HOLISTA COLLTECH

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ANNUAL REPORT

31 December 2025

ABN 24094515992





Holista Colltech Limited
Corporate directory
31 December 2025

Directors		
	Mr Lai Kwok Kin	Non-Executive Chairman
	Mr Leong Man Loong	Executive Director and CEO (appointed 3 July 2025)
	Mr Gregory Pilant	Non-Executive Director (appointed 26 March 2025)
	Mr.Robert Gemelli	Non-Executive Director (appointed 14 May 2025)
	Mr.Sam Yee	Non-Executive Director (appointed 14 May 2025)
Company Secretary	Mr Jay Stephenson	
Registered office and Principal place of business	Australia: 283 Rokeby Road Subiaco, WA 6008	
	Malaysia: Unit 1201, 12th Floor, Amcorp Trade Centre, PJ Tower No. 18, Persiaran Barat 46000 Petaling Jaya, Malaysia Telephone: +603 7965 2828 Facsimile: +603 7965 2777 Email: enquiries@holistaco.com Website: www.holistaco.com	
Share register	Computershare Investor Services Pty Limited Level 17, 221 St Georges Terrace Perth WA 6000 Telephone: 1300 850 505 (investors within Australia) Telephone: +61 (0)3 9415 4000 Email: web.queries@computershare.com.au Website: www.investorcentre.com	
Auditor	Stantons International Audit and Consulting Pty Ltd Level 2, 40 Kings Park Road West Perth WA 6005, Australia Telephone: +61(0)8 9481 3188 Facsimile: +61(0)8 9321 1204	
Solicitors	Edwards Mac Scovell Level 1/8 St Georges Terrace Perth WA 6005, Australia Telephone: +61(0)8 6245 0222	
Stock exchange listing	Holista Colltech Limited shares are listed on the Australian Securities Exchange (ASX code: HCT)	
Corporate Governance	The Company's Corporate Governance Statement can be found on the company's website:https://www.holistaco.com/the-investors.html	
Banker	National Australia Bank	

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Holista Colltech Limited
Corporate directory
31 December 2025

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General information

The consolidated financial statements cover Holista Colltech Limited as a consolidated entity consisting of Holista Colltech Limited (**Company**) and the entities it controlled at the end of, or during, the year (**Group**). The consolidated financial statements are presented in Australian dollars. Holista Colltech Limited's functional and presentation currency is Australian Dollars.

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

Registered office	Principal place of business
283 Rokeby Road Subiaco WA 6008 Australia	Unit 1201, 12th Floor, Amcorp Trade Centre, PJ Tower No 18, Persiaran Barat, 46000 Petaling Jaya, Malaysia

A description of the nature of the consolidated entity's operations and its principal activities are included in the directors' report, which is not part of the consolidated financial statements.

The financial statements were authorised for issue, in accordance with a resolution of directors, on 27 March 2026. The directors have the power to amend and reissue the consolidated financial statements.

About Us

Holista Colltech's core business is to conduct research to find natural solutions so that people can live healthier lives. The Group holds proprietary solutions to help food manufacturers produce healthier alternatives – without use of chemicals – that do not compromise tastes and mouth-feel. Building on its partnership network and expertise, Holista has also developed advanced technologies related to collagen and nano-collagen.

Corporate Profile

Holista Colltech Ltd ("Holista") is a research-driven biotech company, a result of the merger of Holista Biotech Sdn Bhd and Colltech Australia Ltd. It is listed on the Australian Securities Exchange (ASX:HCT), headquartered in Perth, and operates primarily in Australia and Malaysia

In the Food Ingredients space, Holista specialises in herbs and natural products that allow food manufacturers to produce healthier products. Mindful that people find it difficult to change eating habits despite the growing incidence of diabetes and obesity, Holista has created a suite of ingredients that does not compromise on taste, odour and mouthfeel. It has brought to markets thus far, low-Glycemic Index (GI) bread, noodles/pasta and flatbreads as well as a low-calorie/Low-GI sugar substitute.

Holista is the only company in the world that produces ovine collagen from disease-free Australian sheep using patented extraction methods.

