APPENDIX 4E

FOR THE YEAR ENDED 30 JUNE 2025

1 REPORTING PERIOD

Report for the period ended:	Year ended 30 June 2025
Previous corresponding period:	Year ended 30 June 2024

2	RESULTS FOR ANNOUNCEMENT TO THE MARKET	Year ended 30 June 2025 $'000	Year ended 30 June 2024 $'000	Change %
2.1	Revenues from ordinary activities	95,873	111,367	13.9% decrease
2.2	Loss from ordinary activities after tax attributable to members	(14,572)	(31,231)	53.3% improvement
2.3	Total loss attributable to members of the parent entity	(14,675)	(31,314)	53.1% improvement

		Amount per security ¢	Franked amount per security %
2.4	**Dividends**		
	Interim dividend	Nil	n/a
	Final dividend	Nil	n/a
2.5	Record date for determining entitlements to the dividend	n/a	

		Year ended 30 June 2025 $'000	Year ended 30 June 2024 $'000
3	Earnings / (losses) for the period attributable to owners of the parent entity	(14,572)	(31,231)
	Net assets	20,178	34,624
	Less: intangible assets	(32,177)	(31,800)
	Add: deferred tax liabilities	2,362	2,965
	Net tangible assets	(9,637)	5,789
		Number	Number
	Fully paid ordinary shares	222,116,114	221,116,114
		¢	¢
	Net tangible assets backing per share	(4.34)	2.62

4 Net tangible assets are defined as net assets less intangible assets and liabilities. For the purposes of the net tangible assets calculation, right-of-use assets are considered tangible assets.

5 The financial information provided in this Preliminary Final Report (Appendix 4E) is based on the Annual Report for the year ended 30 June 2025 (attached). This report is based on the consolidated financial statements and notes which have been audited by Pitcher Partners Sydney.

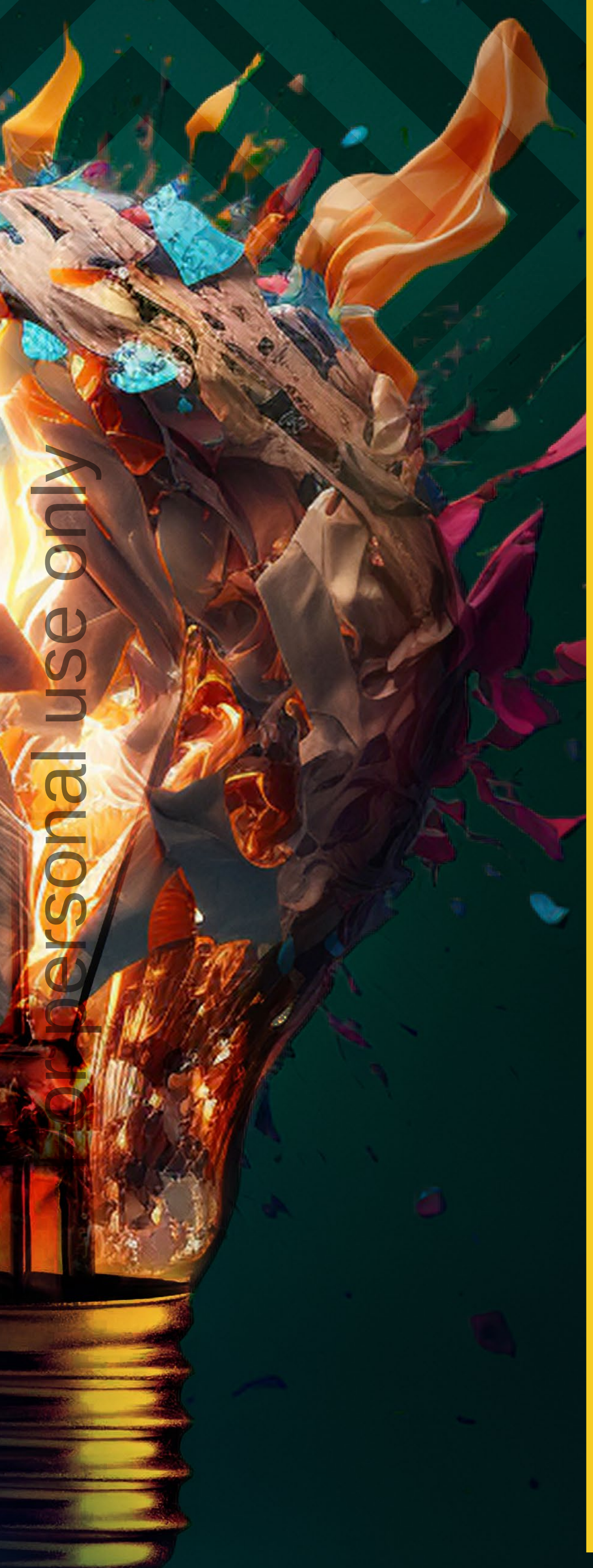
NextEd Group

Annual Report

2025

Corporate directory

NextEd Group Limited and its controlled entities
ABN: 75 105 012 066
Annual Report for the year ended 30 June 2025



DIRECTORS

Sandra Hook – Independent non-executive chair
(*appointed chair 3 March 2025*)
Simon Tolhurst – Independent non-executive director
William Deane – Independent non-executive director
Angus Johnson – Non-executive director
(*appointed 20 February 2025*)
Catherine (Cass) O'Connor – Independent non-executive chair
(*resigned 3 March 2025*)

COMPANY SECRETARY

Lisa Jones

REGISTERED OFFICE

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SECURITIES EXCHANGE

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Australian Securities Exchange
Level 40, Central Park
152-158 St Georges Terrace
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Telephone: +61 (02) 9338 0000
Website: www.asx.com.au

REGISTRATION NUMBERS

ACN: 105 012 066
ABN: 75 105 012 066

Who we are

OUR VALUES

We keep our values simple and live by them every day. Our values guide our hiring decisions, our culture, and our strategic processes.

Be Bold

Courageous, commercially responsible, and forward-thinking people who are inspired to deliver and support impactful innovation and sustainable growth.

Be Inclusive

Diverse and engaged teams who are agile, connected and aligned to putting collective success before individual achievements.

Be Respectful

Honest and considerate people who show gratitude for the efforts of others and take responsibility for their actions.

Be Excellent

Passionate and results-driven people who are renowned for delivering great student experiences, strong performance, and positive impact.

OUR VISION

Unleashing potential through inspiring learning and experiences

Unleashing potential

We are helping people succeed through education. We are breaking down barriers and we operate with high energy and high engagement. We promote strength within our students and across the organisation. Most of all, we empower our students to achieve personal growth.

Inspiring

We aim to be uplifting, visionary and creative in order to make engaging and relevant courses that promote out of the box thinking and building connections.

Learning and experiences

Education is more than just what happens in the classroom. The entire experience of learning, community and industry mentorship should be our focus to ensure our students have the most positive outcomes.

Contents

1 Letter from the Chair and CEO

Dear Shareholders,

This is my first letter to you as Chair of the NextEd Board, following my appointment in March 2025. I would like to acknowledge the contribution of Cass O'Connor, who retired from the Board earlier this year after more than two years as Chair. Her leadership through a period of significant external disruption and internal transition has been greatly valued. I would also like to thank outgoing CEO Glenn Elith for his 12 years with the company and CFO Michael Fahey who recently retired and also welcome Angus Johnson who joined the Board as a director at the end of February.

FY25 was a year of transition and consolidation. The appointment of Mark Kehoe as our new CEO marked the beginning of a broader reset, supported by a Board focused on restoring operational and financial stability. The decisions taken during the year reflect that intent. The business has been reshaped, the cost base adjusted, and a clearer strategy established to guide execution through FY26 and beyond. The more recent appointment of Andrew Nye as CFO/COO will further strengthen NextEd's ability to execute on this strategy.

As incoming Chair, I have spent time with management and fellow directors to ensure governance is well aligned to the company's direction. That includes a focus on Board composition, strategic clarity, and the ongoing connection between performance, compliance and risk.

We operate in a complex and evolving policy environment. The Hon Jason Clare MP, Minister for Educations' recent announcement (July 2025) points to an emerging policy framework for Australia's International education sector, one that rewards quality, integrity and alignment with national priorities.

At NextEd, we welcome this clear direction as a shift towards more sustainable and predictable growth. As government settings stabilise, we are on the frontfoot, engaging with regulators and aligning to national priorities in skills, employability and student outcomes. Our strategy positions us to grow sustainably, support national objectives and create long-term shareholder value.

The Board's focus remains on improving returns, strengthening the financial position, and supporting management to deliver on the operational strategy. There is still work to do, but the platform is stronger than it was a year ago, and momentum is beginning to build.

On behalf of the Board, I would like to thank our people for their continued professionalism and commitment, and our shareholders for their ongoing support.

Sandra Hook

Chair of the Board

27 August 2025

Dear Shareholders,

FY25 was a year of stabilisation and early execution. When I commenced as CEO in November 2024, the business was operating in a challenging environment. Cost structures were misaligned to market conditions, cash flow was under sustained pressure, and the policy landscape for international education providers had become increasingly restrictive. Despite these headwinds, I found a business with genuine strengths: well established brands, a national campus footprint, experienced staff, a long-standing reputation for compliance, and an emphasis on student outcomes. The immediate focus was to reset the business around these core strengths and ensure a stable foundation for future performance.

Since November, we have taken action to reset and reposition the business. Cost reduction and structural change have been implemented in phases, including previously announced initiatives, outcomes from a rapid audit, and further restructuring following the strategic review. In total, over $7 million in recurring savings were secured, with $5 million realised in FY25 and the balance expected in FY26, reflecting actions executed and decisions made during the year. These changes span property rationalisation, a reduction in roles across the business including corporate support functions, and a broad reduction in other operating costs.

These savings helped offset the impact of a difficult operating environment. Regulatory uncertainty and reduced visa approval volumes continued to affect enrolments, and revenue for the year declined 13.9% to $95.9 million. The Group reported an NPAT loss of $14.6 million, primarily driven by non-cash impairments relating to surplus lease space requirements. EBITDA before significant items was $14.3 million, underpinned by early cost initiatives and tighter financial controls. The Group's cash position improved steadily, closing the year at $18.9 million, up from $13.7 million at 31 December 2024. Strengthening the financial platform remains a core focus as we continue to reset the business in an improving environment.

In parallel, we completed the re-enrolment of students from International House. Over 1,900 students were brought into the network with minimal disruption, generating more than $16 million in forward revenue while improving campus utilisation. The transaction demonstrated our ability to move at pace and integrate at scale.

We expanded our vocational offering in high demand sectors such as healthcare, hospitality and management. Revenue from vocational courses for international students grew by 79% in the year. This reflects the strength of our brands, the quality of our educators, the robustness of our product development and regulatory agility attributes that will continue to be important.

The year included the completion of a strategic review, with input from our people, management and the Board. This has shaped a clear and focused operating strategy, built around improving profitability, enhancing our portfolio, and creating the platform for future growth through simplification. Implementation is already underway and will remain a focus in FY26.

By taking early and necessary decisions, the business is stronger and more stable than it was eight months ago. We remain focused on quality, compliance, efficiency and cash discipline. We see opportunity ahead as the sector begins to consolidate. We believe NextEd is well positioned to participate and we're encouraged by the Federal Government's recent positive comments regarding its intentions for the international education sector. We also see significant opportunities exist for NextEd in the Domestic market and in the AI space.

Thank you to our people, whose resilience and commitment have been essential throughout this period of change. Thank you to our shareholders for your continued support.

Mark Kehoe

Chief Executive Officer

27 August 2025

2 Directors' report

for the year ended 30 June 2025

The directors present their report, together with the financial statements, for the consolidated entity (referred to as the 'consolidated entity', Group, or 'NextEd') consisting of NextEd Group Limited (referred to as the 'company' or 'parent entity') and the entities it controlled for the year ended 30 June 2025 ('FY25').

DIRECTORS

The following persons were directors of the company during the whole of the financial year and up to the date of this report unless otherwise noted:

Sandra Hook – Independent non-executive chair (appointed chair on 3 March 2025)

Simon Tolhurst – Independent non-executive director

William Deane – Independent non-executive director

Angus Johnson – Non-executive director (appointed 20 February 2025)

Catherine (Cass) O'Connor – Independent non-executive chair (resigned 3 March 2025)

INFORMATION ON DIRECTORS

Sandra Hook

Title

Independent Non-Executive Chair of the Board of Directors

Qualifications

Graduate of the Australian Institute of Company Directors (GAICD)

Experience and expertise

Sandra has over 25 years' experience in sales and marketing, building and leading commercially successful businesses, driving growth and leading change. She has a track record in delivering brand and portfolio strategies, transitioning traditional organisations in rapidly evolving environments and brings a strong focus on customer-centric growth and digital transformation at Board level.

Sandra was formerly Managing Director and CEO of NewsLifeMedia, a division of News Limited, CEO of News Magazines, and various senior executive roles with Australia's largest media companies including News Limited, Foxtel, Federal Publishing Company, Murdoch Magazines and Fairfax.

Other current listed directorships

Sandra is currently a non-executive director of Wisetech Global Limited (ASX:WTC) appointed July 2025 and IVE Group Limited (ASX: IGL) appointed June 2016.

Former directorships (in the last 3 years)*

MedAdvisor Limited (ASX: MDR) from January 2016 to November 2024.

Special responsibilities

Sandra is the Chair of the Board of Directors and a member of the Nomination and Remuneration Committee and the Audit & Risk Management Committee

Interests in shares

156,769 ordinary shares

Interests in options

67,858 options over ordinary shares

Simon Tolhurst

Title

Independent non-executive Director

Qualifications

Bachelor of Laws, Master of Laws (Hons), Grad Dipl Legal Practice, Solicitor to the Supreme Court Queensland, Solicitor High Court of Australia

Experience and expertise

Chair of NextEd Limited (formally iCollege Limited) from 2017 to 2022, Simon has board experience with a number of public listed, unlisted and private companies. Simon was a Partner in HWL Ebsworth's Brisbane office and has over 30 years of legal experience. Named in the Australian Financial Review's Best Lawyers™ as one of Australia's best lawyers in the Litigation category. Recognised in Doyle's Guide as a Leading Commercial Litigation and Dispute Resolution Lawyer. Member of HWL Ebsworth National Competition Law and Anti-Trust Group that was recently recognised as a leading firm by both Chambers and Legal 500.

Other current listed directorships

Great Divide Mining Limited (ASX:GDM) – appointed 23 May 2023

Former directorships (in the last 3 years)

Echo IQ Limited (ASX: EIQ) – from 31 May 2023 to 10 December 2024

Special responsibilities

Simon is Chair of the Nomination and Remuneration Committee.

Interests in shares

252,124 ordinary shares.

Interests in options

67,858 options over ordinary shares

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

William Deane

Title

Independent non-executive Director

Qualifications

BA (University of Sydney), LLB (Bond University), admitted as a Solicitor and Barrister to the Supreme Court of Victoria, admitted to the New York Bar

Experience and expertise

Will is a managing director of Exto Partners Pty Ltd, a Sydney-based private investment firm specialising in technology ventures. Will is a director of several of Exto Partners' unlisted investee companies including Block 3 Ventures, Tribe Group, Tuned Global and Zetaris. He has practised as a corporate lawyer in Australia with Ashurst (formerly Blake Dawson) and in the United States with Skadden, Arps, Slate, Meagher & Flom LLP and Sidley Austin LLP. As a lawyer he focused on equity capital markets and mergers and acquisitions.

Other current listed directorships

None

Former directorships (in the last 3 years)

None

Special responsibilities

Will is the Chair of the Audit and Risk Management Committee and a member of the Nomination and Remuneration Committee.

Interests in shares

483,867 ordinary shares are beneficially held through Exto Partners Australia Pty Ltd and due to the ownership structure of that company Will only claims an interest in 50% of those ordinary shares.

100,722 shares are held by Altstadt Pty Ltd as trustee for the Altstadt Super Fund of which Will is director and a beneficiary.

Interests in options

67,858 options over ordinary shares are beneficially held through Exto Partners Australia Pty Ltd and due to the ownership structure of that company Will only claims an interest in 50% of those options.

INFORMATION ON DIRECTORS *(CONTINUED)*

Angus Johnson

Title

Non-executive Director

Experience and expertise

Angus has a wealth of commercial and real estate experience through his Brisbane based company Citimark Properties and is a significant shareholder of NextEd. He is a past Chairman and long serving Director of national AFL Club, the Brisbane Lions

Other current listed directorships

None

Former directorships (in the last 3 years)

None

Special responsibilities

Angus is a member of the Audit & Risk Management Committee.

Interests in shares

34,936,692 ordinary shares

Interests in options

None

COMPANY SECRETARY

Lisa Jones was appointed as Company Secretary on 8 November 2021. Lisa is an experienced corporate lawyer and corporate governance professional with more than 20 years' experience in commercial law and corporate affairs, working with both public and private companies in Australia and in Europe. Lisa has particular experience working with high growth and emerging companies in the technology, biotech and oil & gas sectors. She was a senior associate in the corporate & commercial practice of Allen Allen & Hemsley and has held executive positions with private and public listed companies in Australia and in Italy.

MEETINGS OF DIRECTORS

The number of meetings of the company's directors ('the Board') and of each board committee held during the year ended 30 June 2025, and the number of meetings attended by each director are as follows:

	Board		Audit and Risk Management Committee		Nomination and Remuneration Committee	
	Attended	Held[1]	Attended	Held[1]	Attended	Held[1]
Cass O'Connor[2]	10	11	N/A	N/A	2	2
Simon Tolhurst[3]	15	16	3	3	1	1
William Deane	15	16	2	3	2	3
Sandra Hook	16	16	3	3	3	3
Angus Johnson[4]	6	6	0	0	N/A	N/A

Notes

1. held means meetings held when a director was a member of the Board or relevant committee
2. Cass O'Connor resigned with effect from 3 March 2025.
3. Until 26 March 2025 Simon Tolhurst was a member of the Audit & Risk Management Committee. With effect from 26 March 2025 Mr Tolhurst resigned from the Audit & Risk Management Committee and joined the Nomination and Remuneration Committee (and was appointed Chair of that committee). He attended all meetings of the NRC held during the year, 2 as an observer and 1 as a member.
4. Angus Johnson joined the board on 20 February 2025 and with effect from 26 March 2025 joined the Audit & Risk Management Committee.

