Consideration Options	% of total Consideration Options held
1 - 1,000	-	-
1,001 - 5,000	3	0.52
5,001 - 10,000	9	7.22
10,001 - 100,000	1	1.98
100,001 - and over	1	90.28
Total	14	100.00

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	
Ordinary shares	**Number held**	**% of total shares issued**
Computershare Clearing Pty ltd (CCNL DI A/C)	12,555,370	17.19
Citicorp Nominees Pty Limited	4,239,671	5.81
Reach Investment Group Nominees Pty Ltd (R Markets Unit A/C)	2,930,159	4.01
JYSF Management Pty Ltd (JYSF A/C)	2,629,181	3.60
Finclear Services Pty Ltd (Superhero Securities A/C)	2,086,413	2.86
Lotus Capital Group Pty Ltd	1,398,567	1.92
Kobella Holdings Pty Ltd (The Kobella Holding Unit A/C)	1,371,429	1.88
APPWAM Pty Ltd	1,100,000	1.51
Acorn Management Investments Pty Ltd (Strategic Small Caps A/C)	1,076,578	1.47
Major Halfpenney Pty Ltd (Palfreman Family S/F A/C)	1,053,846	1.44
Mr Reid Jon Zulpo and Mrs Melissa Catherine Zilpo (RJ & MC Zulpo Family A/C)	1,009,650	1.38
JYSF Management Pty Ltd (JYSF A/C)	890,609	1.22
365 Health Australia Pty Ltd	883,996	1.21
Bengal Capital Pty Ltd (Bengal Capital Family A/C)	829,446	1.14
Kirby Superannuation Pty Ltd (Kirby Super Fund A/C)	803,096	1.10
HSBC Custody Nominees (Australia) Limited (A/C 2)	700,717	0.96
ZLJ Pty Ltd (The Bozinovski Family A/C)	667,473	0.91
PAIF Pty Ltd (PAIF Fund A/C)	654,817	0.90
GGP Investments Pty Ltd (GGP Superannuation Fund A/C)	654,656	0.90
28225 Pty Ltd (HMNJ A/C)	626,914	0.86
	38,162,588	52.27

Substantial holders
Substantial holders in the Company, as disclosed in substantial holding notices given to the Company under the Corporations Act, are set out below:

	Ordinary shares	
	Number held	**% of total shares issued**
JYSF Management Pty Ltd	2,629,181	3.60

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.

Options
Class A Unquoted Options, Class B Quoted Options and Consideration Options do not carry any voting rights until they convert into fully paid ordinary shares.

Other information

There is no current on-market buy-back of the Company's securities.

The Company's securities are not quoted on any exchange other than the ASX and LSE AIM.

The Company's Company Secretary is Mr Kobe Li.