Holista is a leader in Malaysia for the distribution of natural health supplements. It leverages on its R&D background and scientific expertise to build a world-class company focused on providing consumers with scientifically enhanced natural supplements and consumer products.

Further, the Group also has a range of all-natural, non-toxic and effective sanitisers for consumers and industrial applications within its product portfolio.

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Letter from Chairman

Dear Shareholders,

On behalf of the Board of Directors, I am pleased to present the Annual Report of Holista Colltech Limited for the financial year ended 31 December 2025 ("FY2025").

In the first full year since the Federal Court of Australia penalty order of 19 March 2024 in relation to the Australian Securities and Investment Commission ("ASIC") matter, FY2025 was a year defined by financial stabilisation, balance sheet repair, and a strategic reset with a new executive leadership.

Significant Legal Matters in the Year Under Review

Having settled the second and final tranche of the $1.8 million ASIC penalty in March 2025, the Company received formal notice in December 2025 from ASIC that it is seeking recovery of legal costs of approximately $1.09 million. The Company is reviewing the notice and assessing all available options including the basis and amount of the claim. We have, however, recognised a settlement provision for this amount in our FY2025 accounts.

The Group also incurred legal expenses of approximately $395,000 associated with the ongoing ProImmune proceedings. These costs were partially offset by certain debt recoveries recognised during the year.

Financial Performance

Hence, FY2025 was a year in which we incurred or recognised substantial non-recurring items related to legal matters. These costs contributed significantly to statutory loss before tax of $908,547.

The entire Holista team has rallied around corporate recovery. Our operational and financial performance bears testimony to the strategic actions and financial discipline in the year under review.

- Revenue increased modestly to approximately $5.8 million. This was supported primarily by improved performance in the Dietary Supplements segment and favourable foreign exchange movements during the second half of the year. This segment – our main revenue driver – recorded higher revenue of approximately $5.22 million. Customer demand across product lines of this segment remained broadly stable. Other segments experienced mixed performance, reflecting cautious customer ordering patterns in certain markets.
- Gross profit margin increased to 45% compared to 42% in the prior year. This improvement reflects a combination of currency effects, pricing discipline and continued attention to cost management across the Group's operating divisions.
- The performance of our Malaysian operations – which includes the Dietary Supplements, Food Ingredients and Agriculture businesses – has improved. It recorded profit before tax of approximately $889,000 in FY2025. Excluding certain non-recurring recoveries recognised during the year, the Malaysia operations generated an operating profit before tax of approximately $152,000, a significant improvement from a loss before tax of $604,000 the prior year.

Significant Strategic and Corporate Developments

The operational improvements underscore significant corporate actions undertaken during the year.

Capital Management

In March 2025, the Company issued convertible notes raising approximately $1.55 million. In October 2025, we completed a private placement raising approximately $2.3 million through the issuance of new ordinary shares. These initiatives have provided additional liquidity and strengthened the balance sheet.

Leadership & Governance

Mr. Leong Man Loong, our Executive Director, was appointed Interim Chief Executive Officer in January 2025 and confirmed as Chief Executive Officer on 3 July 2025.

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Letter from Chairman (continued)

In April 2025, I assumed the role of Independent Non-Executive Chairman. The Board was further strengthened through the appointment of two other independent directors, namely Mr. Robert Gemelli and Mr. Sam Yee Yuen Keong.

Corporate Initiatives

Mr. Leong has lost no time in driving changes to improve operational performance and to increase revenue or pursue new revenue opportunities.

In August 2025, the Company entered into a binding agreement with U.S.-based Regenerex Pharma relating to the supply of proprietary ovine and nano-collagen technologies for wound care applications. The commercial outcomes of this collaboration remain subject to regulatory approvals and other factors.

The Company is also evaluating plans to consolidate its collagen manufacturing operations in Western Australia. Subject to funding and execution milestones, the development of a replacement modular collagen plant in Collie may support future production and related nano-technology applications.