OPERATING AND FINANCIAL REVIEW

Principal activities

During the financial year, the consolidated entity's principal activities were:

- delivering high quality English language, hospitality, healthcare, creative digital technologies, managerial, marketing, computer coding and interior design and styling courses; and
- providing education recruitment agency services to international students.

There have been no significant changes in the nature of these activities during the year.

FY25 financial performance

	Year ended 30 June 2025 $'000	Year ended 30 June 2024 $'000
Revenue	95,873	111,367
EBITDA before significant items	14,324	14,960
EBIT before significant items	(124)	(92)
Net (loss) / profit after tax	(14,572)	(31,231)
Cash flows from operations	11,252	1,708

For personal use only

NON-IFRS information

The Company uses certain measures to manage and report on its business that are not recognised under Australian Accounting Standards ('AAS'). These measures are collectively referred to as non-IFRS financial measures. Although the Company believes these measures provide useful information about the financial performance of the Company, they should be considered as supplemental to the measures calculated in accordance with AAS and not as a replacement for them. Because these non-IFRS financial measures are not based on AAS, they do not have standard definitions, and the way the Company calculates these measures may differ from similarly titled measures used by other companies. These measures have not been independently audited or reviewed.

The non-IFRS measures used by the Company include EBITDA before significant items, Underlying EBITDA, EBIT before significant items and Underlying EBIT.

EBITDA and Underlying EBITDA is defined as earnings before interest, tax, depreciation and amortisation, before significant items and EBIT and Underlying EBIT is earnings before interest and tax before significant items.

Reconciliations between EBITDA / Underlying EBITDA before significant items, EBIT / Underlying EBIT before significant items and net profit after income tax for the year ended 30 June 2025 and the comparative period are noted below.

EBITDA / EBIT reconciliation

	Year ended 30 June 2025 $'000	Year ended 30 June 2024 $'000
NET PROFIT / (LOSS) AFTER TAX	(14,572)	(31,231)
Add back:		
Finance costs net of interest income	3,501	3,533
Impairment of intangible and other assets	726	28,925
Impairment of right of use assets	8,357	-
Restructuring and leadership transition costs	1,407	-
Other items	1,058	-
Less:		
Income tax benefit	(601)	(1,319)
EBIT before significant items*	**(124)**	**(92)**
Depreciation & amortisation	14,448	15,052
EBITDA before significant items*	**14,324**	**14,960**

* Further details of significant items contained in Note 3.

Operating and financial performance

FY25 was a year of stabilisation and repositioning for NextEd, with a new CEO appointed in November 2024. The business continued to operate in a tough regulatory environment with reduced visa approvals and general uncertainty for international students impacting English language enrolments. The Group leveraged its core strengths, including a strong campus network, established and reputable brands, compliance and providing quality learning outcomes for students.

Securing the rights to contact and enrol over 1,900 displaced International House students, generated over $16 million in forward revenue of which $4 million was recognised in FY25, assisted campus utilisation in the year and was a great outcome for students and NextEd. The transaction helped NextEd grow the number of international students undertaking vocational courses and associated revenues versus the prior corresponding period, partly offsetting English language student numbers and revenue declines.

The Group's FY25 results reflect a disciplined approach to cash preservation and proactive cost management. Early in the year, management implemented targeted initiatives to rationalise properties, reduce headcount in non-essential areas, and tightly control operating expenditure. More than $7 million in recurring annual cost savings were achieved through these initiatives, with $5 million delivered in FY25 and the remainder scheduled for FY26.

These actions, combined with a focus on working capital, enabled the business to deliver positive operating cash flow for the year despite a challenging regulatory environment. The improved cash position at 30 June 2025, rising to $18.9 million from $13.7 million at 31 December 2024, highlights the effectiveness of these measures in strengthening liquidity and supporting the Group's operational stability.

NextEd continues to drive growth through a multifaceted strategy, including diversifying international revenue through expanding course offerings for international students, and strengthening domestic student recruitment through growing high demand programs in areas such as healthcare, hospitality and youthwork. Agility in responding to market disruptions allows NextEd to attract and retain a diverse student base.

Financial results for the year ended 30 June 2025 included:

- Revenue of $95.9 million, 13.9% lower than the previous corresponding period (pcp) (FY24: $111.4 million);
- Underlying EBITDA* of $14.3 million, 4.7% lower than pcp (FY24: $15.0 million);
- Gross margin improved to 53.3% ($51.1 million), compared with 51.4% in FY24 ($57.3 million);
- Operating costs of $36.8 million, an improvement of 13.2% compared to the pcp (FY24: $42.4 million);
- Underlying EBIT* loss of $0.1 million (FY24: loss of $0.1 million);
- Net loss after tax of $14.6 million, a 53.2% improvement on pcp (FY24: net loss of $31.2 million);
- Operating cash flows of $11.3 million, $9.6 million higher than pcp (FY24: $1.7 million);
- Cash at bank as at 30 June 2025 of $18.9 million (30 June 2024: $19.3 million);
- Contract liabilities (deferred revenue) balance at 30 June 2025 of $37.2 million, an increase of 14.5% from the pcp (30 June 2024: $32.5 million);
- A non-cash impairment expense of $9.1 million was recorded, primarily against assets in the Technology & Design division (write-downs of right-of-use assets and course materials). $5.0 million of this impairment was recognised in H1 FY25 as announced on 26 February 2025.

* Before significant items contained in Note 3.

Revenue

FY25 revenues decreased by $15.5 million, or 13.9%, versus prior year. The revenue decline was driven by lower international student enrolments in the International segment ($71.0 million, down 16% from FY24: $84.6 million), impacted by government restrictions on student visa approvals. To offset the decline in English language enrolments, the Group continued to allocate resources to growing internal capability, courses offerings, international student numbers, and revenues in certain high-demand vocational courses, including healthcare and hospitality, with international student numbers and revenues up 73% and 79% respectively. The Technology & Design segment recorded revenue of $9.6 million (down 18.1% from FY24: $11.7 million), reflecting softer demand for technology and design courses. Domestic Vocational revenue was $9.2 million (down 0.2% from FY24: $9.2 million), supported by growth in core healthcare courses, while Go Study revenues grew 3.4% to $6.1 million (FY24: $5.9 million) in a challenging market.

EBITDA

FY25 underlying EBITDA of $14.3 million was down 4.7% on the prior year (FY24: $15.0 million), as proactive cost saving measures, restructuring initiatives, and operational efficiencies across all segments helped offset the earnings impact of lower revenues. Operating costs were reduced by $5.6 million (13.2%) compared to FY24, reflecting disciplined expense control, organisational streamlining, and the exit of surplus lease space. The Group continues to explore opportunities to further rationalise its lease footprint to deliver ongoing savings.

Cash flows and balance sheet

FY25 operating cash flows were $11.3 million, an increase of $9.6 million on the prior year (FY24: $1.7 million), reflecting improved working capital management and the benefit of cost reduction initiatives. Investing cash outflows were $1.0 million, the majority of which related to the International House student acquisition, compared to $11.4 million in FY24, which included the completion of the Gold Coast campus. Financing cash outflows of $10.7 million mainly related to campus lease repayments, which were lower than the prior year as the Group exited certain end of contract lease arrangements that were surplus to requirements.

Cash at bank at 30 June 2025 was $18.9 million (30 June 2024: $19.3 million), including $4.6 million held as restricted cash to support bank guarantees for leased premises, and $4.5 million held in respect of ESOS Act Prepaid Tuition Obligations.

Contract liabilities rose 14.5% to $37.2 million (FY24: $32.5 million), reflecting higher forward enrolled student numbers in international courses. Trade receivables increased to $21.4 million (FY24: $17.2 million), driven by timing of invoicing and collections. Contract liabilities are recognised as revenue evenly over the period that education services are delivered to students.

Segment results

International segment

- International segment revenues in FY25 were $71.0 million, a decrease of $13.6 million or 16% against the prior year (FY24: $84.6 million). The most significant decline mainly occurred in the first half as tighter student visa controls and proposed enrolment caps limited new international student arrivals. The second half was positively impacted by the International House transaction and growth in student numbers in higher margin vocational courses in hospitality & healthcare, which were introduced in FY24. Vocational course revenues for international students jumped by 79% year on year, partially offsetting English tuition declines, with international hospitality students surpassing 1,300 (up over 116%) as the Group's expanded course portfolio gained traction.
- FY25 segment underlying EBITDA of $16.1 million was broadly in line with the prior year (FY24: $16.2 million), with the 0.6% decrease reflecting disciplined cost management largely offsetting lower revenues. The underlying EBITDA margin increased to 22.6% (FY24: 19.2%), driven by efficiency initiatives and targeted cost reductions, which helped offset the impact of softer international student volumes.

Technology & Design segment

- Technology & Design segment revenues in FY25 were $9.6 million, down $2.1 million or 17.9% from the prior year (FY24: $11.7 million). International higher education enrolments were impacted by previously outlined government policy changes, while advancements in AI and the evolving technology landscape continued to impact demand for technology and design courses. Course offerings are currently under review to ensure alignment with market trends and future skills demand.
- A segment underlying EBITDA loss of $0.3 million was recorded in the period, compared to a $0.2 million profit in FY24. In December 2024, an impairment charge of $5.0 million was recognised against segment assets, primarily leased campus right of use assets, leasehold improvements, and certain course content, to reflect the revised earnings outlook. The cost base was restructured in late June, creating shared service teams for course development, marketing and sales functions, and reducing costs into FY26.

Domestic Vocational segment

- Domestic Vocational segment revenues in FY25 were $9.2 million, in line with the prior year (FY24: $9.2 million). Stable performance was supported by improved student progression and retention, and strong demand for community services courses, which helped offset softness in other courses, including interior design.
- Segment underlying EBITDA was $1.5 million in FY25, compared to $1.7 million in FY24. The underlying EBITDA margin reduced to 16.0% (FY24: 18.8%), reflecting a slightly lower revenue base and increased delivery costs in certain courses. A new General Manager was appointed in July 2025, with the Group seeing significant growth opportunities in this area, supported by recognised skills shortages in key sectors. Initiatives under consideration include the introduction of unaccredited short courses, expansion into B2B partnerships, and the development of other targeted offerings to capture emerging demand.

Go Study segment

- Go Study segment revenues in FY25 were $6.1 million, up $0.2 million or 3.4% on the prior year (FY24: $5.9 million), representing a solid result given the market conditions outlined earlier. Onshore student placement offices in Australia contributed a larger share of revenue as existing international students extended or changed courses, partially offsetting a decline in new offshore student recruitment.
- FY25 segment underlying EBITDA of $0.5 million was flat against the prior year (FY24: EBITDA of $0.4 million).

No declaration of dividend

No dividend will be declared in relation to FY25.

Future prospects

Looking ahead, NextEd Group enters FY26 with a stronger foundation, a clear strategic direction, and growing momentum. The decisive actions taken in FY25 have reset the business, and reduced costs. We continue to sharpen the portfolio to position us to operate with greater stability and agility in a challenging sector. We welcome the Government's emerging policy framework, which rewards quality, integrity, and alignment with national priorities, and see this as an opportunity to grow sustainably while supporting national objectives in skills, employability, and student outcomes. With a disciplined focus on compliance, financial strength, and operational efficiency, we are well placed to adapt to evolving regulatory settings, invest with confidence, and deliver long-term value for shareholders while maintaining our commitment to students and the broader community.

Key risks

Risk management is viewed by NextEd as integral to its objective of creating and maintaining shareholder value. NextEd is committed to its embedded risk management practices through all levels of the organisation to support the achievement of business objectives and to fulfil its corporate governance obligations. A formal annual review process has been adopted which identifies business risk and develops and implements risk management controls.

Certain material business risks are partially or completely outside of the control of NextEd and could have an adverse impact on future financial performance or outcomes. The risks set out below are not exhaustive, and the likelihood of occurrence and consequences of risks may change over time.

Business risk	Mitigating activities
Regulatory registrations and accreditations: NextEd is unable to manage the impact of future regulatory changes, is unable to retain existing registrations or experiences delays in obtaining new approvals of registrations or certifications.	• Dedicated quality assurance and compliance team that report to the CEO and regularly present to the Board. • Regular engagement with regulators. • Continuous improvement programme to ensure operating businesses remain compliant.
International student visa and immigration policies: NextEd is unable to mitigate the impacts of any future changes to international student visa requirements or to Australian immigration policies for students from NextEd's source markets.	• Participate in industry associations that provide feedback to government on proposed changes that might impact the business. • Develop and build courses and businesses, including domestic businesses, that are not subject to caps.
Technology platforms may be disrupted, fail or be insufficient: NextEd's critical systems, platforms and technology infrastructure are compromised by a cyber, vendor or internal event.	• Network devices and operating systems regularly updated • Firewalls, password security and endpoint protection technologies implemented
Competition and market disruption: NextEd fails to anticipate or respond to changing market conditions and student expectations and preferences.	• New course development based on current and emerging areas of workforce need. • Student feedback on the quality and relevance of new courses.
Human resources and organisational culture: NextEd is unable to maintain and build upon an agile and resilient culture that is built upon talented people, ethical behaviours and a student centric mindset.	• Managers are supported with guidelines and resources, including structured recruitment to attract personnel aligned with the organisation's values and vision, along with onboarding, performance management, and training programs to strengthen employee capability.
Service delivery quality and student satisfaction: NextEd fails to provide a positive student experience including quality learning outcomes.	• Regular feedback from students to teachers • Professional development for teaching staff • Use of student surveys to provide further feedback • Quality campuses to provide a positive student experience
Industry and brand reputation: NextEd is unable to maintain its good reputation with other industry stakeholders or is impacted by allegations of poor practices at other industry participants.	• Ongoing compliance activities including employee training and adherence to policies and procedures. • Monitoring of partners performance against contractual obligations.

SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

There were no significant changes in the state of affairs of the consolidated entity during the financial year.

MATTERS SUBSEQUENT TO THE END OF THE FINANCIAL YEAR

No matter or circumstance has occurred subsequent to 30 June 2025 that has significantly affected, or may significantly affect, the operations of the Company, the results of those operations or the state of affairs of the Company in subsequent years.

ENVIRONMENTAL REGULATION

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

Remuneration report
(audited)

This Remuneration Report (Report), which has been audited, describes the Key Management Personnel (KMP) remuneration arrangements for the 12 months ended 30 June 2025 for NextEd Group, in accordance with the *Corporations Act 2001 (Cth)* (**Corporations Act**) and its regulations.

KMP are defined as those who have the authority and responsibility for planning, directing and controlling the activities of the consolidated entity, directly or indirectly, including any director of the Company.

The Report is designed to provide shareholders with an understanding of NextEd Group's remuneration, philosophy and the link between this philosophy and NextEd Group's strategy and performance.

Dear Shareholders,

FY25 marked the commencement of a new Chief Executive Officer and the introduction of a transitional executive remuneration framework. Mark Kehoe was appointed CEO in November 2024, at a time of significant operational and policy-related disruption. During the year, the business was stabilised and repositioned through structural change. Key operational milestones included the enrolment of over 1,900 International House students, property rationalisation and a broad reduction in operating costs.

Despite continued regulatory uncertainty and reduced visa approvals, the Group reported FY25 revenue of $95.9 million. Underlying EBITDA before significant items was supported by early cost action and tighter financial control. The Group's cash position improved to $18.9 million at year end, up from $13.7 million at 31 December 2024. These results reflected disciplined execution during a year of reset and transition.

To support the leadership change, the Board approved a transitional executive incentive scheme for implementation in FY25, applicable to the new CEO role. The purpose of the scheme was twofold: to attract the requisite talent to lead the organisation through a period of strategic reset, and to ensure that short-term incentive outcomes were closely aligned with immediate business priorities — including cost control, operational delivery and cash flow performance. As part of this package, the CEO was awarded a sign-on bonus of 1 million fully paid ordinary shares, delivered in recognition of the scale of the role and to facilitate immediate alignment with shareholder interests. The CEO's FY25 Short-Term Incentive (STI) was tied to a defined performance scorecard and was awarded in full following 100% achievement against the Board-approved objectives.

No LTI performance bonus was paid in FY25. While the TSR hurdle was achieved, the EPS hurdle was not met, and as a result no shares were issued. Separately, two tranches of LTI stretch options granted to the CEO under the transitional scheme remain on foot. These options are subject to defined share price targets, tested over multi-year periods, and are intended to align reward with long-term shareholder value creation.

The Board also acknowledges the contributions of the outgoing CEO and CFO during a period of significant sector and organisational change. An ex-gratia payment equating to approximately 4 months' salary was made to the departing CEO to support a smooth transition and ensure leadership continuity through the handover period. The outgoing CFO also played an important role in maintaining financial stability and supporting the onboarding of the new executive leadership team.

Prior to his permanent appointment as CFO/COO on 1 July 2025, Andrew Nye was appointed Interim CFO in April 2025, following the retirement of CFO Michael Fahey. As Interim CFO, Mr Nye was not granted authority to plan, direct or control the activities of the Group; these responsibilities remained with the CEO or the Board during the interim period. The Board has assessed that the Interim CFO role does not meet the definition of a Key Management Personnel (KMP) position for remuneration reporting purposes.

The Board will undertake further review of KMP and executive incentive arrangements during FY26 to ensure alignment with the company's evolving priorities and to reflect recent changes to the executive team structure. This review will consider market practice, stakeholder expectations, and the objective of supporting long-term value creation. It will also ensure that the framework remains effective in attracting, retaining and motivating the leadership talent required for the company's next phase of growth.

Simon Tolhurst

Chair of the Nomination and Remuneration Committee

27 August 2025

The Board is committed to having remuneration policies and practices which are designed to ensure remuneration is equitable, competitive and reasonable to attract and retain key talent who are critical to NextEd's business success, align with long-term interests of the Company and its shareholders, and to ensure that any incentives do not reward conduct that is contrary to the Company's values or risk appetite. NextEd aligns remuneration to strategies and business objectives and provide a balance between fixed and variable remuneration to ensure that rewards are given for performance.

The Board considers that the members of the Nomination and Remuneration Committee possess the necessary expertise and independence to fulfil their responsibilities and are able to access independent experts in remuneration for advice should this be required. The governance processes in relation to remuneration are working effectively and the Board trusts that shareholders find this Report useful and informative.

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

A. Principles used to determine the nature and amount of remuneration

B. Details of remuneration

C. Share-based compensation

D. Additional disclosures relating to key management personnel

E. FY25 remuneration outcomes and alignment to performance

F. Other transactions with KMP

A. PRINCIPLES USED TO DETERMINE THE NATURE AND AMOUNT OF REMUNERATION

The Nomination and Remuneration Committee is responsible for all matters relating to director succession planning, nomination of directors and the CEO, and remuneration of the directors, CEO and senior executives that report to the CEO. 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 performing and high-quality personnel.

Remuneration of directors and senior management is determined with regard to the performance of the consolidated entity, the performance and skills and experience of the particular person and prevailing remuneration expectations in the market. Details of remuneration of Directors and KMP are disclosed in the Remuneration Report. The performance and remuneration of the senior management team is reviewed at least annually.

The Nomination and Remuneration Committee from time to time use external consultants to assist in development of remuneration strategy, as detailed in the 'Use of remuneration consultants' section below.

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

Non-executive director remuneration

The approved aggregate maximum amount payable to non-executive directors as director fees (excluding salary payments to the executive directors) is $550,000 per annum. There are no executive directors on the Board.

Fees paid to non-executive directors reflect the demands which are made on, and the responsibilities of, the directors. These fees are reviewed annually to ensure they are appropriate and in line with the market.

The Chair's fees are determined independently of the fees of other non-executive directors based on comparative roles in the external market. The Chair is not present at any discussions relating to the determination of their own remuneration.

Non-executive directors may be offered equity as part of their remuneration, subject to shareholder approval.

Executive remuneration

Senior executives are engaged under the terms of individual employment contracts. Such contracts are based upon standard terms drafted by the Company's lawyers. Base salaries are set to reflect the market salary for a position and individual of comparable responsibility and experience. Base salaries are regularly compared with the external market and during recruitment activities generally. It is the policy of the Company to maintain a competitive salary structure to ensure continued availability of experienced and effective management and staff.

Executives are prohibited from entering into transactions or arrangements which limit the economic risk of participating in unvested entitlements.

Fixed remuneration

Fixed remuneration is reviewed annually by the Board. The process consists of a review of relevant comparative remuneration in the market and internally and, where appropriate, external advice on policies and practices. The Committee has access to external, independent advice where necessary.

Variable remuneration

The Short-Term Incentive (STI) scheme is designed to align executive performance with the annual priorities of the Group. STI outcomes are determined based on achievement against specific financial and non-financial Key Performance Indicators (KPIs), which are set and reviewed by the Board each year. These KPIs typically include areas such as strategic execution, investor relations, group and divisional profit contribution, campus optimisation, new course development and launch, regulatory compliance, leadership and culture, and executive transition.

The Company introduced a transitional Long-Term Incentive (LTI) scheme to support alignment with shareholder value creation during the CEO leadership transition. The scheme comprised two components: rights to ordinary shares in NextEd subject to EPS and relative TSR targets measured over the period from commencement to 30 June 2025, and two tranches of multi-year options with vesting contingent on defined share price hurdles. The structure was designed to balance near-term performance delivery with long-term value creation.

The LTI program in which the former CEO and CFO participated was suspended in FY24 due to the significant challenges facing the industry and the resulting impact on the Company's share price performance.

The directors consider that there is a positive correlation between the Company's remuneration policies and its financial performance.

Use of remuneration consultants

The Remuneration Committee did not engage the services of remuneration consultants during the year.

Voting and comment made on the Group's 2024 Annual General Meeting

The Company received 99.69% of "yes" votes on its remuneration report for the 2024 financial year.

B. DETAILS OF REMUNERATION

Amounts of remuneration – FY25

Details of the remuneration of the directors and other key management personnel (defined as those who have the authority and responsibility for planning, directing and controlling the major activities of the consolidated entity) are set out in the following tables.

Key management personnel for the year ended 30 June 2025 included the directors of NextEd Group Limited, CEO Glenn Elith and CFO Michael Fahey (until their resignations), and incoming CEO Mark Kehoe following his appointment.

Key Management Personnel FY25	
Non-Executive Directors	
Cass O'Connor	Independent non-executive chair (resigned 3 March 2025)
Sandra Hook	Independent non-executive chair (appointed chair on 3 March 2025)
Simon Tolhurst	Independent non-executive director
William Deane	Independent non-executive director
Angus Johnson	Non-executive director (appointed 20 February 2025)
Other Key Management Personnel	
Mark Kehoe	CEO (appointed 11 November 2024)
Glenn Elith	CEO (resigned 11 November 2024)
Michael Fahey	CFO (resigned 30 April 2025)

Andrew Nye was appointed Interim CFO in April 2025 following the retirement of CFO Michael Fahey and became permanent CFO/COO on 1 July 2025. During the interim period, responsibility for planning, directing and controlling the Group remained with the CEO or the Board. The Board determined that the Interim CFO role did not meet the definition of a key management personnel position for remuneration reporting purposes.

	Short-term benefits			Post-employment benefits	Long-term benefits	Share-based payments				
	Cash salary and fees*	Annual leave*	Bonus	Super-annuation	Long service leave**	Equity-settled	Cash settled ****	Termination payment	Total	Performance related %
2025	$	$	$	$	$	$	$	$	$	%
Non-Executive Directors:										
Cass O'Connor (resigned 3 Mar 25)	107,553	-	-	12,369	-	-	-	-	119,922	0.0%
Sandra Hook	113,333	-	-	-	-	8,963	-	-	122,296	0.0%
Simon Tolhurst	80,000	-	-	-	-	8,963	-	-	88,963	0.0%
William Deane	95,000	-	-	-	-	8,963	-	-	103,963	0.0%
Angus Johnson (appointed 20 Feb 25)	33,036	-	-	-	-	-	-	-	33,036	0.0%
Other Key Management Personnel:										
Mark Kehoe (appointed 11 Nov 24)	320,556	15,041	82,274	22,449	-	201,891	-	-	642,211	47.0%
Glenn Elith*** (resigned 11 Nov 24)	302,045	23,233	-	22,449	5,035	-	8,992	160,925	522,679	2.9%
Michael Fahey (resigned 30 Apr 25)	312,172	(7,648)	29,266	29,932	-	-	6,443	-	370,165	10.3%
Total	**1,363,695**	**30,626**	**111,540**	**87,199**	**5,035**	**228,780**	**15,435**	**160,925**	**2,003,235**	**19.1%**

* Cash salary and fees represent base salary. Annual leave represents the amount expensed for annual leave taken and movement in provisions.

** Other long-term benefits as per Corporations Regulation 2M.3.03(1) Item 8. The amounts disclosed in this column represents the expense for long service leave taken and movement in provisions.

*** An ex-gratia termination payment equating to approximately 4 months' cash salary was made to the Glenn Elith to support a smooth transition and ensure leadership continuity through the handover period.

**** Cash settled LTI represents FY25 tranche of FY23 LTI plan.

Mark Kehoe (CEO) remuneration details:

- One-off sign-on bonus of *1,000,000 performance rights issued to incoming CEO, which vested at the completion of his 6-month probation period and converted into ordinary shares in NextEd Group during the period.*
- STI target opportunity equal to 50% of base salary, split equally between cash and ordinary shares in NextEd, pro-rated from his commencement date. Achievement of the STI was subject to a defined performance scorecard including cost control, operational delivery and cash flow performance and was awarded in full . The number of ordinary shares in NextEd to be issued under the STI will be determined by dividing the value of the share-based component of the STI by the volume-weighted average price (VWAP) of NextEd over the 10 trading days commencing the first trading day following the release of the 30 June 2025 Financial Report.

- LTI target performance bonus opportunity equal to 50% of base, which may have been paid 100% by way of the issue of ordinary shares. This bonus was subject to the achievement of both TSR and EPS targets. Given the EPS target was not met, no such bonus was paid.
- Two Stretch LTI tranches of 600,000 options each were granted, vesting in thirds upon achieving sustained share prices of $0.50 and $1.20 respectively, for 30 consecutive trading days over a 4-year performance period following his commencement, with each tranche exercisable within five years of vesting. These share options have an exercise price equal to 2.1 times the 5-day VWAP of NextEd shares immediately prior to the grant date, and the fair value has been calculated using the Monte Carlo method.

Amounts of remuneration – FY24

Details of the remuneration of the directors and other key management personnel (defined as those who have the authority and responsibility for planning, directing and controlling the major activities of the consolidated entity) are set out in the following tables.

The key management personnel of the consolidated entity during the year ended 30 June 2024 comprised the directors of NextEd Group Limited, Glenn Elith the Chief Executive Officer, and Michael Fahey, the Chief Financial Officer.

	Short-term benefits			Post-employment benefits	Long-term benefits	Share-based payments			
	Cash salary and fees**	Annual leave**	Bonus*	Super-annuation	Long service leave****	Equity-settled	Cash settled ***	Total	Performance related %
2024	$	$	$	$	$	$	$	$	%
Non-Executive Directors:									
Cass O'Connor	135,747	-	-	14,932	-	14,151	-	164,830	0.0%
Simon Tolhurst	75,000	-	-	-	-	8,963	-	83,963	0.0%
William Deane	95,000	-	-	-	-	8,963	-	103,963	0.0%
Sandra Hook	95,000	-	-	-	-	8,963	-	103,963	0.0%
Total Non-Executive Directors	**400,747**	**-**	**-**	**14,932**	**-**	**41,040**	**-**	**456,719**	**0.0%**
Other Key Management Personnel:									
Glenn Elith*	482,775	(319)	19,311	27,399	11,386	-	11,859	552,411	3.8%
Michael Fahey*	362,815	(2,156)	29,479	27,399	-	-	6,798	424,335	7.5%
Other Key Management Personnel:	**845,590**	**(2,474)**	**48,790**	**54,798**	**11,386**	**-**	**18,657**	**976,746**	**11.4%**
Total	**1,246,337**	**(2,474)**	**48,790**	**69,730**	**11,386**	**41,040**	**18,657**	**1,433,465**	**3.8%**

* The CEO had a STI target opportunity of 25% of base salary subject to achievement of financial (weighting 60%) and personal (weighting 40%) performance objectives. Performance was assessed and bonus payments awarded equivalent to 16% of the target opportunity. The CFO had a STI target opportunity of 25% of base salary subject to achievement of financial (weighting 50%) and personal (weighting 50%) performance objectives. Performance was assessed and bonus payments awarded equivalent to 33% of the target opportunity.

** Cash salary and fees represent base salary. Annual leave represents the amount expensed for annual leave taken and movement in provisions.

*** The LTI program was suspended in FY24 given the challenges faced by the industry and consequent share price performance. Amounts included in the FY24 remuneration table are the accounting expense for notional share units granted in FY23.

**** Other long-term benefits as per Corporations Regulation 2M.3.03(1) Item 8. The amounts disclosed in this column represents the expense for long service leave taken and movement in provisions.

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C. SHARE-BASED COMPENSATION

Issue of shares to CEO in the period

Mark Kehoe received a sign-on bonus of 1,000,000 performance rights, which successfully vested and converted into ordinary shares following the completion of his 6-month probation period. These shares are subject to a 6-month holding lock.

STI and LTI share scheme summary for CEO

Scheme	Incentive opportunity	Performance criteria & vesting	Achievement	Other information
Short Term Incentive	50% of base salary (pro-rata), paid 50% in cash & 50% in shares (FY25 pro rata target $164,548 total)	• 60%: Financial KPI tied to cash management • 40%: Personal KPI's including delivery of company strategy and smooth CEO transition	100% achieved in the year	Number of shares issued determined based on 10-day VWAP following release of the 30 June 2025 Financial Report.
Long Term Incentive	50% of base salary (pro-rata), performance bonus may be paid 100% in shares (FY25 pro rata target $164,548)	• TSR greater than 1.05x industry peer group from commencement to 30 June 2025 • Underlying EPS growth of at least 10% over FY24	EPS not achieved in the year, no bonus shares issued	
Stretch LTI Tranche 1	600,000 unlisted options	Vesting over 4 years if share price ≥ $0.50 for 30 consecutive trading days: • 1/3 on achievement • 1/3 on 1st anniversary • 1/3 on 2nd anniversary	Not achieved in FY25; grant remains on foot	Subject to a 12-month holding lock
Stretch LTI Tranche 2	600,000 unlisted options	Vesting over 4 years if share price ≥ $1.20 for 30 consecutive trading days: • 1/3 on achievement • 1/3 on 1st anniversary • 1/3 on 2nd anniversary	Not achieved in FY25; grant remains on foot	Subject to a 12-month holding lock

Other features of CEO STI / LTI share plan

Feature	Description
STI / LTI clawback provisions	If the CEO is subject to summary termination prior to the expiry of the escrow period (where relevant): • All unissued STI / LTI shares will be forfeited. • The Board may, at its sole discretion, elect to buy back any STI / LTI shares already issued. Unless otherwise determined by the Board, the aggregate buy-back price will be $1.00 for all applicable shares.
Stretch LTI clawback provisions	If the CEO is subject to summary termination: • All unvested options will lapse immediately. • Any vested but unexercised options will also lapse automatically upon summary termination.
Dividends	Shares issued under the STI, LTI and Stretch LTI will only carry an entitlement to receive a dividend if they were issued on or before the record date for the dividend.
Change of control event	Existing vested Stretch LTI options - all existing vested LTI Options will remain in place and may be exercised in accordance with their existing terms Stretch LTI Tranche 1 & 2 - unvested options will vest early if the offer price (including any scrip consideration) meets or exceeds the applicable VWAP hurdle. Where this condition is met, the VWAP measurement period is waived, and all time-based tranches are accelerated and deemed to vest immediately. Vested options may be exercised in accordance with their existing terms.

Share incentive scheme summary for previous CEO and CFO

No invitations to apply for an LTI scheme were issued to previous executives, Glenn Elith, the Chief Executive Officer, and Michael Fahey, the Chief Financial Officer in relation to FY24 or FY25.

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D. 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 KMP of the consolidated entity, including their personally related parties, is set out below:

	Balance at the start of the year	Balance at date of appointment	Received as part of remuneration	Additions	Disposals	Balance at the end of the year
ORDINARY SHARES						
Sandra Hook	156,769	–	–	–	–	156,769
Simon Tolhurst	252,124	–	–	–	–	252,124
William Deane *	584,589	–	–	–	–	584,589
Angus Johnson	–	20,950,938	-	13,985,754	–	34,936,692
Mark Kehoe **	–	–	1,000,000	–	–	1,000,000
Cass O'Connor ***	170,000	–	–	–	–	170,000
Glenn Elith***	1,668,156	–	–	–	–	1,668,156
Michael Fahey ***	492,820	–	–	–	–	492,820
	3,324,458	**20,950,938**	**1,000,000**	**13,985,754**	**–**	**39,261,150**

* William Deane holds the beneficial interest in 483,867 ordinary shares through Exto Partners Australia Pty Ltd atf the Exto Unit Trust and due to the beneficial ownership structure of that entity Mr Deane only claims an interest in 50% of those ordinary shares. He also holds 100,722 shares through Altstadt Pty Ltd as trustee for the Altstadt Super Fund of which Mr Deane is director and a beneficiary and, due to the beneficial ownership structure of that entity, Mr Deane only claims an interest in 50% of those ordinary shares.

** The Company issued 1,000,000 performance rights to incoming CEO as a sign-on bonus, which vested at the completion of his probation period and converted into ordinary shares in NextEd Group during the period.

*** Balance of ordinary shares held at time of resignation

Options

The number of options in the company held during the financial year by each director and other members of KMP of the consolidated entity, including their personally related parties, is set out below:

	Balance at the start of the year	Received as part of remuneration	Additions	Disposals	Forfeited	Balance at the end of the year	Exercisable at 30 June 2025
OPTIONS							
Cass O'Connor **	107,143	-	–	-	(35,715)	71,428	71,428
Sandra Hook	67,858	-	–	-	-	67,858	67,858
Simon Tolhurst	67,858	-	–	-	-	67,858	67,858
William Deane*	67,858	-	–	-	-	67,858	67,858
Mark Kehoe	–	1,200,000	-	-	-	1,200,000	-
	310,717	**1,200,000**	**–**	**–**	**(35,715)**	**1,475,002**	**275,002**

* William Deane holds the beneficial interest in options through Exto Partners Australia Pty Ltd atf the Exto Unit Trust and due to the beneficial ownership structure of that company he only claims an interest in 50% of these options.

** Unvested shared options were forfeited at resignation date 3rd March 2025.

The terms and conditions of each grant of options affecting remuneration of this financial year or future reporting years are as follows:

Grant date	Expiry Date	Share price at grant date	Exercise price	Number of options issued	Number of options forfeited	Balance at the end of the year	Fair value at grant date
15/12/2022	31/12/2028	$1.15	$1.40	103,571	-	103,571	$0.27
15/12/2022	31/12/2029	$1.15	$1.40	103,571	-	103,571	$0.42
15/12/2022	31/12/2030	$1.15	$1.40	103,575	(35,714)	67,861	$0.53
11/11/2024	11/11/2033	$0.11	$0.24	600,000	-	600,000	$0.06
11/11/2024	11/11/2033	$0.11	$0.24	600,000	-	600,000	$0.05

Options granted carry no dividend or voting rights.

E. FY25 REMUNERATION OUTCOMES AND ALIGNMENT TO PERFORMANCE

FY25 marked the appointment of a new CEO and the rollout of a transitional remuneration framework. Mark Kehoe commenced in November 2024, leading a strategic reset amid significant industry and policy disruption. Over $7 million in annualised savings were achieved through structural change and cost reduction. Key milestones included the re-enrolment of over 1,900 International House students, property rationalisation, and operational efficiency improvements. Despite ongoing regulatory challenges, the Group reported revenue of $95.9 million, stable underlying EBITDA, and a year-end cash position of $18.9 million.

Measure	FY25	FY24	FY23	FY22	FY21
Revenue ($'000)	95,873	111,367	102,220	46,819	16,277
Underlying EBITDA* ($'000)	14,324	14,960	16,674	3,576	2,021
Diluted EPS (cents per share)	(6.59)	(14.11)	1.61	(0.94)	0.05
Share Price as at 30 June ($)	$0.14	$0.19	$1.51	$0.65	$0.60
Average STI payout (% of target) **	100%	23%	125%	100%	N/A
LTI outcome (% vested) **	0%	-	100%	-	-
LTI stretch outcome (% vested) **	N/A	-	-	-	-

* EBITDA is earnings before interest, tax, depreciation and amortisation, and excludes the effects of significant items.

** For FY25 the STI/LTI payout outcome % includes continuing CEO only and excludes former CEO & CFO.

F. OTHER TRANSACTIONS WITH KMP

There are no loans from the Company to KMP.