During the year, Mr. Leong also initiated the development of new business opportunities within the agricultural biotechnology segment. Initial customer engagement resulted in small pilot orders for Poultry Probiotics and Nano-Copper during FY2025, marking the early stage of commercialisation for the Group's agricultural solutions.

Outlook and Appreciation

Looking ahead, management is expected to maintain its focus on operational discipline, cost management and prudent capital allocation, while continuing to assess opportunities to develop new commercial applications for the Group's technologies.

On behalf of the Board, I would like to thank our management team and employees for their efforts and commitment during the year. I also extend my appreciation to our shareholders for their continued support.

Yours sincerely,

Lai Kwok Kin
Independent Non-Executive Chairman
Holista Colltech Limited

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Holista Colltech Limited
Directors' report
31 December 2025

Your directors present their report on the consolidated entity, consisting of Holista Colltech Limited (**Holista**, or the **Company**) and its controlled entities (collectively the **Group**), for the financial year ended 31 December 2025.

Holista is listed on the Australian Securities Exchange (**ASX:HCT**).

Directors

The following persons were directors of Holista Colltech Limited during the whole of the financial year and up to the date of this report, unless otherwise stated:

Mr Lai Kwok Kin	Non-Executive Chairman
Mr Leong Man Loong	Executive Director and CEO (appointed 3 July 2025)
Mr Gregory Pilant	Non-Executive Director (appointed 26 March 2025)
Mr.Robert Gemelli	Non-Executive Director (appointed 14 May 2025)
Mr.Sam Yee	Non-Executive Director (appointed 14 May 2025)

Company Secretary

Mr Stephenson appointed on 1 September 2021 as the Company Secretary, has been involved in business development for over 30 years including the past 25 years as Director, Chief Financial Officer, and Company Secretary for various listed and unlisted entities in IT, food, nutraceuticals, resources, manufacturing, wine, hotels, and property. He has been involved in business acquisitions, mergers, initial public offerings, capital raisings, business restructuring as well managing all areas of finance for companies.

Currently he is a non-executive Director of Liberty Metals Ltd and Pinnacle Minerals Limited as well as Company Secretary for a number of ASX Listed resource and industrial companies and a Director of a number of private companies.

Dividends paid or recommended

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

Principal activities

During the financial year ended 31 December 2025, Holista Colltech Limited and its subsidiaries (“the Group”) continued to focus on strengthening operational discipline, improving internal efficiency and maintaining financial stability.

Group revenue for FY2025 increased by approximately 3% to $5.8 million compared with the prior year. The increase was supported primarily by improved performance in the Dietary Supplements segment together with favourable foreign exchange movements during the second half of the year.

The Group recorded an improvement in gross profit margin to 45% in FY2025 compared with 42% in FY2024. The improvement reflects a combination of currency effects, pricing discipline and cost management initiatives implemented across the Group’s operating divisions.

The Group reported a loss before income tax of $908,547 for the year ended 31 December 2025. The statutory result was impacted by several non-recurring items recognised during the year, including a $1.09 million legal settlement provision relating to the ASIC matter and legal expenses of approximately $395,000 associated with the ongoing ProImmune proceedings. These costs were partially offset by certain debt recoveries recognised during the year. Further details on the accounting treatment of legal matters in relation to Proimmune litigation please refer to Note 30, in relation to ASIC matter please refer to Note 16 in the financial statements

Despite the impact of these items on the statutory result, management continued to implement cost management initiatives and operational improvements aimed at strengthening the Group’s financial position.

The Group’s Malaysian operations recorded a profit before tax of approximately $889,000 during FY2025. Excluding the impact of certain non-recurring recoveries recognised during the year, the Malaysia operations generated an operating profit before tax of approximately $152,000, reflecting tighter cost controls and improved operational efficiency.

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Key risks area

Funding and Going Concern Risk
The Group has incurred losses in recent financial periods and maintains a limited cash position. The ability of the Group to continue as a going concern is dependent on its capacity to generate sufficient operating cash flows and/or secure additional funding through capital raisings or financing arrangements. There is no assurance that such funding will be available on acceptable terms, or at all. Should the Group be unable to obtain additional funding when required, it may need to scale back or delay its operational and strategic initiatives.