The Group leases commercial premises at 56-58 Nerang Street, Southport QLD 4215 from Clark Property Partners associated with Director Angus Johnson, who qualifies as a related party under AASB 124. The lease commenced on 1 September 2023, with annual payments of $962,176 (FY24: $775,757), exclusive of GST. The lease terms are based on independent market benchmarking and are at arm's length. The transaction was entered into before Angus Johnson was appointed a director of the Group. Outstanding rent as at 30 June 2025 was $91,194 (FY24: $87,876), with future undiscounted commitments of $9,426,430 (FY24: $10,307,903) over the next eight years.

Apart from the remuneration paid to KMP, there were no other amounts paid to KMP or their related parties during FY25.

This concludes the remuneration report, which has been audited.

SHARES UNDER OPTION

The table below represents the options outstanding at the date of this report.

Grant date	Expiry Date	Number of Options	Exercise price
15/12/2022	31/12/2028	103,571	$1.40
15/12/2022	31/12/2029	103,571	$1.40
15/12/2022	31/12/2030	67,860	$1.40
11/11/2024	11/11/2033	600,000	$0.24
11/11/2024	11/11/2033	600,000	$0.24
		1,475,002	

Options granted during the year relate to Key Management Personnel and are detailed in the remuneration report. No option holder has any right to participate in any other share issue of the Company.

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 the liability arises out of conduct involving a lack of good faith.

During the financial year, the Company paid an insurance premium in respect of a directors' and officers' liability insurance policy 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 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 party 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

During the year, Pitcher Partners Sydney provided no services in addition to their statutory audit services. Non-audit fees amounted to $nil (FY25: $nil).

In the event that non-audit services are provided by Pitcher Partners Sydney, the Board has established certain procedures to ensure that the provision of non-audit services are compatible with, and do not compromise, the auditor independence requirements of the *Corporations Act 2001*. These procedures include:

- non-audit services will be subject to the corporate governance procedures adopted by the Company and will be reviewed by the Board to ensure they do not impact the integrity and objectivity of the auditor; and
- ensuring non-audit services do not involve reviewing or auditing the auditor's own work, acting in a management or decision-making capacity for the Company, acting as advocate for the Company or jointly sharing economic risks and rewards.

OFFICERS OF THE COMPANY WHO ARE FORMER AUDIT PARTNERS OF PITCHER PARTNERS SYDNEY

There are no officers of the Company who are former audit partners of Pitcher Partners Sydney.

ROUNDING OF AMOUNTS

The Company is of a kind referred to in *Corporations Instrument 2016/191*, 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, to the nearest dollar.

AUDITORS INDEPENDENCE DECLARATION

A copy of the auditor's independence declaration as required under section 307C of the *Corporations Act 2001* is set out on the following page.

AUDITOR

Pitcher Partners Sydney continues in office in accordance with section 327 of the *Corporations Act 2001*.

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:

Sandra Hook

Chair of the Board of Directors

27 August 2025

3 Auditor's independence declaration

Pitcher Partners Sydney
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Auditor's Independence Declaration
To the Directors of NextEd Group Limited
ABN 75 105 012 066

In relation to the independent audit of NextEd Group Limited for the year ended 30 June 2025, I declare that to the best of my knowledge and belief there have been:

(i) No contraventions of the auditor independence requirements of the *Corporations Act 2001*; and

(ii) No contraventions of APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)*.

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

Rod Shanley
Partner

Pitcher Partners
Sydney

27 August 2025

4 Financial report

for the year ended 30 June 2025

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 30 June 2025

	Note	30 June 2025 $'000	30 June 2024 $'000
Revenue from continuing operations	2a	95,873	111,367
Cost of sales		(44,798)	(54,088)
Gross profit		**51,075**	**57,279**
Other income	2b	607	37
Interest revenue	2b	451	850
Salaries and employee benefits expense		(23,849)	(26,720)
Depreciation and amortisation expense	4	(14,448)	(15,052)
Impairment of right-of-use assets	10	(8,357)	-
Impairment of leasehold improvements	9	(208)	-
Impairment of other intangible assets	11	(518)	(28,925)
Impairment of receivables	7	(1,616)	(1,266)
Property and occupancy costs		(4,208)	(4,900)
Professional and consulting fees		(1,336)	(1,021)
Marketing expenses		(3,152)	(3,478)
Listed company related costs		(1,067)	(1,278)
Other expenses		(4,595)	(3,693)
Finance costs	4	(3,952)	(4,383)
Loss before tax		**(15,173)**	**(32,550)**
Income tax benefit	5	601	1,319
Net loss for the year attributable to members of the parent entity		**(14,572)**	**(31,231)**
Other comprehensive loss for the year net of tax		(103)	(83)
Total comprehensive loss attributable to members of the parent entity		**(14,675)**	**(31,314)**
Earnings per share:			
Basic loss per share (cents per share)	29	(6.59)	(14.11)
Diluted loss per share (cents per share)	29	(6.59)	(14.11)

The consolidated statement of profit or loss and other comprehensive income is to be read in conjunction with the accompanying notes.

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CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2025

	Note	30 June 2025 $'000	30 June 2024 $'000
Current assets			
Cash and cash equivalents	6	18,895	19,343
Trade receivables	7a	19,852	14,972
Inventories		100	110
Prepayments and other assets	8	6,459	6,742
Total current assets		**45,306**	**41,167**
Non-current assets			
Trade receivables	7b	1,587	2,179
Property, plant and equipment	9	14,034	17,628
Right-of-use asset	10	24,735	41,510
Intangible assets	11	32,177	31,800
Total non-current assets		**72,533**	**93,117**
Total assets		**117,839**	**134,284**
Current liabilities			
Trade and other payables	12	11,622	10,367
Contract liabilities	13a	35,598	30,330
Lease liabilities	14a	8,403	7,472
Employee benefits	16a	2,264	2,323
Provisions	15a	-	203
Total current liabilities		**57,887**	**50,695**
Non-current liabilities			
Contract liabilities	13b	1,587	2,179
Lease liabilities	14b	32,170	40,399
Deferred tax liabilities	17	2,362	2,965
Employee benefits	16b	244	258
Provisions	15b	3,411	3,164
Total non-current liabilities		**39,774**	**48,965**
Total liabilities		**97,661**	**99,660**
Net assets		**20,178**	**34,624**
Equity			
Issued capital	18	103,225	103,115
Reserves	19	56	40
Accumulated losses		(83,103)	(68,531)
Total equity		**20,178**	**34,624**

The consolidated statement of financial position is to be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended 30 June 2025

	Note	Contributed equity $'000	Accumulated losses $'000	Share-based payments reserve $'000	Foreign currency translation reserve $'000	Total equity $'000
Balance at 1 July 2024		**103,115**	**(68,531)**	**84**	**(44)**	**34,624**
Loss for the year		-	(14,572)	-	-	(14,572)
Other comprehensive loss for the year		-	-	-	(103)	(103)
Total comprehensive loss for the year		-	**(14,572)**	-	**(103)**	**(14,675)**
Transactions with owners						
Options exercised	30	-	-	-	-	-
Expired options transfer	30	-	-	-	-	-
Share based payments	30	-	-	229	-	229
Performance rights exercised	30	110	-	(110)	-	-
Balance as at 30 June 2025		**103,225**	**(83,103)**	**203**	**(147)**	**20,178**

	Note	Contributed equity $'000	Accumulated losses $'000	Share-based payments reserve $'000	Foreign currency translation reserve $'000	Total equity $'000
Balance at 1 July 2023		**102,657**	**(40,373)**	**3,115**	**39**	**65,438**
Loss for the year		-	(31,231)	-	-	(31,231)
Other comprehensive loss for the year		-	-	-	(83)	(83)
Total comprehensive loss for the year		-	**(31,231)**	-	**(83)**	**(31,314)**
Transactions with owners						
Options exercised	30	605	-	-	-	605
Expired options transfer	30	-	3,073	(3,073)	-	-
Share based payments	30	-	-	42	-	42
Share buyback	30	(147)	-	-	-	(147)
Balance as at 30 June 2024		**103,115**	**(68,531)**	**84**	**(44)**	**34,624**

The consolidated statement of changes in equity is to be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended 30 June 2025

	Note	30 June 2025 $'000	30 June 2024 $'000
Cash flows from operating activities			
Receipts from customers		91,143	89,412
Receipts from government grants	2(b)	37	37
Interest received		451	850
Payment to suppliers and employees		(80,379)	(88,591)
Net cash from operating activities	23	**11,252**	**1,708**
Cash flows from investing activities			
Payments for property, plant and equipment		(144)	(10,935)
Payments for intangibles		(890)	(476)
Net cash used in investing activities		**(1,034)**	**(11,411)**
Cash flows from financing activities			
Proceeds from issue of shares		-	458
Receipts from release of funds supporting bank guarantees		-	9,932
Repayment of lease liabilities – interest component		(3,707)	(4,383)
Repayment of lease liabilities – principal component		(6,959)	(7,225)
Net cash used in financing activities		**(10,666)**	**(1,218)**
Net decrease in cash and cash equivalents		(448)	(10,921)
Cash and cash equivalents at the beginning of the year		19,343	30,264
Cash and cash equivalents at the end of the year	6	**18,895**	**19,343**

The consolidated statement of cash flows is to be read in conjunction with the accompanying notes.

5 Notes to the consolidated financial statements

NOTE 1. BASIS OF PREPARATION

1.1 Reporting entity

The Financial Report covers NextEd Group Limited (**NextEd** or **the Company**) and its controlled entities (**the consolidated entity or the Group**). NextEd is a for profit company limited by shares whose shares are publicly traded on the Australian Securities Exchange **(ASX)**. The Company is primarily involved in businesses which deliver accredited and non-accredited English language, vocational education and higher education courses. It also operates an education recruitment agency business providing services to international students seeking to undertake tertiary studies in Australia.

1.2 Basis of preparation

The Financial Report has been prepared on the historical cost and accrual basis except where otherwise stated.

These financial statements are general purpose financial statements which have been prepared in accordance with Australian Accounting Standards and Interpretations of the Australian Accounting Standards Board (AASB) and the *Corporations Act 2001 (Cth)*.

The financial Statements were authorised for issue on 27 August 2025 by the directors of the Company.

1.3 Compliance with IFRS

Compliance with AASBs ensures that the financial statements and notes also comply with International Financial Reporting Standards (IFRS) as issued by the IASB.

1.4 Adoption of new and revised accounting standards

The consolidated entity has adopted all of the new or amended Accounting Standards and Interpretations issued by the AASB that are mandatory for the current reporting period. Other than as disclosed in material accounting policy information, the adoption of these new and amended Standards and Interpretations did not have a material impact on the disclosures or on the amounts reported in these consolidated financial statements.

Any new, revised or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted, the impact of these has not yet been assessed.

1.5 Going concern

The Financial Report has been prepared on a going concern basis, which assumes continuity of normal business activities and the realisation of assets and the settlement of liabilities in the normal course of business.

As disclosed in the financial statements, the consolidated entity incurred losses of $14,572,000 and had net cash inflows from operating activities of $11,252,000 for the year ended 30 June 2025. As at 30 June 2025, the consolidated entity had net current liabilities of $12,581,000, and $18,895,000 in cash and cash equivalents on hand, of which $4,565,000 is subject to restrictions resulting in available cash of $14,330,000.

- Included within current liabilities is $8,403,000 of lease liabilities which are payable monthly over a 12-month period;
- Included within current liabilities is $35,598,000 of contract liabilities relating to tuition revenue which has been received or is receivable in advance of the tuition being provided to students;
- The Directors have considered cash flow forecasts that indicate the consolidated entity is expected to continue to operate within the limits of the available cash reserves; and
- If required, the Group has the ability to raise additional funds on a timely basis.

As a result, the Directors believe it is reasonable that the consolidated entity will continue as a going concern, and it is appropriate to present the financial report on a going concern basis after consideration.

1.6 Critical accounting estimates and judgements

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

Allowance for expected credit losses

The allowance for expected credit losses assessment requires a degree of estimation and judgement. It is based on the lifetime expected credit loss, grouped based on days overdue, and makes assumptions to allocate an overall expected credit loss rate for each group. These assumptions include recent sales experience, historical collection rates, and forward-looking information that is available. The allowance for expected credit losses, as disclosed in note 7, is calculated based on the information available at the time of preparation. The actual credit losses incurred in future years may be higher or lower.

Estimation of useful lives of assets

The consolidated entity determines the estimated useful lives and related depreciation and amortisation charges for its property, plant and equipment and finite life intangible assets. The useful lives could change significantly as a result of technical innovations or some other event. The depreciation and amortisation charge will increase where the useful lives are less than previously estimated lives, or technically obsolete or non-strategic assets that have been abandoned or sold will be written off or written down (refer to note 1.15 and 1.16).

Income Tax

The consolidated entity is subject to income taxes in the jurisdictions in which it operates. Significant judgement is required in determining the provision for income tax. There are many transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. Where the final tax outcome of these matters is different from the carrying amounts, such differences will impact the current and deferred tax provisions in the period in which such determination is made.

Recovery of deferred tax assets

Deferred tax assets are recognised for deductible temporary differences only if the consolidated entity considers it is probable that future taxable amounts will be available to utilise those temporary differences and losses. The directors consider it prudent to not recognise the deferred tax assets until there is more certainty in relation to the probability that the consolidated entity will have sufficient future taxable profits available against which the unused tax losses and unused tax credits can be utilised. The directors have assessed the carrying value of deferred tax assets in the consolidated entity as appropriate at 30 June 2025.

Lease term

The lease term is a significant component in the measurement of both the right-of-use asset and lease liability. Judgement is exercised in determining whether there is reasonable certainty that an option to extend the lease or purchase the underlying asset will be exercised, or an option to terminate the lease will not be exercised, when ascertaining the periods to be included in the lease term. In determining the lease term, all facts and circumstances that create an economic incentive to exercise an extension option, or not to exercise a termination option, are considered at the lease commencement date. Factors considered include the importance of the asset to the consolidated entity's operations; comparison of terms and conditions to prevailing market rates; incurrence of significant penalties; existence of significant leasehold improvements for current or potential leases; and the costs and disruption to replace the asset. The consolidated entity reassesses whether it is reasonably certain to exercise an extension option, or not exercise a termination option, if there is a significant event or significant change in circumstances.

Incremental borrowing rate

Where the interest rate implicit in a lease cannot be readily determined, an incremental borrowing rate is estimated to discount future lease payments to measure the present value of the lease liability at the lease commencement date. Such a rate is based on what the consolidated entity estimates it would have to pay a third party to borrow the funds necessary to obtain an asset of a similar value to the right-of-use asset, with similar terms, security and economic environment.

Lease make good provision

A provision has been made for the present value of anticipated costs for future restoration of leased premises. The provision includes future cost estimates associated with closure of the premises. The calculation of this provision requires assumptions such as application of closure dates and cost estimates. The provision recognised for each site is periodically reviewed and updated based on an estimate of dollar per square meter at reporting date. Changes to the estimated future costs for sites are recognised in the statement of financial position by adjusting both the expense or asset, if applicable, and provision.

Share-based payments

The consolidated entity measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by an internal valuation using an option pricing model (details are disclosed in note 30).

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

The judgements, estimates and assumptions are applied in the consolidated financial statements, including the key sources of estimation uncertainty were the same as those applied in the comparative reporting period.

Impairment of non-financial assets

The consolidated entity assesses impairment at each reporting date by evaluating conditions specific to the consolidated entity and to the particular asset that may lead to impairment. The recoverable amount of the asset is then determined. This involves fair value less costs of disposal or value-in-use calculations, which incorporate a number of key estimates and assumptions.

To determine value in use, management has estimated expected future cash flows from each cash generating unit (CGU) and also determined a suitable discount rate in order to calculate the present value of those cash flows. The data used for impairment testing is directly linked to the latest approved budget.

The discount rate calculation is based upon specific circumstances of the consolidated entity and is derived from its weighted average cost of capital (details are disclosed in note 11).

1.7 Rounding of amounts

The Company is of a kind referred to in *ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191*, 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.

1.8 Foreign currency translation

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

Foreign currency transactions

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

Foreign operations

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

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

1.9 Principles of consolidation

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

1.10 Revenue recognition

The consolidated entity recognises revenue as follows:

Revenue from contracts with customers

Revenue is recognised at an amount that reflects the consideration to which the consolidated entity is expected to be entitled in exchange for transferring goods or services to a customer.

Tuition related revenue

Tuition revenue and other education material related revenue are recognised when the consolidated entity satisfies its performance obligation by delivering tuition services and other educational material to the student over time.

Commission revenue

Commission revenue is recognised at the point in time at which the consolidated entity is deemed to have fulfilled its commitment as an agent by placing the student in the course of their choice. This usually occurs upon commencement of the course by the student, at which point in time non-refundable enrolment and tuition fees have been paid by them to the education provider.

Interest

Interest revenue is recognised as interest accrues using the effective interest method. This is a method of calculating the amortised cost of a financial asset and allocating the interest income over the relevant period using the effective interest rate, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

1.11 Income tax

Income tax expense is the tax payable on the Group’s taxable income for the financial year based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities.

Deferred tax assets and liabilities are recognised for temporary differences at the applicable tax rates that will apply when the assets are expected to be recovered or liabilities are expected to be settled.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses to the extent that future taxable profit will be available against which the deductible temporary differences and unused tax losses can be utilised.

The Group’s consolidated revenue for FY2025 is less than €750 million, which is below the threshold for the OECD Pillar Two global minimum tax rules. Therefore, the Group is not required to apply these rules at this time.

No Pillar Two top-up tax liabilities have been recognised, and no deferred tax disclosures are required under the transitional amendments to AASB 112. The Group will continue to monitor the regulatory environment to ensure ongoing compliance if future changes bring it within scope.

1.12 Cash and cash equivalents

Cash and cash equivalents include cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

1.13 Trade and other receivables

Trade receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any allowance for expected credit losses. Trade receivables are generally due for settlement within 30 days. The consolidated entity has applied the simplified approach to measuring expected credit losses, which uses a lifetime expected loss allowance. To measure the expected credit losses, trade receivables have been grouped based on days overdue.

1.14 Property, plant and equipment

Plant and equipment are stated at historical cost less accumulated depreciation and impairment. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Depreciation is calculated on a straight-line basis to write off the net cost of each item of property, plant and equipment over their expected useful lives as follows:

Leasehold improvements	5-10 years
Plant and equipment	2-10 years
Motor vehicles	5 years
Computer equipment	2-5 years

Leasehold improvements and plant and equipment under lease are depreciated over the unexpired period of the lease or the estimated useful life of the assets, whichever is shorter. Any landlord incentives that are specific to leasehold improvements have been offset against the costs of those assets.