Revenue Concentration Risk
A portion of the Group's revenue is derived from a limited number of key customers and business segments. In particular, certain product lines rely on a small number of commercial partners and distributors. The loss of, or reduction in orders from, any significant customer, or failure to secure new customers, may have an adverse impact on the Group's revenue and financial performance.

Foreign Exchange Risk
The Group operates across multiple jurisdictions, including Australia, Malaysia and the United States, and is exposed to foreign exchange fluctuations between AUD, MYR and USD. Movements in exchange rates may impact the Group's reported revenue, costs and profitability. There is no assurance that adverse currency movements will not materially affect the Group's financial results.

Regulatory and Product Compliance Risk
The Group's products, particularly in the supplements and food ingredients segments, are subject to regulatory requirements in various jurisdictions. Changes in laws, regulations or regulatory interpretations, or failure to obtain or maintain required approvals, certifications or registrations, may impact the Group's ability to manufacture, market or sell its products. Non-compliance may result in penalties, product recalls or reputational damage.

Litigation and Legal Risk
The Group is involved in ongoing legal proceedings and may from time to time be subject to claims, disputes or regulatory actions. The outcome of such matters is inherently uncertain and may result in financial liabilities, legal costs or adverse operational impacts. There is no assurance that existing or future legal proceedings will not have a material adverse effect on the Group's financial position or performance.

Supply Chain and Manufacturing Risk
The Group's operations depend on reliable supply of raw materials, third-party manufacturers, and the successful execution of its production strategy, including the planned establishment of manufacturing capabilities. Disruptions in supply chains, delays in production, cost increases, or challenges in scaling manufacturing operations may adversely affect the Group's ability to meet customer demand and achieve its growth objectives.

Divisional Performance

Dietary Supplements
The Dietary Supplements segment remained the Group's primary contributor to revenue during FY2025. Revenue increased by approximately 11.4% to $5.22 million. The increase was supported by favourable foreign exchange movements and selective pricing adjustments implemented during the year. Customer demand across the Group's core supplement product lines remained broadly stable.

Food Ingredients
Revenue from the Food Ingredients segment declined by approximately 49.7% to $384,000 during FY2025. The reduction primarily reflected softer customer demand and more cautious purchasing patterns during the year.

Ovine Collagen
Revenue from the Ovine Collagen segment remained broadly consistent with the prior year at approximately $150,000. The Group continues to evaluate opportunities to expand the commercial applications of its proprietary collagen technologies.

Infection Control / Agriculture
The Infection Control and Agriculture segment recorded revenue of approximately $9,000 during the year, reflecting the commencement of business activities within this segment.

Outlook

The Group will continue to focus on operational discipline, cost management and prudent capital allocation.

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Subject to funding, regulatory approvals and market conditions, the Company anticipates the following developments:
• Continued strength in the Malaysian Ringgit may support revenue translation into Australian dollars.
• The replacement Collie plant is expected to commence operations in the second half of 2026, subject to funding and execution milestones.
• Initial revenue contributions from agricultural biotechnology and odour management solutions may be recorded in 2026.
The Group will also continue to evaluate opportunities to expand the commercial applications of its technology platforms, including developments in low-glycaemic-index ingredients, post-biotic nutrition and agricultural probiotic solutions.

Forward-looking statements contained in this section are subject to various risks and uncertainties, including regulatory approvals, funding availability and market conditions.

Consolidated Australian Manufacturing

The Company has adopted a strategy to consolidate its collagen manufacturing operations in Australia.

Following the cessation of operations at the legacy Collie collagen facility in late 2024, the Company is evaluating the development of a replacement modular collagen manufacturing plant to be located in Collie, Western Australia.

Subject to funding and execution milestones, the proposed facility is expected to support the production of ovine collagen and nano-collagen technologies. The Company intends to incorporate nano-element production capabilities within the facility, supporting the development of products manufactured in Australia.

Plans previously considered for a nano-collagen facility in Sarawak have been discontinued in favour of this Australian-based manufacturing strategy. The Company has commenced discussions with a potential joint venture partner in relation to the development of the Collie facility.

The proposed manufacturing consolidation is intended to streamline operations and support future development of the Group's collagen and nano-technology platforms.

The above commentary should be read in conjunction with the statutory results disclosed in the financial statements, which include all non-recurring items recognised during the year.

Information relating to the directors

Name:	**Mr Lai Kwok Kin**
Title:	Non-Executive Chairman, Independent
Qualifications:	Post-graduate diploma in Journalism from the City University of London
Experience and expertise:	Mr Lai, a Singaporean, has nearly 40 years' experience in international journalism, investment banking and communications. After military service in Singapore, he graduated from the National University of Singapore with a degree in arts and social science. He subsequently obtained a post-graduate diploma in Journalism from the City University of London while on a scholarship from Reuters, the international news agency. He has worked as a foreign correspondent in Singapore, Beijing, New Delhi and Kuala Lumpur (where he was Chief Correspondent for Malaysia and Brunei for Reuters). After a decade in journalism, he joined Merrill Lynch as head of equity research for Malaysia for the U.S. investment bank. In 1999, he founded the WeR1 group, which offers consultancy services for investor relations, including IPOs, and crisis communications. He has handled complex corporate crisis situations in Asia and is regularly consulted by business leaders for corporate strategy. Many of his clients have won awards for investor relations. In 2015 Singapore-registered WeR1 Consultants Pte, of which Mr Lai is Managing Director, was appointed as the first Asian member of the prestigious London-based Crisis & Litigation Communicators Alliance (CLCA).
Other current directorships:	None
Former directorships (last 3 years):	None
Interests in shares:	9,675,785

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Name:	**Mr Leong Man Loong**
Title:	Executive Director and CEO
Qualifications:	Bachelor of Science degree in Mechanical Engineering, United States
Experience and expertise:	Mr. Leong brings extensive expertise in corporate management, financial oversight, and business development. His proven track record includes driving operational improvements and delivering results in complex environments. He is an accomplished entrepreneur and inventor with 30 years of specialization in: Nanotechnology Green Chemistry, and Environmental Technology. He holds numerous patents and has contributed significantly to advancements in air purification, environmental sustainability, and material recycling across several global industries. Currently, Mr. Leong also serves as the Executive Chairman of the Malaysia-headquartered SHEPROS Group of Companies, where he continues to innovate and lead projects that align with the latest in environmental and technological developments. With his executive leadership, the Board believes that Holista is well-positioned to navigate current challenges and work towards a sustainable and profitable future.
Other current directorships:	None
Former directorships (last 3 years):	None
Interests in shares:	36,159,845

Name:	**Mr Gregory Pilant**
Title:	Non-Executive Director, Non-Independent
Experience and expertise:	Mr. Pilant is the founder, CEO, and Chairman of Regenerex Pharma, Inc., which is listed on the OTCB in the United States as well as several other private companies. A lifelong entrepreneur, he established Greystone Pharmaceuticals, Inc., and has led various medical and pharmaceutical firms since 1985, including Stanley Pharmaceuticals, National Labs, and MedStat. With over 30 years of experience in wound care, Mr. Pilant has been instrumental in setting up manufacturing facilities across the United States, China, Europe, and the Middle East. His expertise spans FDA and CE compliance, reimbursement, manufacturing, and distribution. Notably, he was among the first fifteen individuals inducted into the University of Memphis Business Hall of Fame.
Other current directorships:	None
Former directorships (last 3 years):	None
Interests in shares:	30,234,317

Name:	**Mr Robert Gemelli**
Title:	Non-Executive Director, Independent
Experience and expertise:	Based in Perth, Mr. Gemelli is a dynamic entrepreneur and accomplished business operator with a proven track record across multiple industries. He began his career in the insurance sector at Federation Insurance, quickly rising to a management position. Transitioning to the entertainment industry, he collaborated with Entertainment Enterprises Pty Ltd, eventually becoming General Manager of the Group. He later established his own entertainment business in Broome, Western Australia, which he sold at a profit. An active investor, he is well versed with the regulations of the Australian Securities Exchange and companies listed there.
Other current directorships:	None
Former directorships (last 3 years):	None
Interests in shares:	8,715,016