1.15 Right-of-use assets

A right-of-use asset is recognised at the commencement date of a lease. The right-of-use asset is measured at cost, which comprises the initial amount of the lease liability, adjusted for, as applicable, any lease payments made at or before the commencement date net of any lease incentives received, any initial direct costs incurred, and, except where included in the cost of inventories, an estimate of costs expected to be incurred for dismantling and removing the underlying asset, and restoring the site or asset.

Right-of-use assets are depreciated on a straight-line basis over the unexpired period of the lease or the estimated useful life of the asset, whichever is the shorter. Right-of use assets are subject to impairment or adjusted for any remeasurement of lease liabilities.

The consolidated entity has elected not to recognise a right-of-use asset and corresponding lease liability for short-term leases with terms of 12 months or less and leases of low-value assets. Lease payments on these assets are expensed to profit or loss as incurred.

1.16 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. Finite life intangible assets are subsequently measured at cost less amortisation and any impairment. The method and useful lives of finite life intangible assets are reviewed annually. Changes in the expected pattern of consumption or useful life are accounted for prospectively by changing the amortisation method or period.

Goodwill

Where an entity or operation is acquired in a business combination, the identifiable net assets acquired are measured at fair value. The excess of the fair value of the cost of the acquisition over the fair value of the identifiable net assets acquired is brought to account as goodwill. Goodwill is not amortised. Instead, goodwill is tested for impairment (if not already fully impaired) annually, or more frequently if events or changes in circumstances indicate that it might be impaired and is carried at cost less accumulated impairment losses. Impairment losses on goodwill are taken to profit or loss and are not subsequently reversed. For the purposes of impairment testing, goodwill is allocated to each of the consolidated entity's cash-generating units (CGU) (or groups of CGUs) that is expected to benefit from the synergies of the combination. On disposal of the relevant CGU, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

Brand names

Brand names acquired as part of a business combination are recognised at fair value on acquisition. Brand names are not amortised. Instead, brand names are tested for impairment (if not already fully impaired) annually, or more frequently if events or changes in circumstances indicate that it might be impaired and is carried at cost less accumulated impairment losses. Impairment losses on brand names are taken to profit or loss and are not subsequently reversed.

Training materials

Training materials acquired as part of a business combination are recognised at fair value on acquisition.

Agent and student relationships

Agent and student relationships acquired as part of a business combination are recognised at fair value on acquisition. No asset is recognised for internally generated relationships.

Course materials

Course development expenditure includes copyrights and licenses which are recognised as an asset at cost less any impairment losses. Once delivery of the course to which the development costs relate has commenced the associated costs are amortised over the life of the accreditation, being their finite useful life between two and three years.

Subsequent measurement

Amortisation of intellectual property is charged to operating expenses and/or cost of services on a straight-line basis over their estimated useful lives, from the date they are available for use. The residual values and useful lives are reviewed at each reporting date and adjusted, if appropriate. The following useful lives are used in the calculation of amortisation:

Goodwill	Not amortised but tested annually for impairment
Brand names	Not amortised but tested annually for impairment
Licensed operations	7 years
Training materials	7 years
Agent relationships	10 years
Course materials	2-3 years
Student relationships	3 years

1.17 Contract liabilities

Contract liabilities relate to tuition fees invoiced but not yet earned in relation to all student tuition invoices. These invoiced tuition fees are recognized as revenue in monthly increments as education services are provided to the students.

1.18 Lease liabilities

A lease liability is recognised at the commencement date of a lease. The lease liability is initially recognised at the present value of the lease payments to be made over the term of the lease, discounted using the incremental borrowing rate.

Lease liabilities are measured at amortised cost using the effective interest method. The carrying amounts are remeasured if there is a change in the following: future lease payments arising from a change in lease incentives; lease term and certainty of a purchase option. When a lease liability is remeasured, an adjustment is made to the corresponding right-of use asset.

1.19 Make good provisions

Make good provisions are recognised when the consolidated entity has a present (legal or constructive) obligation as a result of a past event, it is probable the consolidated entity will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. Provisions are discounted using a current pre-tax rate specific to the lease liability. The increase in the provision resulting from the passage of time is recognised as a finance cost.

1.20 Employee benefits

Short-term employee benefits

Liabilities for wages and salaries and other employee benefits expected to be settled wholly within 12 months of the reporting date are measured at the amounts expected to be paid when the liabilities are settled.

Long-term employee benefits

Employee benefits not expected to be settled within 12 months of the reporting date are measured as the present value of expected future payments to be made in respect of services provided by employees up to the reporting date. Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the reporting date on high quality corporate bonds with terms to maturity and currency that match, as closely as possible, the estimated future cash outflows.

1.21 Issued capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares, performance rights or options are shown in equity as a deduction, net of tax, from the proceeds.

NOTE 2. REVENUE AND OTHER INCOME

	30 June 2025 $'000	30 June 2024 $'000
a. Revenue from contracts with customers		
Tuition related revenue	91,159	106,830
Commission revenue	4,714	4,537
	95,873	**111,367**
Geographical regions		
Australia	94,201	109,747
Europe	1,333	1,218
South America	339	402
	95,873	**111,367**
Timing of revenue recognition		
Services transferred at a point in time	4,714	4,537
Services transferred over time	91,159	106,830
	95,873	**111,367**
b. Other income		
Export market development grant	37	37
Interest income	451	850
Other income	570	-
	1,058	**887**

NOTE 3. OPERATING SEGMENTS

Identification of reportable operating segments

The consolidated entity is organised into four operating segments: International, Technology & Design, Domestic Vocational and Go Study. These operating segments are based on the internal reports that are reviewed and used by the Chief Executive Officer who is identified as the Chief Operating Decision Maker (‘CODM’) in the assessing of performance and in determining the allocation of resources. There is no aggregation of operating segments.

The CODM assesses the performance of the operating segments based on measures of earnings before interest, tax, depreciation, and amortisation (’EBITDA’) and earnings before interest and tax (‘EBIT’). EBITDA and EBIT are presented on a continuing operations basis and exclude the effects of significant items such gains or losses on disposal of businesses and restructuring related costs. The information reported to the CODM is on at least a monthly basis.

Types of products and services

The principal products and services of each of these operating segments are as follows:

International	A provider of English Language Intensive Courses for Overseas Students (‘ELICOS’), and Vocational Education and Training (‘VET’) courses in Business, Leadership and Management, Project Management, Marketing and Communication, Commercial Cookery, Hospitality, Healthcare and Community Services for overseas students.
Technology & Design	A provider of face-to-face and online courses in Information Technology, Digital Design, Interactive Multimedia, Computer Coding, Digital Marketing, Games and Apps Programming, and Digital Filmmaking.
Domestic Vocational	A provider of vocational courses to domestic students in Commercial Cookery, Hospitality, Business, Community Services, Healthcare, Construction, Information Technology and interior design.
Go Study	An international student advisory recruitment agency with offices in Australia (Sydney, Melbourne, Brisbane, Gold Coast, Perth), Europe (Spain, France, Italy) and South America (Chile, Mexico).

Intersegment transactions

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

Intersegment receivables, payables and loans

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

Segments’ assets and liabilities

The Chief Operating Decision Maker (CODM) does not receive segment asset or liability information; accordingly, such disclosures are not presented.

Consistent with the geographical regions’ segmentation of revenue, the Group’s non-current assets are primarily attributable to its operations in Australia, which account for over 99.9% of the total. The balance of $4,172 relates to fixed assets supporting the Group’s limited operations in Europe and South America. (FY24: $5,312)

Prior period cost allocation

During the current period, the Group changed the basis for allocating corporate costs to operating segments to better reflect each segments consumption of shared overhead costs, and to align with internal management reporting. Comparative segment information has been restated accordingly.

International School of Colour and Design (ISCD)

Operating responsibility for the International School of Colour and Design (ISCD) was transferred from Technology & Design to the Domestic operating segment at the beginning of FY25.

	International $'000	Technology & Design $'000	Domestic Vocational $'000	Go Study $'000	Corporate / unallocated $'000	Total $'000
12 months ended 30 June 2025						
Revenue from customers	72,314	9,620	9,215	4,724	-	95,873
Intersegment revenue	(1,344)	(21)	-	1,365	-	-
Total sales revenue	**70,970**	**9,599**	**9,215**	**6,089**	**-**	**95,873**
Agent commissions	(18,577)	(682)	(568)	-	-	(19,827)
Education expenses	(19,934)	(2,706)	(2,331)	-	-	(24,971)
Cost of sales	**(38,511)**	**(3,388)**	**(2,899)**	**-**	**-**	**(44,798)**
Gross margin	**32,459**	**6,211**	**6,316**	**6,089**	**-**	**51,075**
Operating costs	(16,399)	(6,517)	(4,845)	(5,581)	(3,446)	(36,788)
Government grants	-	-	-	37	-	37
EBITDA before significant items	**16,060**	**(306)**	**1,471**	**545**	**(3,446)**	**14,324**
Depreciation & amortisation (A)	(6,890)	(1,341)	(518)	(143)	(5,556)	(14,448)
EBIT before significant items	**9,170**	**(1,647)**	**953**	**402**	**(9,002)**	**(124)**
Net finance cost (B)						(3,501)
Restructuring and leadership transition costs (C)						(1,407)
Impairment of right-of-use assets (D)						(8,357)
Impairment of intangible assets (E)						(518)
Impairment of leasehold improvements						(208)
Other items (F)						(1,058)
Net profit/loss before income tax						**(15,173)**
Gross margin %	45.7%	64.7%	68.5%	100.0%	n/m*	53.3%
EBITDA margin %	22.6%	(3.2%)	16.0%	9.0%	n/m*	14.9%

*n/m – not meaningful

Explanation of statutory adjustments

(A) Consist of depreciation of $11.5 million & amortisation of $2.9 million for training/course materials, agency & customer contracts

(B) Interest expense on right-of-use assets net of interest income on cash reserves

(C) Cost relating to recruitment of CEO/CFO and restructuring activities undertaken in the period

(D) Impairment of right-of-use assets related to unutilised Sydney & Melbourne campuses and corporate head office

(E) Impairment of intangibles attributable to Technology & Design segment

(F) Change in expected credit loss provision ($0.3 million), true up of agency commission ($0.6 million), and GST and other adjustments ($0.1) million

	International $'000	Technology & Design $'000	Domestic Vocational $'000	Go Study $'000	Corporate / unallocated $'000	Total $'000
12 months ended 30 June 2024						
Revenue from customers	85,847	11,769	9,232	4,519	-	111,367
Intersegment revenue	(1,295)	(51)	-	1,346	-	-
Total sales revenue	**84,552**	**11,718**	**9,232**	**5,865**	**-**	**111,367**
Agent commissions	(20,797)	(797)	(450)	-	-	(22,044)
Education expenses	(26,899)	(2,891)	(2,253)	(1)	-	(32,044)
Cost of sales	**(47,696)**	**(3,688)**	**(2,703)**	**(1)**	**-**	**(54,088)**
Gross margin	**36,856**	**8,030**	**6,529**	**5,864**	**-**	**57,279**
Operating costs (A)	(20,627)	(7,790)	(4,795)	(5,550)	(3,594)	(42,356)
Government grants	-	-	-	37	-	37
EBITDA before significant items	**16,229**	**240**	**1,734**	**351**	**(3,594)**	**14,960**
Depreciation & amortisation (B)	(7,605)	(2,343)	(444)	(219)	(4,441)	(15,052)
EBIT before significant items	**8,624**	**(2,103)**	**1,290**	**132**	**(8,035)**	**(92)**
Net finance costs (C)						(3,533)
Impairment of intangible assets (D)						(28,925)
Net profit/loss before income tax						**(32,550)**
Gross margin %	43.6%	68.5%	70.7%	100.0%	n/m	51.4%
EBITDA margin %	19.2%	2.0%	18.8%	6.0%	n/m	13.4%

Explanation of statutory adjustments

(A) During the current period, the Group changed the basis for allocating corporate costs to operating segments to better reflect each segments consumption of shared overhead costs, and to align with internal management reporting. Comparative segment information has been restated accordingly.

(B) Consist of depreciation of $12.0 million & amortisation of $3.1 million for training/course materials, agency & customer contracts

(C) Interest expense on right-of-use assets, net of interest income on cash reserves

(D) Impairment of intangibles attributed to Technology & Design segment

NOTE 4. EXPENSES

	30 June 2025 $'000	30 June 2024 $'000
Profit / (loss) before tax includes the following specific expenses:		
Depreciation		
Leasehold improvements	2,572	2,098
Plant and equipment	958	905
Land and buildings right-of-use assets	8,011	8,962
Office equipment right-of-use assets	-	6
Amortisation		
Licensed operations	383	616
Course materials	456	480
Training materials	635	1,142
Agent relationships	816	843
Student relationships	617	-
Total depreciation and amortisation	**14,448**	**15,052**
Impairment of non-financial assets		
Goodwill	-	22,900
Right-of-use assets	8,357	-
Other intangible assets	518	6,025
Leasehold improvements	208	-
Total impairment of non-financial assets	**9,083**	**28,925**
Finance costs		
Movement in the present value of provisions	245	224
Interest and finance charges paid/payable on lease liabilities	3,707	4,159
Finance costs expensed	**3,952**	**4,383**
Leases		
Short-term lease payments	270	1,045
Low-value assets lease payments	88	182
Total short term and low value lease payments	**358**	**1,227**
Superannuation expense		
Defined contribution superannuation expense	**4,208**	**4,900**
Share-based payment	**229**	**42**

NOTE 5. INCOME TAX

	2025 $000's	2024 $000's
a. Income tax benefit		
Deferred tax expense	(601)	(2,971)
Deferred tax expense – recognition of previously unrecognised DTA for prior year losses	294	
Current tax expense	(294)	1,652
	(601)	**(1,319)**
b. Reconciliation of income tax expense to prima facie tax payable		
The prima facie tax benefit at 30% (FY2024: 30%) on loss from ordinary activities before income tax in reconciled to the income tax expense as follows:		
Accounting loss before tax	(14,572)	(32,550)
Prima facie tax benefit on operating loss at 30% (2024: 30%)	(4,372)	(9,765)
Add / (less) tax effect of:		
• Impairment	2,725	7,935
• Other non-deductible expenses	95	37
• Utilisation of prior year losses for which DTAs were not recognised	115	(1,652)
• Other temporary differences not recognised	836	2,126
Income tax benefit attributable to operating loss	**(601)**	**(1,319)**
c. Franking credits available for use in subsequent reporting periods	1,506	1,506

NOTE 6. CASH AND CASH EQUIVALENTS

	30 June 2025 $'000	30 June 2024 $'000
Cash at bank	12,537	12,936
Term deposits with less than 90-day maturities	6,358	6,407
	18,895	**19,343**

As at 30 June 2025, the Cash and cash equivalents balance at the end of the period includes $4,565,000 of 'restricted cash', being amounts held by CBA in relation to bank guarantees issued on behalf of the Group in respect of its leases. Refer also to note 31.

In accordance with the *Education Services for Overseas Students Act 2000* (ESOS Act), the Group ensures that sufficient funds are maintained to meet its obligations to international students under the ESOS Act Prepaid Tuition Obligations. At all times, the Group must hold adequate cash reserves to repay any prepaid tuition fees related to students who have not yet commenced their courses. As at 30 June 2025, the Group held $4,500,000 in respect of ESOS Act Prepaid Tuition Obligations. (FY24: $6,050,924).

NOTE 7. TRADE AND OTHER RECEIVABLES

	30 June 2025 $'000	30 June 2024 $'000
Trade receivables	22,596	17,711
Less: allowance for expected credit losses	(1,157)	(560)
	21,439	**17,151**

	30 June 2025 $'000	30 June 2024 $'000
a. Current	19,852	14,972
b. Non-current	1,587	2,179
Total trade receivables	**21,439**	**17,151**

Allowance for expected credit losses	30 June 2025 $'000	30 June 2024 $'000
Opening balance	(560)	(1,407)
Additional provisions recognised	(1,616)	(1,266)
Receivables written off during the year as uncollectable	1,019	2,113
Closing balance	**(1,157)**	**(560)**

For detailed movement of receivables and expected credit loss per ageing group please refer to note 20 Financial Instruments.

NOTE 8. PREPAYMENTS AND OTHER ASSETS

	30 June 2025 $'000	30 June 2024 $'000
a. Current		
Security deposits	364	378
Prepayments	844	655
Deferred agent costs	3,488	4,112
Other current assets	1,763	1,597
	6,459	**6,742**
Total prepayment and other assets	**6,459**	**6,742**

NOTE 9. PROPERTY, PLANT, AND EQUIPMENT

	30 June 2025 $'000	30 June 2024 $'000
Leasehold improvements	18,978	14,874
Accumulated depreciation	(6,708)	(4,136)
Accumulated impairment	(208)	-
	12,062	**10,738**
Plant and equipment	3,387	2,704
Accumulated depreciation	(1,900)	(1,529)
	1,487	**1,175**
Computer equipment	2,277	2,126
Accumulated depreciation	(1,820)	(1,239)
	457	**887**
Motor vehicles	138	138
Accumulated depreciation	(110)	(103)
	28	**35**
Assets under construction – at cost	**-**	**4,793**
Total property, plant, and equipment	**14,034**	**17,628**

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Movements in carrying amounts

	Leasehold improvements $'000	Plant and equipment $'000	Computer equipment $'000	Motor vehicles $'000	Assets under construction $'000	Total $'000
Carrying amount at 1 July 2024	**10,738**	**1,175**	**887**	**35**	**4,793**	**17,628**
Additions	96	22	26	-	-	**144**
Transfers in & (out)	4,008	661	124	-	(4,793)	**-**
Impairment	(208)	-	-	-	-	**(208)**
Depreciation expense	(2,572)	(371)	(580)	(7)	-	**(3,530)**
Carrying amount at 30 June 2025	**12,062**	**1,487**	**457**	**28**	**-**	**14,034**
Carrying amount at 1 July 2023	**4,354**	**959**	**1,036**	**44**	**3,303**	**9,696**
Additions	5,410	568	395	-	4,562	**10,935**
Transfers in & (out)	3,072	-	-	-	(3,072)	**-**
Depreciation expense	(2,098)	(352)	(544)	(9)	-	**(3,003)**
Carrying amount at 30 June 2024	**10,738**	**1,175**	**887**	**35**	**4,793**	**17,628**

NOTE 10. RIGHT-OF-USE ASSETS

	30 June 2025 $'000	30 June 2024 $'000
Non-current assets		
Land and buildings – right-of-use	63,208	63,208
Less: accumulated depreciation	(29,709)	(21,698)
Less: impairment	(8,357)	-
Less: modifications/disposals	(407)	-
Total non-current assets	**24,735**	**41,510**

1. The Group leases premises for its offices and campuses under commercial lease agreements of between one and seven years, and in most cases with an option clause to extend. The leases have various escalation clauses. Whilst option clauses provide lease term certainty, the terms of the lease are usually renegotiated at the time of renewal.
2. During the year, the Group recognised total impairment losses of $8,357,000 on right-of-use assets (FY24: Nil). This comprised $4,059,709 relating to individual asset impairments and $4,297,714 recognised through the impairment assessment of the T&D CGU. $5,043,502 of this impairment was recognised in H1 FY25 as announced on 26 February 2025. Further details are provided in note 11.

NOTE 11. INTANGIBLE ASSETS

	30 June 2025 $'000	30 June 2024 $'000
Non-current		
Goodwill		
Goodwill	38,747	38,747
Less: accumulated impairment	(22,900)	(22,900)
	15,847	**15,847**
Licensed operations		
Licenced operations – at cost	4,670	4,670
Less: accumulated amortisation	(4,670)	(4,287)
	-	**383**
Course materials		
Copyrights – at cost	2,154	1,405
Impairment	(518)	-
Less: accumulated amortisation	(1,355)	(899)
Work in progress	-	560
	281	**1,066**
Brand name		
Brand names – at cost	9,562	9,562
Less: accumulated impairment	(3,676)	(3,676)
	5,886	**5,886**
Training materials		
Training materials – at cost	7,993	7,993
Less: accumulated amortisation	(3,775)	(3,140)
Less: accumulated impairment	(2,155)	(2,155)
	2,063	**2,698**
Agent relationships		
Agent relationships – at cost	8,432	8,432
Less: accumulated amortisation	(3,134)	(2,318)
Less: accumulated impairment	(194)	(194)
	5,104	**5,920**
Student Relationships		
Student Relationships – at cost	3,613	-
Less: accumulated amortisation	(617)	-
	2,996	**-**
Total intangible assets	**32,177**	**31,800**

Movements in carrying amounts

	Goodwill $'000	Licensed operation $'000	Course materials $'000	Brand names $'000	Training material $'000	Agent relationships $'000	Student relationships $'000	Total $'000
Carrying amount at 1 July 2024	**15,847**	**383**	**1,066**	**5,886**	**2,698**	**5,920**	**-**	**31,800**
Additions	-	-	189	-	-	-	3,613	3,802
Amortisation expense	-	(383)	(456)	-	(635)	(816)	(617)	(2,907)
Impairment expense	-	-	(518)	-	-	-	-	(518)
Carrying amount at 30 June 2025	**15,847**	**-**	**281**	**5,886**	**2,063**	**5,104**	**2,996**	**32,177**
Carrying amount at 1 July 2023	**38,747**	**999**	**1,070**	**9,562**	**5,995**	**6,957**	**-**	**63,330**
Additions	-	-	476	-	-	-	-	476
Amortisation expense	-	(616)	(480)	-	(1,142)	(843)	-	(3,081)
Impairment expense	(22,900)	-	-	(3,676)	(2,155)	(194)	-	(28,925)
Carrying amount at 30 June 2024	**15,847**	**383**	**1,066**	**5,886**	**2,698**	**5,920**	**-**	**31,800**

Student relationship acquisition

On 9 December 2024, NextEd Group signed a term sheet to acquire the right to contact and make offers to international students from IH Training Services Pty Limited (IH) (in administration) in Sydney, Melbourne, Adelaide, and the Gold Coast. These rights enabled NextEd to offer displaced students the opportunity to enrol in the same or substantially similar courses with NextEd, with minimal disruption to their studies.

Total consideration paid was $3,612,723, comprising cash payments of $700,628 and assumed liabilities to teach students who had pre-paid fees to IH, which NextEd will honour, totalling $2,912,095. This transaction generated an intangible asset of $3,612,723, which will be amortised over three years.

Impairment testing of goodwill and other intangible assets

A comprehensive impairment review was conducted at 30 June 2025. The recoverable amount of each cash generating unit (CGU) that includes goodwill or indefinite life intangibles was reviewed. Below is the allocation of goodwill and other intangible assets to CGU's as at period end, subsequent to the impairment review.

Goodwill and intangible assets

The allocation of the carrying value of goodwill and other intangible assets prior to any impairment and used for impairment testing for each CGU is as follows:

	International $'000	Technology & Design $'000	Go Study $'000	Domestic Vocational $'000	Consolidated $'000
Goodwill	14,706	-	-	1,141	15,847
Course materials	200	-	-	81	281
Brand names	5,886	-	-	-	5,886
Training materials	2,063	-	-	-	2,063
Agent relationships	5,104	-	-	-	5,104
Student relationships	2,996	-	-	-	2,996
Carrying amount at 30 June 2025	**30,955**	**-**	**-**	**1,222**	**32,177**

Goodwill recorded in the Corporate segment has been allocated to the CGU's for the purposes of impairment testing.

Impairment testing of intangible assets

As at 30 June 2025, the Group conducted its annual impairment assessment for all non-current assets, including goodwill, identifiable intangible assets, and other property, plant and equipment, in accordance with AASB 136 *Impairment of Assets*. This review involved evaluating the recoverable amount of each cash-generating unit (CGU) to determine whether any impairment indicators existed, or whether previously recognised impairments should be reversed.

The Group has identified the following CGUs for impairment testing purposes:

- International
- Technology & Design
- Go Study
- Domestic Vocational

Each CGU was evaluated as a separate unit for the purpose of testing the recoverability of associated assets. Description of each CGU is disclosed in note 3.

Methodology

The recoverable amount of each CGU was determined based on value-in-use (VIU) calculations. These were derived from five-year cash flow forecasts reviewed by the Board, reflecting the current operating environment, market conditions, enrolment trends, cost base structures, and regulatory settings.

A terminal value was applied at the end of the forecast period. Cash flows were discounted using post-tax discount rates reflective of the Group's weighted average cost of capital, adjusted for CGU-specific risks.

Key Assumptions Used in VIU Models

Assumption	Applied Range / Value
Forecast Period	5 years (FY24: 5 years)
Terminal Growth Rate	2.0% (FY24: 2.0%)
Post-Tax Discount Rate	13.4% (FY24: 13.4%)
EBITDA Margins	Based on historical averages

Revenue Growth assumptions are varied for each CGU and periods. The details are outlined below:

	2025 model		2024 model	
	FY26	Remaining years CAGR*	FY25	Remaining years CAGR*
International	3.9%	4.7%	(21.5%)	7.4%
Technology & Design	(21.8%)	6.0%	7.0%	7.1%
Go Study Australia	2.0%	4.5%	(0.5%)	11.0%
Domestic Vocational	6.1%	6.9%	22.8%	12.2%

* CAGR - Compound annual growth rate

These assumptions reflect current industry and policy conditions, including tightened visa approvals impacting international enrolments, cost base rationalisation, and organic growth initiatives in domestic markets.

International:

In FY24, uncertainty regarding government policy on student visas led to a conservative FY25 revenue forecast, anticipating a decline. Actual FY25 revenue decreased by 16.1%, which was less than projected. This variance reflected stabilising conditions, informed by government policy updates and commentary on New Overseas Student Commencements (NOSC), as well as diversification of revenues from English courses to Vocational courses. These factors have contributed to a FY26 revenue forecast increase of 3.9%.

Technology & Design:

In FY25, revenue decreased by 18.1%. International higher education enrolments in this area continued to be affected by government policy changes, while developments in artificial intelligence and shifts in the technology sector reduced demand for computer design and coding degrees. The FY26 model assumes a decline of a further 21.8%, continuing the FY25 trend due to ongoing policy impacts and evolving technology-related demand patterns. The course portfolio remains under review to align with market and skills requirements.

Domestic Vocational:

In FY25, the segment generated revenue of $9.2 million, a 0.2% decrease compared to FY24 ($9.23 million). Performance remained stable. The FY26 revenue forecast indicates growth of 6.1%, supported by growing demand in key vocational areas such as community services and healthcare.

Based on the value in use model, the DCF valuations of the CGU's at 30 June 2025 was:

$000's	VIU	Carrying value*	Headroom / (deficit)
International	61,518	48,283	13,235
Technology & Design	(6,339)	(4,787)	(1,552)
Go Study Australia	3,634	980	2,654
Domestic Vocational	13,382	5,229	8,153
Total	**72,195**	**49,705**	**22,490**

* represents the carrying value of net assets tested for impairment purposes

The carrying value of the Technology & Design CGU is in a negative position (-$4.8 million) at 30 June 2025, as a result of historical impairments, including $4.1 million booked in H1 FY25, and the impact of allocating relevant group / shared assets to each segment in accordance with the standard.

Results of impairment testing

The following table summarises the impairments on intangible assets recognised in the current year as a result of the impairment testing:

	International $'000	Technology & Design $'000	Go Study $'000	Domestic Vocational $'000	Consolidated $'000
Goodwill	-	-	-	-	-
Brand names	-	-	-	-	-
Course materials	-	518	-	-	518
Training materials	-	-	-	-	-
Agent relationships	-	-	-	-	-
Impairments recognised	**-**	**518**	**-**	**-**	**518**

Impact of possible changes in key assumptions

Management has carried out sensitivity analysis on the recoverable amounts based on a change in both the discount rate and the terminal value growth rate of plus or minus 1%, as well as the impact of faster/(slower) growth in revenue as set out below.

Sensitivity – International	Change in valuation
1.0% lower/(higher) discount rate	$5.0 million
1.0% lower/(higher) terminal value growth rate	$3.1 million
3.0% increase / (reduction) in revenue	$10.6 million

Sensitivity – Technology & Design	Change in valuation
1.0% lower/(higher) discount rate	$0.5 million
1.0% lower/(higher) terminal value growth rate	$0.7 million
3.0% increase / (reduction) in revenue	$1.6 million

Sensitivity – Go Study	Change in valuation
1.0% lower/(higher) discount rate	$0.3 million
1.0% lower/(higher) terminal value growth rate	$0.2 million
3.0% increase / (reduction) in revenue	$1.7 million

Sensitivity – Domestic Vocational	Change in valuation
1.0% lower/(higher) discount rate	$1.1 million
1.0% lower/(higher) terminal value growth rate	$0.7 million
3.0% increase / (reduction) in revenue	$2.0 million

NOTE 12. TRADE AND OTHER PAYABLES

	30 June 2025 $'000	30 June 2024 $'000
Current		
Trade payables	2,756	2,964
Payroll accruals	2,033	2,308
Accrued expenses	6,185	3,650
Customer advances	325	448
Other payables	323	997
	11,622	**10,367**

NOTE 13. CONTRACT LIABILITIES

	30 June 2025 $'000	30 June 2024 $'000
Contract liabilities from contracts with customers	37,185	32,509
	37,185	**32,509**

Tuition related performance obligations

The aggregate amount of the transaction price allocated to tuition related services, which are paid in advance or due for payment and are yet to be delivered at balance date was $37,185,000 as at 30 June 2025 (30 June 2024: $32,509,000) and is expected to be recognised as revenue in future periods.

The duration of study is used to measure the progress of the performance obligation to determine how much revenue should be recognised, and that revenue is recognised as the performance obligation is satisfied.

The ageing of the expected performance obligation of contract liabilities are as follows:

Contract liabilities from contracts with customers	30 June 2025 $'000	30 June 2024 $'000
a. Current	35,598	30,330
b. Non-current	1,587	2,179
Total contract liabilities	**37,185**	**32,509**

Contract liabilities relate to tuition fees in relation to domestic and international students where an agreement has been signed and a payment plan is in place with students for studies which are expected to be undertaken after the balance date. The Group has determined that there is no significant financing component in these arrangements, as the period between payment and delivery of services is generally less than 12 months at contract inception.

Future tuition fees for students currently enrolled in a course and with a contract in place totals $41,625,000 (30 June 2024: $35,900,000) and will be invoiced and become payable by the students in future periods. These amounts represent tuition fees that are contractually committed but not yet due or invoiced at balance date.

NOTE 14. LEASE LIABILITIES

	30 June 2025 $'000	30 June 2024 $'000
a. Current	8,403	7,472
b. Non-current	32,170	40,399
Total lease liabilities	**40,573**	**47,871**

The remaining contractual maturities of lease liabilities outlined below belong to land and building leases.

	Average interest rate %	Less than 1 year $'000	Between 1 year and 2 years $'000	Between 2 years and 7 years $'000	Total contractual maturity $'000
2025					
Undiscounted lease payments	8.56%	11,452	11,650	26,350	49,452
2024					
Undiscounted lease payments	8.83%	11,172	11,349	37,915	60,436

NOTE 15. PROVISIONS

	30 June 2025 $'000	30 June 2024 $'000
a. Current	-	203
b. Non-current	3,411	3,164
Total provisions for lease make good obligations	**3,411**	**3,367**

Movements in provisions:

	Lease make good $'000
Carrying amount at 1 July 2024	3,367
Finance cost of unwinding present value of provisions	245
Payments and amounts written back	(201)
Carrying amount at 30 June 2025	**3,411**

	Lease make good $'000
Carrying amount at 1 July 2023	2,764
Finance cost of unwinding present value of provisions	603
Carrying amount at 30 June 2024	**3,367**

NOTE 16. EMPLOYEE PROVISIONS

	30 June 2025 $'000	30 June 2024 $'000
a. Current		
Provision for annual leave	1,653	1,777
Provision for long service leave	611	546
Total current employee provisions	**2,264**	**2,323**
b. Non-current		
Provision for long service leave	244	258
Total non-current employee provisions	**2,508**	**2,581**

NOTE 17. DEFERRED TAXATION

Balances

At 30 June 2025, the consolidated entity has unused gross tax losses of $25,918,273 (30 June 2024: $24,979,155) available for offset against future profits.

Net deferred tax assets of $11,742,823 remain unrecognised as it is not considered probable that there will be sufficient future taxable profits available to recover this amount (30 June 2024: $12,896,000).

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Analysis of changes in deferred tax assets and liabilities

30 June 2025	1 July 2024 $'000	Deferred tax assets/ (liabilities) $'000	Deferred tax assets derecognised $'000	Recognised directly in equity $'000	Acquired in a business combination $'000	Other changes $'000	30 June 2025 $'000
Deferred tax assets arising from:							
Leases	-	5,806	(5,806)	-	-	-	-
Assets	-	1,036	(1,036)	-	-	-	-
Employee Benefit	-	937	(937)	-	-	-	-
Receivables	-	347	(347)	-	-	-	-
Provisions and accruals	-	244	(244)	-	-	-	-
Capitalised Cost	-	206	(206)	-	-	-	-
Tax Losses (unrecognised)	-	7,776	(7,776)	-	-	-	-
Tax Losses (recognised)	1,005	-	-	-	-	-	1,005
	1,005	**16,352**	**(16,352)**	**-**	**-**	**-**	**1,005**
Deferred tax liabilities arising from:							
Intangibles	(4,686)	560	-	-	-	-	(4,126)
Impairment of intangibles	705	-	-	-	-	-	705
Prepayments	-	(1,046)	1,046	-	-	-	-
Others	11	47	(47)	-	-	43	54
	(3,970)	**(439)**	**999**	**-**	**-**	**43**	**(3,367)**

30 June 2024	1 July 2023 $'000	Deferred tax assets/ (liabilities) $'000	Deferred tax assets derecognised $'000	Recognised directly in equity $'000	Acquired in a business combination $'000	Other changes $'000	30 June 2024 $'000
Deferred tax assets arising from:							
Leases	-	2,918	(2,918)	-	-	-	-
Intangibles and other fixed assets	-	367	(367)	-	-	-	-
Employee Benefit	-	1,139	(1,139)	-	-	-	-
Receivables	-	168	(168)	-	-	-	-
Provisions and accruals	-	226	(226)	-	-	-	-
Capitalised Cost	-	584	(584)	-	-	-	-
Tax Losses (unrecognised)	-	7,494	(7,494)	-	-	-	-
Tax Losses (recognised)	1,005	-	-	-	-	-	1,005
	1,005	**12,896**	**(12,896)**	**-**	**-**	**-**	**1,005**
Deferred tax liabilities arising from:							
Intangibles	(5,300)	614	-	-	-	-	(4,686)
Impairment of intangibles	-	705	-	-	-	-	705
Prepayments	-	(1,234)	1,234	-	-	-	-
Others	-	(16)	16	-	-	11	11
	(5,300)	**69**	**1,250**	**-**	**-**	**11**	**(3,970)**

NOTE 18. ISSUED CAPITAL

	12 months to 30 June 2025 No.	12 months to 30 June 2024 No.	12 months to 30 June 2025 $'000	12 months to 30 June 2024 $'000
Fully paid ordinary shares at no par value	222,116,114	221,116,114	103,225	103,115
Ordinary shares				
At the beginning of the year	**221,116,114**	**219,376,773**	**103,115**	**102,657**
Shares issued during the period/year:				
Options exercised at $0.25 10 July 2023	-	2,000,000	-	500
Options exercised at $0.75 14 November 2023	-	140,000	-	105
On market share buy-back 2 January 2024	-	(22,493)	-	(16)
On market share buy-back 29 February 2024	-	(146,003)	-	(45)
On market share buy-back 8 March 2024	-	(105,758)	-	(39)
On market share buy-back 11 March 2024	-	(126,405)	-	(47)
Issued to CEO* 26 May 2025	1,000,000	-	110	-
At reporting date	**222,116,114**	**221,116,114**	**103,225**	**103,115**

*Ordinary shares issued to Chief Executive Officer for nil consideration on vesting of performance rights following the completion of his 6 month probation period. Refer also to note 30.

Details of capital management are disclosed in note 20

NOTE 19. RESERVES

	30 June 2025 $'000	30 June 2024 $'000
Foreign currency reserve	(147)	(44)
Share-based payments reserve	203	84
	56	**40**

Foreign currency reserve

The reserve is used to recognise exchange differences arising from the translation of the financial statements of foreign operations to Australian dollars.

Share-based payments reserve

The reserve is used to recognise equity-settled share-based payment transactions. The Company provides benefits to employees (including directors) in the form of share-based payment transactions, whereby services are rendered in exchange for shares, options or rights over shares.