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Name:	**Mr Sam Yee**
Title:	Non-Executive Director, Independent
Experience and expertise:	A business consultant based in Melbourne, Mr. Yee has held roles in multinational organisations, specializing in pharmaceuticals, diagnostics, and wellness. As CEO of Gribbles Diagnostic, he achieved revenue and profit growth over three years by re-engineering the organization and improving staff productivity. At Wyeth, he doubled sales between 2007 and 2009 and introduced impactful CSR initiatives such as Wyeth Aid. At Pfizer, he managed the COX-2 drug withdrawal crisis and, as Asia Pacific Marketing Director, refined regional business plan. His roles at Merck Serono, Beacon International, and Envy Continent (a wellness tourism venture he founded) underscored versatility in business model implementation and strategic articulation. Earlier, at GlaxoSmithKline and Roche, he secured significant government tenders and elevated brands to market leadership. Mr. Yee holds a Bachelor of Pharmacy from the University of Wales and an MBA from the University of Strathclyde.
Other current directorships:	None
Former directorships (last 3 years):	None
Interests in shares:	10,000

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

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

Meetings of directors

The number of meetings of the company's Board of Directors ('the Board') held during the year ended 31 December 2025, and the number of meetings attended by each director were:

	Full Board		Nomination and Remuneration Committee		Audit and Risk Committee	
	Attended	Held	Attended	Held	Attended	Held
Mr Lai Kwok Kin	6	7	6	7	6	7
Mr Leong Man Loong	7	7	7	7	7	7
Mr Gregory Pilant	6	6	6	6	6	6
Mr Robert Gemelli	4	4	4	4	4	4
Mr Sam Yee	4	4	4	4	4	4

Held: represents the number of meetings held during the time the director held office.

Indemnity and insurance of officers

Indemnification

The Company has agreed to indemnify all the directors of Holista for any liabilities to another person (other than the Company or related body corporate) that may arise from their position as directors of the Company and its controlled entities, except where the liability arises out of conduct involving a lack of good faith.

Insurance premiums

During the financial year the Group has paid a premium of $nil (2024: $ nil) in respect of a contract to insure the directors and officers of the Company and its controlled entities against any liability incurred in the course of their duties to the extent permitted by the *Corporations Act 2001* (Cth). The Group is currently working with its brokers to find a new policy.

Indemnity and insurance of auditor

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

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

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Shares under option
There were no unissued ordinary shares of Holista Colltech Limited under option outstanding at the date of this report.

Shares issued on the exercise of performance rights
There were no ordinary shares of Holista Colltech Limited issued on the exercise of options during the year ended 31 December 2025 and up to the date of this report.

Shares under Performance Rights
There were no unissued ordinary shares of Holista Colltech Limited under performance rights outstanding at the date of this report.

Subsequent events
There have been no material events subsequent to the reporting date that require disclosure.

Non-audit services
During the year, no fees were paid or payable for other services provided by Stantons International Audit and Consulting Pty Ltd ("Stantons"). Marsden Stantons, provided tax compliance and independent expert services. Non-audit fees amounted to $5,220 (2024: $5,130).

Details of the amounts paid or payable to the auditor for non-audit services provided during the financial year by the auditor are outlined in note 29 to the consolidated financial statements.

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

The directors are of the opinion that the services as disclosed in note 29 to the financial statements do not compromise the external auditor's independence requirements of the Corporations Act 2001 for the following reasons:

- all non-audit services have been reviewed and approved to ensure that they do not impact the integrity and objectivity of the auditor; and
- none of the services undermine the general principles relating to auditor independence as set out in APES 110 Code of Ethics for Professional Accountants issued by the Accounting Professional and Ethical Standards Board, including 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.

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.

Auditor's independence declaration
A copy of the auditor's independence declaration as required under section 307C of the *Corporations Act 2001* is set out immediately after this directors' report on page 17.