NOTE 20. FINANCIAL INSTRUMENTS

Interest rate risks

At the reporting date, the consolidated entity had the following cash and cash equivalents and term deposits:

	Weighted average interest rate %	2025 $'000	Weighted average interest rate %	2024 $'000
Consolidated – 2025			%	$'000
Interest bearing – floating rate				
Cash and cash equivalents (note 6)	3.48%	18,895	3.21%	19,343
Net exposure to cash flow interest rate risk		**18,895**		**19,343**

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 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.

Impairment of trade receivables

During the year ended 30 June 2025, the Group undertook a comprehensive review of its expected credit losses (ECLs) provision methodology for trade receivables, with a focus on the evolving credit risk profile of its student and corporate customer base. This review considered updated historical loss rates, current macroeconomic indicators, ageing trends, and forward-looking information.

As a result of this reassessment:

- The provision matrix was recalibrated to reflect increased risk of default in certain debtor segments.
- Higher provisioning rates were applied to aged receivables and specific cohorts of students.
- This led to an increase in the total provision for expected credit losses compared to the prior year.

The ageing of the consolidated entity's trade receivables at reporting date was as follows:

2025	Gross $	Impaired $	Net $	Past due but not impaired $
Trade receivables				
Not yet due	19,719	(24)	19,695	-
Past due up to 30 days	1,098	(25)	1,073	1,073
Past due 31 days to 60 days	327	(38)	289	289
Past due 61 days to 90 days	570	(313)	257	257
Past due over 90 days	882	(757)	125	125
	22,596	**(1,157)**	**21,439**	**1,744**

2024	Gross $	Impaired $	Net $	Past due but not impaired $
Trade receivables				
Not yet due	14,892	(1)	14,891	-
Past due up to 30 days	1,066	(8)	1,058	1,058
Past due 31 days to 60 days	511	(111)	400	400
Past due 61 days to 90 days	332	(97)	235	235
Past due over 90 days	910	(343)	567	567
	17,711	**(560)**	**17,151**	**2,260**

Liquidity risk

The consolidated entity is required to maintain sufficient liquid assets (mainly cash and cash equivalents) and 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 by regularly monitoring actual and forecast cash flows and matching the maturity profiles of financial assets and liabilities.

The following tables detail the consolidated entity's remaining contractual maturity for its financial instrument liabilities. The tables have been prepared based on the undiscounted cash flows of financial liabilities based on the earliest date on which the financial liabilities are required 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.

	Less than 1 Year $'000	Between 1 year and 2 years $'000	Between 2 years and 7 years $'000	Remaining contractual maturities $'000
Consolidated – 2025				
Non-derivatives				
Non-interest bearing				
Trade payables	2,756	-	-	**2,756**
Other payables	6,833	-	-	**6,833**
Payroll accruals	2,030	-	-	**2,030**
Total non-derivatives	**11,619**	**-**	**-**	**11,619**

	Less than 1 Year $'000	Between 1 year and 2 years $'000	Between 2 years and 7 years $'000	Remaining contractual maturities $'000
Consolidated – 2024				
Non-derivatives				
Non-interest bearing				
Trade payables	2,964	-	-	**2,964**
Other payables	5,095	-	-	**5,095**
Payroll accruals	2,308	-	-	**2,308**
Total non-derivatives	**10,367**	**-**	**-**	**10,367**

The cash flows in the maturity analysis above are not expected to occur significantly earlier than disclosed. Contractual maturities related to lease liabilities are disclosed in note 14.

Fair value of financial instruments

Unless otherwise stated, the carrying amounts of financial instruments reflect their fair value. The carrying amounts of trade receivables and trade payables are assumed to approximate their fair values due to their short-term nature. The fair value of financial liabilities is estimated by discounting the remaining contractual maturities at the current market interest rate that is available for similar financial instruments.

Capital management

Capital

The Company is focused on safeguarding its ability to continue as a going concern, enabling it to provide returns to shareholders and benefits to other stakeholders. To support this, the Group manages its capital to maintain an optimal capital structure and reduce its cost of capital.

The capital structure of the consolidated entity consists of cash and cash equivalents and equity attributable to equity holders of the parent, comprising issued capital, reserves, and accumulated losses.

To maintain or adjust the capital structure, the Company may:

- adjust dividends paid to shareholders;
- return capital to shareholders;
- issue new shares; or
- sell assets to reduce debt.

Operating cash flows are used to support ongoing operations, fund strategic growth, and meet routine expenditures such as taxation and general administrative outgoings. Gearing levels are reviewed by the Board on a regular basis, taking into account the target gearing ratio, cost of capital, and the risks associated with each class of capital.

Finance Facility

The Group maintains a facility with the Commonwealth Bank of Australia, which is primarily used to support lease obligations through bank guarantees and to maintain a corporate credit card facility.

As at 30 June 2025:

- The bank guarantee facility limit was $6.9 million
- The credit card facility limit was $0.5 million
- A total of $6.0 million of the bank guarantee facility was utilised, representing guarantees issued in favour of landlords and regulatory authorities.

Under the terms of the facility, the Group is required to maintain minimum cash collateral equivalent to 75% of the outstanding guarantees. Accordingly, at 30 June 2025, approximately $4.6 million of the Group's cash and cash equivalents was held as restricted funds to satisfy this requirement.

The guarantees are not expected to be called in the ordinary course of business, and no liabilities have been recognised in respect of these amounts at reporting date.

NOTE 21. INTEREST IN SUBSIDIARIES

The subsidiaries listed below have share capital consisting solely of ordinary shares which are held directly by the consolidated entity and the proportion of ownership interest held equals the voting rights held by the consolidated entity. Investments in subsidiaries are accounted for at cost. Each subsidiary's country of incorporation is also its principal place of business:

Name	Principal Activity	Place of incorporation and operation	Ownership interest	
			2025	2024
RedHill Education Pty Ltd[1]	Educational Services	Australia	100%	100%
Go Study Australia Pty Ltd[2]	Student Recruitment	Australia	100%	100%
Academy of Interactive Technology Pty Ltd[2]	Educational Services	Australia	100%	100%
International School of Colour and Design Pty Ltd[2]	Educational Services	Australia	100%	100%
Greenwich College Pty Ltd[2]	Educational Services	Australia	100%	100%
Go Study Australia Intercambio Cultural Ltda[3]	Student Recruitment	Brazil	100%	100%
Go Study Australia S.A.C. [3]	Student Recruitment	Peru	100%	100%
Go Study Australia Sociedad Limitada[4]	Student Recruitment	Spain	100%	100%
Go Study Colombia SAS[4]	Student Recruitment	Colombia	100%	100%
Go Study France SAS[4]	Student Recruitment	France	100%	-
iCollege International Pty Ltd[5]	Educational Services	Australia	-	100%
Celtic Training & Consultancy Pty Ltd	Educational Services	Australia	100%	100%
Brisbane Career College Pty Ltd	Educational Services	Australia	100%	100%
Capital Training Institute Pty Ltd	Educational Services	Australia	100%	100%
Coder Factory Academy Assets Custodian Pty Ltd[6]	Educational Services	Australia	50%	50%

1. Converted from Redhill Education Limited to Redhill Education Pty Ltd in the reporting period
2. 100% owned by Redhill Education Ltd
3. 75% owned by Go Study Australia Pty Ltd and 25% owned by Redhill Education Pty Ltd
4. 100% owned by Go Study Australia Pty Ltd, incorporated on 25 March 2024
5. Company in liquidation and was deregistered on 24 July 2024
6. Company in liquidation and was deregistered on 03 August 2025

NOTE 22. DEED OF CROSS GUARANTEE

Pursuant to *ASIC Corporations (Wholly-owned Companies) Instrument 2016/785*, the wholly-owned subsidiaries as mentioned below are relieved from the *Corporation Act 2001* requirements for preparation, audit, and lodgement of financial reports and directors' report.

As a condition of the Instrument, NextEd Group Limited and its subsidiaries (closed group) entered into a Deed of Cross Guarantee. The effect of the Deed is that NextEd Group has guaranteed to pay any deficiency in the event of the winding up of any of those subsidiaries.

Those subsidiaries have also given a similar guarantee in the event that NextEd Group is wound up.

The deed was executed on 15 June 2022.

The subsidiaries subject to the Deed at the end of the reporting period are:

- NextEd Group Limited
- Brisbane Career College Pty Ltd
- Capital Training Institute Pty Ltd
- Celtic Training & Consultancy Pty Ltd
- RedHill Education Limited
- Academy of Interactive Technology Pty Limited
- Greenwich College Pty Limited
- International School of Colour and Design Pty Limited
- Go Study Australia Pty Limited

The above companies represent a 'closed group' for the purposes of the Instrument.

Set out below is a consolidated statement of profit and loss and other comprehensive income and statement of financial position of the 'closed group'.

Statement of profit or loss and other comprehensive income

	30 June 2025 $'000	30 June 2024 $'000
Revenue from continuing operations	93,618	109,020
Cost of sales	(44,797)	(54,088)
Gross profit	**48,821**	**54,932**
Other income	607	37
Interest revenue	451	850
Salaries and employee benefits expense	(22,135)	(25,060)
Depreciation and amortisation expense	(14,444)	(15,048)
Impairment of right-of-use assets	(8,389)	-
Impairment of leasehold improvements	(208)	-
Impairment of other intangible assets	(518)	(28,925)
Impairment of receivables	(1,438)	(1,266)
Property and occupancy costs	(4,137)	(4,802)
Professional and consulting fees	(1,246)	(968)
Marketing expenses	(2,872)	(3,178)
Listed company related costs	(1,068)	(1,278)
Other expenses	(4,576)	(3,560)
Finance costs	(3,951)	(4,383)
Loss before tax	**(15,103)**	**(32,649)**
Income tax benefit	604	1,328
Loss for the year	**(14,499)**	**(31,321)**
Total comprehensive loss attributable to members of the parent entity	**(14,499)**	**(31,321)**

	30 June 2025 $'000	30 June 2024 $'000
Equity – accumulated losses		
Accumulated losses at the beginning of the financial year	(68,490)	(40,242)
Profit / (loss) after income tax expense for the year	(14,499)	(31,321)
Transfer from share-based payment reserve	-	3,073
Accumulated losses at the end of the financial year	**(82,989)**	**(68,490)**

Statement of financial position as at 30 June 2025

	30 June 2025 $'000	30 June 2024 $'000
Current assets		
Cash and cash equivalents	18,655	19,424
Trade receivables	20,010	14,779
Inventories	100	110
Prepayments and other assets	6,419	6,723
Total current assets	**45,184**	**41,036**
Non-current assets		
Trade receivables	1,587	2,179
Property, plant and equipment	14,030	17,643
Right-of-use asset	24,735	41,510
Intangible assets	32,177	31,800
Total non-current assets	**72,529**	**93,132**
Total assets	**117,713**	**134,168**
Current liabilities		
Trade and other payables	11,328	10,255
Contract liabilities	35,598	30,330
Lease liabilities	8,403	7,472
Employee benefits	2,058	2,315
Provisions	0	203
Total current liabilities	**57,387**	**50,575**
Non-current liabilities		
Contract liabilities	1,587	2,179
Lease liabilities	32,170	40,399
Deferred tax liabilities	2,362	2,965
Employee benefits	245	258
Provisions	3,411	3,164
Total non-current liabilities	**39,775**	**48,965**
Total liabilities	**97,162**	**99,540**
Net assets	**20,551**	**34,628**
Equity		
Issued capital	103,225	103,115
Reserves	315	3
Accumulated losses	(82,989)	(68,490)
Total equity	**20,551**	**34,628**

NOTE 23. RECONCILIATION OF PROFIT/(LOSS) AFTER INCOME TAX TO NET CASH FROM OPERATING ACTIVITIES

	30 June 2025 $'000	30 June 2024 $'000
Loss after income tax expense for the year	(14,572)	(31,231)
Adjustment for:		
Depreciation and amortisation	14,448	15,052
Share-based payments	229	42
Impairment of non-current assets	9,083	28,925
Non-cash finance costs	3,952	4,383
Other non-cash items	(245)	-
Changes in operating assets and liabilities:		
Increase in trade receivables	(4,288)	(9,588)
Decrease in prepayments and other operating assets	700	5,769
Increase / (decrease) in trade and other payables	1,514	(718)
Increase / (decrease) in contract liabilities	1,063	(11,037)
(Decrease) / increase in employee benefits	(73)	195
(Decrease) in other provisions	(559)	(84)
Net cash from operating activities	**11,252**	**1,708**

NOTE 24. NON-CASH TRANSACTIONS ARISING FROM FINANCING ACTIVITIES

(a) Change in lease liabilities

	30 June 2025 $'000	30 June 2024 $'000
Lease liabilities		
Opening balance	47,871	43,840
Net cash used in financing activities	(10,666)	(11,608)
New leases and lease extensions*	-	11,256
Lease modification	(339)	-
Finance costs	3,707	4,383
Closing balance	**40,573**	**47,871**

*the only non-cash financing and investing activity for the consolidated entity for the financial year.

(b) Non-cash investing activities

On 9 December 2024, NextEd Group signed a term sheet to acquire the right to contact and make offers to international students from IH Training Services Pty Limited (IH) in Sydney, Melbourne, Adelaide, and the Gold Coast. $2,912,095 out of total consideration of $3,612,723 is assumed which NextEd will honour. This transaction generated an intangible asset of $3,612,723. Refer to note 11 for further details.

NOTE 25. PARENT ENTITY INFORMATION

	30 June 2025 $'000	30 June 2024 $'000
Loss after income tax	(21,821)	(44,636)
Total comprehensive income	**(21,821)**	**(44,636)**

Statement of financial position

	30 June 2025 $'000	30 June 2024 $'000
Total current assets	12,436	1,519
Total assets	**540,171**	**47,512**
Total current liabilities	57,964	33,364
Total liabilities	**61,429**	**37,178**
Equity		
Issued capital	103,225	103,115
Share-based payments reserve	159	40
Accumulated losses	(114,642)	(92,821)
Total equity	**(11,258)**	**10,334**

NOTE 26. KEY MANAGEMENT PERSONNEL (KMP) COMPENSATION

The names and positions of KMP who held office during the year were as follows:

Names	Positions
Catherine (Cass) O'Connor	Independent non-executive chair (resigned 3 March 2025)
Simon Tolhurst	Independent non-executive director
William Deane	Independent non-executive director
Sandra Hook	Independent non-executive chair (appointed chair 3 March 2025)
Angus Johnson	Non-executive director (appointed 20 February 2025)
Glenn Elith	Chief Executive Officer (resigned 11 November 2024)
Michael Fahey	Chief Financial Officer (resigned 30 April 2025)
Mark Kehoe	Chief Executive Officer (appointed 11 November 2024)

	30 June 2025 $'000	30 June 2024 $'000
Short-term employee benefits	1,506	1,293
Cash salary and fees	1,364	1,246
Movement in annual leave	31	(3)
Short-term incentives	111	49
Long-term incentives	-	19
Post-employment benefits	87	70
Long-term benefits	5	11
Termination payment	161	-
Share-based payments	244	41
Total	**2,003**	**1,433**

NOTE 27. RELATED PARTY TRANSACTIONS

Balances and transactions between the Company and its subsidiaries, which are related parties of the Company, have been eliminated on consolidation and are not disclosed in this note.

The Group leases commercial premises at 56-58 Nerang Street, Southport QLD 4215 from Clark Property Partners associated by Director Angus Johnson, who qualifies as a related party under AASB 124. The lease commenced on 1 September 2023, with annual payments of $962,176 (FY24: $775,757). The lease terms are based on independent market benchmarking and are at arm's-length. The transaction was entered into before Angus Johnson was appointed a director of the Group. Outstanding rent as at 30 June 2025 was $91,194 (FY24: $87,876), with future undiscounted commitments of $9,426,430 (FY24: $10,307,903) over the next eight years.

NOTE 28. AUDITOR'S REMUNERATION

The following fees were paid or payable for services provided by the auditor of the Group, Pitcher Partners Sydney and its related parties.

Remuneration of the auditor for auditing or reviewing the financial reports:

	30 June 2025 $'000	30 June 2024 $'000
Audit services - Pitcher Partners Sydney	225	231
	225	**231**

No other services were provided by Pitcher Partners or its network firms during the year other than audit and review services.

NOTE 29. EARNINGS PER SHARE (EPS)

	30 June 2025 $'000	30 June 2024 $'000
Reconciliation of earnings to profit or loss		
Loss for the year	(14,572)	(31,231)
Loss used in the calculation of basic and diluted EPS	(14,572)	(31,231)

	30 June 2025 $'000	30 June 2024 $'000
Weighted average number of ordinary shares		
outstanding during the year used in calculation of basic EPS	221,282,781	221,283,928
Weighted average number of ordinary shares		
outstanding during the year used in calculation of diluted EPS	221,282,781	221,283,928

	30 June 2025 $'000	30 June 2024 $'000
Loss per share		
Basic EPS (cents per share)	(6.59)	(14.11)
Diluted EPS (cents per share)	(6.59)	(14.11)

As at 30 June 2025, the consolidated entity has unissued shares under options 1,475,002 (30 June 2024: 310,717). During the year ended 30 June 2025, the consolidated entity's unissued shares under option were non-dilutive. Refer to note 30 for further details.

NOTE 30. SHARE-BASED PAYMENTS

Expense recognised from share-based payment transactions

The expense recognised in relation to share-based payment transactions was recognised within employee benefits expense within profit or loss were as follows:

	30 June 2025 $'000	30 June 2024 $'000
Share-based payment expense on options granted in prior years	41	42
Share-based payment expense on options granted in FY25	92	-
Share-based payment expense on options forfeited	(14)	-
Share-based payment expense on performance rights granted	110	-
Total expense recognised	**229**	**42**

Share-based payment arrangements in effect during the year

a. Options

The Company had issued options to directors and key management personnel with terms and summaries below:

2025

Grant date	Expiry date	Exercise price	Balance at 1 July 2024	Granted during the year	Exercised during the year	Expired during the year	Forfeited during the year	Balance at 30 June 2025	Exercisable at 30 June 2025
15/12/2022	31/12/2028	$1.4000	103,571	-	-	-	-	103,571	103,571
15/12/2022	31/12/2029	$1.4000	103,571	-	-	-	-	103,571	103,571
15/12/2022	31/12/2030	$1.4000	103,575	-	-	-	(35,715)	67,860	67,860
11/11/2024	11/11/2033	$0.2386	-	600,000	-	-	-	600,000	-
11/11/2024	11/11/2033	$0.2386	-	600,000	-	-	-	600,000	-
Total			**310,717**	**1,200,000**	**-**	**-**	**(35,715)**	**1,475,002**	**275,002**

2024

Grant date	Expiry date	Exercise price	Balance at 1 July 2023	Granted during the year	Exercised during the year	Expired during the year	Forfeited during the year	Balance at 30 June 2024	Exercisable at 30 June 2024
15/12/2022	31/12/2028	$1.4000	103,571	-	-	-	-	103,571	103,571
15/12/2022	31/12/2029	$1.4000	103,571	-	-	-	-	103,571	103,571
15/12/2022	31/12/2030	$1.4000	103,575	-	-	-	-	103,575	103,575
	9/11/2023	$0.7500	3,100,000	-	(140,000)*	(2,960,000)	-	-	-
	10/07/2023	$0.2500	2,000,000	-	(2,000,000)*	-	-	-	-
Total			**5,410,717**	**-**	**(2,140,000)**	**(2,960,000)**	**-**	**310,717**	**310,717**

Fair value of options granted

The fair values of the options at grant date were $0.055 for LTI Tranche 1 and $0.06 for LTI Tranche 2. (Tranche 1: Vesting over four years if the share price reaches at least $0.50 for 30 consecutive trading days. One-third on achievement, one-third on the first anniversary, and one-third on the second anniversary; Tranche 2: Vesting over four years if the share price reaches at least $1.20 for 30 consecutive trading days One-third on achievement, one-third on the first anniversary, and one-third on the second anniversary.) Fair values were determined using the Monte Carlo method. The following inputs were utilised:

- Exercise price: $0.2386
- Grant date: 11/11/2024
- Expiry date: 11/11/2033
- Share price at grant date: $0.1075
- Expected price volatility of the Company's shares: 103.58%. Volatility has been calculated based on last 12 months
- Expected dividend yield: 0%
- Risk-free interest rate:3.500%

The weighted average remaining contractual life of options outstanding at the end of the financial year was 7.7 years (FY24: 5 year). The weighted average exercise price at the end of financial year was $0.46 (FY24: $1.40).

* Share price of the exercised options (140,000) and (2,000,000) at the date of exercise was $0.70 and $1.23 respectively.

b. Performance rights

2025

Grant date	Expiry date	Balance at 1 July 2024	Granted during the year	Exercised during the year	Expired during the year	Forfeited during the year	Balance at 30 June 2025	Exercisable at 30 June 2025
11/11/2024		-	1,000,000	(1,000,000)	-	-	-	-
Total		**-**	**1,000,000**	**(1,000,000)**	**-**	**-**	**-**	**-**

2024

Grant date	Expiry date	Balance at 1 July 2024	Granted during the year	Exercised during the year	Expired during the year	Forfeited during the year	Balance at 30 June 2024	Exercisable at 30 June 2024
-		-	-	-	-	-	-	-

The Company issued 1,000,000 performance rights to incoming CEO as a sign-on bonus, which vested at the completion of his 6-month probation period and converted into ordinary shares in NextEd Group during the period.

Fair value of performance rights granted

The fair value of the performance rights is determined to be the share price as at the grant date, which was $0.11.

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Movement in share-based payment arrangements during the period

A summary of the movements of all Company options issued as share-based payments is as follows:

	2025		2024	
	Number of options	Weighted average exercise price $	Number of options	Weighted average exercise price $
Outstanding at the beginning of the year	310,717		5,410,717	
Granted				
Expiry: 15/12/2028				
Expiry: 15/12/2029				
Expiry: 15/12/2030				
Expiry: 11/11/2033	1,200,000	0.239		
Exercised				
Expiry date: 09/11/2023			(140,000)	0.75
Exercised price: $0.75				
Expiry date: 10/07/2023			(2,000,000)	0.25
Exercised price: $0.25				
Expired				
Expiry date: 09/11/2023			(2,960,000)	0.75
Exercise price: $0.75				
Forfeited	(35,715)			
Outstanding at year-end	**1,475,002**	**0.239**	**310,717**	**0.80**
Exercisable at year-end	**207,142**	**1.40**	**103,571**	**1.40**

The weighted average remaining contractual life of options outstanding at the end of the financial year was 7.7 years (FY24: 5 year).

NOTE 31. CONTINGENT LIABILITIES

The consolidated entity has given bank guarantees as at 30 June 2025 of $6,015,771 (30 June 2024: $8,682,752) to various lessors.

Further details on the associated bank facility are contained in note 20 Financial Instruments.

NOTE 32. COMMITMENTS

The consolidated entity does not have any commitments for capital expenditure as at 30 June 2025 (2024: $183,000).

NOTE 33. EVENTS SUBSEQUENT TO REPORTING DATE

No matter or circumstance has occurred subsequent to 30 June 2025 that has significantly affected, or may significantly affect, the operations of the Company, the results of those operations or the state of affairs of the Company in subsequent years.

CONSOLIDATED ENTITY DISCLOSURE STATEMENT

NextEd Group Limited is required by Australian Accounting Standards to prepare consolidated financial statements in relation to the Company and its controlled entities (the consolidated entity). In accordance with subsection 295(3A) of the *Corporations Act 2001*, this consolidated entity disclosure statement provides information about each entity that was part of the consolidated entity at the end of the financial year.

Entity Name	Entity Type	Body Corporate of Incorporation	Body Corporate % of share capital held	Country of tax resident[1]
NextEd Group Pty Ltd	Body corporate	Australia	N/A	Australia
RedHill Education Ltd	Body corporate	Australia	100%	Australia
Go Study Australia Pty Ltd	Body corporate	Australia	100%	Australia
Academy of Information Technology Pty Ltd	Body corporate	Australia	100%	Australia
International School of Colour and Design Pty Ltd	Body corporate	Australia	100%	Australia
Greenwich English College Pty Ltd	Body corporate	Australia	100%	Australia
Go Study Australia Intercambio Cultural Ltda	Body corporate	Brazil	100%	Brazil
Go Study Australia S.A.C.	Body corporate	Peru	100%	Peru
Go Study Australia Sociedad Limitada	Body corporate	Spain	100%	Spain
Go Study Colombia	Body corporate	Colombia	100%	Colombia
Go Study France SAS	Body corporate	France	100%	France
Celtic Training & Consultancy Pty Ltd	Body corporate	Australia	100%	Australia
Brisbane Career College Pty Ltd	Body corporate	Australia	100%	Australia
Capital Training Institute Pty Ltd	Body corporate	Australia	100%	Australia
Coder Factory Academy Assets Custodian Pty Ltd	Body corporate	Australia	50%	Australia

1 All entities have retained the same tax residency as their country of incorporation.

At the end of the financial year, no entity within the consolidated entity was a trustee of a trust within the consolidated entity, a partner in a partnership within the consolidated entity, or a participant in a joint venture within the consolidated entity.

6 Directors' declaration

The directors declare that:

1. In the directors' opinion, the consolidated financial statements and notes thereto, as set out on pages 36 to 85 are in accordance with the *Corporations Act 2001* including:

    - Complying with Australian Accounting Standards and the *Corporations Regulations 2001*;
    - As stated in Note 1, the consolidated financial statements also comply with International Financial Reporting Standards; and
    - Giving a true and fair view of the consolidated financial position of the Group as at 30 June 2025 and of its performance for the year ended on that date.

2. In the directors' opinion, the consolidated entity disclosure statement required by subsection 295(3A) of the *Corporations Act 2001* is true and correct.

3. In the directors' opinion, there are reasonable grounds, at the date of this declaration, to believe that the Group will be able to pay its debts as and when they become due and payable.

At the date of this declaration, NextEd Group Limited and certain wholly-owned subsidiaries (collectively referred to as "the closed group") are parties to a deed of cross guarantee pursuant to ASIC Corporations (Wholly-owned Companies) Instrument 2016/785. Under the deed of cross guarantee, each entity (in the closed group) guarantees to each creditor (of any entity in the closed group) payment in full of any debt.

In the directors' opinion there are reasonable grounds, at the date of this declaration to believe that NextEd Group Limited and the other parties to the deed of cross guarantee (as disclosed in note 22 to the consolidated financial statements) will, as a group, be able to meet any liabilities to which they are, or may become, subject because of the deed of cross guarantee.

This declaration has been made after receiving the declarations required to be made by the chief executive officer and chief financial officer to the directors in accordance with section 295A of the *Corporations Act 2001* for the financial year ending 30 June 2025.

This declaration is made in accordance with a resolution of the directors.

Sandra Hook

Chair

27 August 2025

Sydney

7 Independent auditor's report

Pitcher Partners

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Report on the Audit of the Financial Report

Opinion

We have audited the financial report of NextEd Group Ltd ("the Company") and its controlled entities ("the Group"), which comprises the consolidated statement of financial position as at 30 June 2025, the consolidated statement of profit and loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of material accounting policies, the consolidated entity disclosure statement and the directors' declaration.

In our opinion, the accompanying financial report of the Group is in accordance with the *Corporations Act 2001*, including:

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

(b) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for Opinion

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

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's report.

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

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.

Key audit matter	**How our audit addressed the key audit matter**
Revenue recognition and contract liabilities *Refer to Note 2 in the Notes to the Financial Statements*	
As disclosed in Notes 2 and 13 respectively, the Group generated revenue of $95.9 million during the year and as at balance date has contract liabilities with a carrying amount of $37.2m. The recognition of revenue and associated contract liabilities is a key audit matter due to the significant judgements surrounding the timing of revenue recognition.	• Obtained an understanding of the Group's revenue recognition policies and assessed the policies applied for compliance with AASB15: *Revenue from Contracts with Customers*; • Documented and evaluated the design and implementation of management's controls over revenue recognition; • Performed a walkthrough over management's controls; • Performed substantive testing on a sample basis over the Group's revenue streams and related contract liabilities to assess whether they were recorded and properly accounted for: - in accordance with the Group's revenue recognition policies; and - recorded in the correct accounting period; and • Assessed the adequacy of related financial statement disclosures.
Impairment of Goodwill and Intangible assets *Refer to Note 11 in the Notes to the Financial Statements*	**How our audit addressed the key audit matter**
As of 30 June 2025, the Group's Consolidated Statement of Financial Position included Goodwill with a carrying amount of $15.8m and Intangible Assets of $16.3m, after impairment of $0.5m this year. In accordance with AASB 136 *Impairment of Assets*, management considered the existence of impairment indicators and performed an impairment test on all CGUs. Since these assets do not generate cash flows that are largely independent from other assets, the recoverable amount was determined by assessing the value of each cash-generating unit (CGU) to which they belong. This amount was then compared to the carrying amount of the respective CGUs. In this instance, the recoverable amount was determined to be its value in use.	Our audit procedures included, amongst others: • Assessed management's determination of CGU's and allocation of goodwill and intangible assets to the carrying value of the CGU's based on our understanding of the nature of the Group's business; • Obtained an understanding of, and evaluated, the design and implementation of management's controls over the critical accounting estimates and judgements contained in the impairment model; • Engaged our Corporate Finance team as our expert to assess the Group's Weighted Average Cost of Capital ("WACC") and the valuation methodology used to determine the recoverable amount of the Goodwill and Intangible assets associated to the CGUs;

Impairment of Goodwill and Intangible assets *Refer to Note 11 in the Notes to the Financial Statements*	**How our audit addressed the key audit matter**
We have identified the impairment assessment of Goodwill and Intangible assets as a Key Audit Matter due to the materiality of these balances and the significant management judgment and assumptions involved in determining the value in use of the CGUs containing these assets. The calculation of the recoverable amount of the CGUs requires judgments about future cash flows, estimated growth rates and terminal value methodology applied in the discounted cashflow model, as well as judgments regarding appropriate discount rates to apply to the projected cash flows.	• Evaluated the method and assumptions used to estimate the present value of future cash inflows of the CGU's, including, challenging senior management of the reasonableness of the following; - Future cash flows; - Estimated growth rates; - Terminal value methodology; and - Discount rates. • Reviewed management's sensitivity analysis over the key assumptions used in the financial models, including the consideration of the available headroom and assessing whether the assumptions had been applied on a consistent basis across each scenario; • Checked the mathematical accuracy of the discounted cashflow model and reconciling input data to supporting evidence, such as approved budgets; and • Reviewed the disclosures included in the financial report to ensure compliance with Australian Accounting Standards.

Other Information

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

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

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

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

Responsibilities of the Directors for the Financial Report

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

a) 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

Responsibilities of the Directors for the Financial Report (continued)

b) 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:

(i) 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

(ii) 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.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.

Auditor's Responsibilities for the Audit of the Financial Report (continued)

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial report. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial report of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 22 to 31 of the directors' report for the year ended 30 June 2025. In our opinion, the Remuneration Report of NextEd Group Limited, for the year ended 30 June 2025, complies with section 300A of the *Corporations Act 2001*.

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.

Rod Shanley
Partner

Pitcher Partners
Sydney

27 August 2025

8 Shareholder information

CAPITAL AS AT 25 JULY 2025

Listing Information

NextEd Group Limited is listed and our issued shares are quoted on the Australian Securities Exchange (ASX) under the code: NXD.

Unless otherwise stated, all information set out below is current as at 25 July 2025.

a. Ordinary share capital

The Company has on issue 222,116,114 ordinary fully paid shares held by 1,301 shareholders.

b. Unlisted options and performance rights

NextEd has the following unquoted options on issue. These options are held by three non-executive directors, one former non-executive director and the Chief Executive Officer and details of their holdings are set out in the Remuneration Report.

Number of options	Exercise price	Expiry Date
103,571	1.40	15 December 2028
103,571	1.40	15 December 2029
67,860	1.40	15 December 2030
1,200,000	0.2386	11 November 2033

NextEd has 1,000,000 performance rights on issue. They are held by the Chief Financial Officer/Chief Operating Officer.

c. Voting rights

The voting rights attached to each class of equity security are as follows:

- **Ordinary shares:** Each ordinary share is entitled to one vote when a poll is called, otherwise each member present at a meeting or by proxy has one vote on a show of hands.
- **Unlisted options and Performance rights:** Options or performance rights do not entitle the holders to vote in respect of that equity instrument, nor participate in dividends, when declared, until such time as the options are exercised or performance rights convert and subsequently registered as ordinary shares.

d. Substantial shareholders current as at 25 July 2025

Based on substantial holding notices provided to the Company on or before 25 July 2025, the following are substantial shareholders:

Name	Number of Ordinary Fully Paid Shares Held	% Held of Issued Ordinary Capital
Wilson Asset Management Group	21,859,295	9.87%
AWJ Family Pty Ltd (Angus W Johnson Family)	34,936,692	15.8%
Acorn Capital Limited	13,473,648	6.08%

e. Distribution of shareholders

Spread of Holdings	Number of Units	Number of Holders	% of Total
100,001 and Over	204,772,708	241	92.19
10,001 to 100,000	15,223,399	390	6.85
5,001 to 10,000	1,136,717	146	0.51
1,001 to 5,000	897,203	332	0.40
1 to 1,000	86,087	192	0.04
Total	**222,116,114**	**1,301**	**100.00**

f. Distribution of unquoted securities

Options

Range	Options	%	No. of holders
100,001 and Over	1,200,000	81	1
10,001 to 100,000	275,002	19	3
5,001 to 10,000	-	-	-
1,001 to 5,000	-	-	-
1 to 1,000	-	-	-
Total	**1,475,002**	**100.00**	**4**

Performance Rights

Range	Options	%	No. of holders
100,001 and Over	1,000,000	100	1
10,001 to 100,000	-	-	-
5,001 to 10,000	-	-	-
1,001 to 5,000	-	-	-
1 to 1,000	-	-	-
Total	**1,000,000**	**100.00**	**1**

g. Unmarketable parcels

At the date of this report there were 345 shareholders who held less than a marketable parcel of shares.

h. On-market buy-back

The Company does not currently have an on-market share buy back.

i. Restricted securities

NextEd has no restricted securities.

j. 20 largest shareholders – ordinary shares

Rank	Name	Number of Ordinary Fully Paid Shares Held	% Held of Issued Ordinary Capital
1	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	27,964,202	12.59
2	AWJ FAMILY PTY LTD	19,932,390	8.97
3	BNP PARIBAS NOMINEES PTY LTD	9,624,746	4.33
4	J P MORGAN NOMINEES AUSTRALIA PTY LIMITED	5,569,420	2.51
5	MR BARRY EDWARD TANTON & MRS ELIZABETH MARY TANTON	5,336,885	2.40
6	HEATH SUPER (AUST) PTY LTD	4,841,420	2.18
7	HEATH NOMINEES (AUST) PTY LTD	4,708,841	2.12
8	MR ANGUS WILLIAM JOHNSON & MRS LINDY JOHNSON	4,072,276	1.83
9	T MITCHELL PTY LTD	3,827,556	1.72
10	HUNT PROSPERITY PTY LTD	3,261,509	1.47
11	CIBAW PTY LTD	3,162,739	1.42
12	MR ROBERT JAMES PULLAR & MRS REBECCA ANNE PULLAR	3,000,000	1.35
13	GASMERE PTY LIMITED	2,581,708	1.16
14	CITICORP NOMINEES PTY LIMITED	2,512,219	1.13
15	WALDEN NOMINEES PTY LTD	2,503,696	1.13
16	GREENSLADE HOLDINGS PTY LTD	2,426,700	1.09
17	CPO SUPERANNUATION FUND PTY LTD	2,408,365	1.08
18	THACKERAY PTY LTD	2,375,333	1.07
19	BNP PARIBAS NOMS PTY LTD	2,176,374	0.98
20	BNP PARIBAS NOMINEES PTY LTD	2,121,327	0.96
	Total	**114,407,706**	**51.51**
	Balance of register	**107,708,408**	**48.49**
	Grand total	**222,116,114**	**100.00**

COMPANY SECRETARY

The Company Secretary is Lisa Jones. Further details about Ms Jones' qualifications and experience are set out on page 15.

PRINCIPAL REGISTERED OFFICE

As disclosed under Corporate Directory on page 3 of this Annual Report.

REGISTERS OF SECURITIES

As disclosed under Corporate Directory on page 3 of this Annual Report.

STOCK EXCHANGE LISTINGS

Quotation has been granted for all the ordinary shares of NextEd on all member exchanges of the Australian Securities Exchange Limited, as disclosed in the corporate directory on page 3 of this Annual Report.

NextEd Group

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NextEd Group Limited and its controlled entities
ABN: 75 105 012 066
Annual Report for the year ended 30 June 2025

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