Remuneration report (audited)
Key management personnel (KMP)

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

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

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

- Principles used to determine the nature and amount of remuneration
- Details of KMP remuneration
- Service agreements
- Additional disclosures relating to key management personnel

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Principles used to determine the nature and amount of remuneration

Remuneration philosophy

The performance of the Company depends upon the quality of the KMP. The philosophy of the Company in determining remuneration levels is to:

- set competitive remuneration packages to attract and retain high calibre employees;
- link executive rewards to shareholder value creation; and
- establish appropriate, demanding performance hurdles for variable executive remuneration.

Remuneration committee

The Nomination and Remuneration Committee is responsible for determining and reviewing remuneration arrangements for its directors and executives, and currently its responsibilities are undertaken by the full Board.

The Remuneration Committee of the Board of Directors of the Company is responsible for determining and reviewing compensation arrangements for the directors, the CEO and the executive team.

The Remuneration Committee assesses the appropriateness of the nature and amount of remuneration of directors and executives on a periodic basis by reference to relevant employment market conditions with an overall objective of ensuring maximum stakeholder benefit from the retention of a high quality KMP.

Remuneration structure

In accordance with best practice Corporate Governance, the structure of non-executive director and executive remuneration is separate and distinct.

Non-Executive director remuneration

The Board seeks to set aggregate remuneration at a level that provides the Company with the ability to attract and retain directors of the highest calibre, whilst incurring a cost that is acceptable to shareholders. The ASX Listing Rules specify that the aggregate remuneration of non-executive directors shall be determined from time to time by a general meeting. The latest determination was at the Annual General Meeting held on 1 December 2003 when shareholders approved an aggregate remuneration of $200,000 per year.

The amount of aggregate remuneration sought to be approved by shareholders and the manner in which it is apportioned amongst directors is reviewed annually. The Board considers advice from external shareholders as well as the fees paid to non-executive directors of comparable companies when undertaking the annual review process.

Each director receives a fee for being a director of the Company. An additional fee is also paid for each Board committee on which a director sits. The payment of additional fees for serving on a committee recognises the additional time commitment required by directors who serve on one or more sub committees.

The remuneration of non-executive directors for the year ended 31 December 2025 is detailed in note 28 'Key management personnel disclosures' of this consolidated financial statement.

Additionally, the reward framework should seek to enhance executives' interests by:

- rewarding capability and experience
- reflecting competitive reward for contribution to growth in shareholder wealth
- providing a clear structure for earning rewards

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

Senior manager and executive director remuneration

Remuneration consists of fixed remuneration and variable remuneration (comprising short-term and long-term incentive schemes).

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.

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Senior managers are given the opportunity to receive their fixed (primary) remuneration in a variety of forms including cash and fringe benefits such as motor vehicles and expense payment plans. It is intended that the manner of payment chosen will be optimal for the recipient without creating undue cost for the Group.

The fixed remuneration component of the company executives is detailed in page 14 of this remuneration report.

Variable Remuneration
The aggregate of annual payments available for KMP across the Group is subject to the approval of the Nomination and Remuneration Committee during the year.

Performance Based Remuneration short-term and long-term incentive structure
The Board will review short-term and long-term incentive structures from time to time. Any incentive structure will be aligned with shareholders' interests.

- *Short-term incentives*
  There have been no cash bonuses issued during the financial year.
- *Long-term incentives*
  The Board has a policy of granting incentive options and performance rights to KMP with exercise prices above market share price. As such, incentive options granted to executives will generally only be of benefit if the executives perform to the level whereby the value of the Group increases sufficiently to warrant exercising the incentive options granted.

The Executive Directors will be eligible to participate in any short term and long-term incentive arrangements operated or introduced by the Company (or any subsidiary) from time to time.

Service Contracts
Remuneration and other terms of employment for the directors and other KMP are formalised in contracts of employment.

Engagement of Remuneration Consultants
During the financial year, the Company did not engage any remuneration consultants.

Relationship between Remuneration of KMP and Earnings
The Company is also in the midst of commercialising some of its patented technologies, namely its Healthy Food ingredients and Sheep Collagen. Accordingly, the Company's remuneration policy during the current and the previous four financial years is not related to the Company's performance.

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

The key management personnel of the consolidated entity consisted of the following directors of Holista Colltech Limited:
- Mr Lai Kwok Kin
- Mr Leong Man Loong
- Mr Gregory Pilant
- Mr Robert Gemelli
- Mr Sam Yee

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2025	Cash salary and fees $	Short-term benefits: Cash bonus $	Short-term benefits: Non-monetary $	Post-employment benefits: *Super-annuation $	Long-term benefits: Long service leave $	Share-based payments: Equity-settled $	Total $
Non-Executive Chairman:							
Lai Kwok Kin	48,000	-	-	-	-	-	48,000
David Deloub[2]	22,500	-	-	-	-	-	22,500
Non-Executive Directors							
Robert Gemelli	15,000	-	-	-	-	-	15,000
Sam Yee	15,000	-	-	-	-	-	15,000
Loren King[1]	18,000	-	-	-	-	-	18,000
	118,500	**-**	**-**	**-**	**-**	**-**	**118,500**

* Superannuation refers to Malaysia entitlement calculated at 19% of the total of the Short-term benefits.

1) Mrs. Loren King's remuneration was paid by way of fees to Risky Vulture Enterprise Pty Ltd
2) Mr. David Deloub's remuneration was paid by way of fees to DRD Corporate
3) Dr Rajen Manicka ceased to be a Director on 19 March 2024 and provided consulting services thereafter; he was not considered KMP for FY2025 as he did not have authority for planning, directing and controlling Group activities.

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2024	Cash salary and fees $	Short-term benefits: Cash bonus $	Short-term benefits: Non-monetary $	Post-employment benefits: *Super-annuation $	Long-term benefits: Long service leave $	Share-based payments: Equity-settled $	Total $
Non-Executive Directors:							
Lai Kwok Kin	37,677	-	-	-	-	-	37,677
Loren King [1]	48,000	-	-	-	-	-	48,000
Non-Executive Chairman							
David Deloub [2]	60,000	-	-	-	-	-	60,000
Executive-Directors:							
Rajen Manicka[3]	66,900	-	-	12,786	-	-	79,686
Consultant							
Rajen Manicka[4]	121,685	-	-	23,264	-	-	144,949
	334,262	-	-	36,050	-	-	370,312

1) Mrs Loren King's remuneration was paid by way of fees to Risky Vulture Enterprise Pty Ltd.
2) Mr David Deloub's remuneration was paid by way of fees to DRD Corporate.
3) Dr.Rajen Manicka was disqualified 19 March 2024.

Additional disclosures relating to key management personnel

Shareholding

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

	Balance at the start of the year	Acquisition	Exercise of performance rights	Disposals/ other	Balance at the end of the year
Ordinary shares					
Leong Man Loong	36,159,845	-	-	-	36,159,845
Gregory Pilant	-	30,234,317	-	-	30,234,317
Lai Kwok Kin	9,675,785	-	-	-	9,675,785
Robert Gemelli	-	8,715,016	-	-	8,715,016
Sam Yee	-	10,000	-	-	10,000
David Deloub	-	-	-	-	-
Loren King	-	-	-	-	-
Total Ordinary Shares	45,835,630	38,959,333	-	-	84,794,963

Other Equity-related KMP Transactions

There have been no other transactions involving equity instruments other than those described in the tables above relating to options, rights and shareholdings.

This concludes the remuneration report, which has been audited.

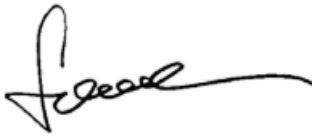
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Officers of the company who are former partners of Stantons
There are no officers of the Company who are former partners of Stantons.

Auditor
Stantons 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



Lai Kwok Kin
Independent Non-Executive Chairman

27 March 2026

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27 March 2026

Board of Directors
Holista Colltech Limited
283 Rokeby Road
SUBIACO WA 6008

Dear Directors

RE: HOLISTA COLLTECH LIMITED

In accordance with section 307C of the Corporations Act 2001, I am pleased to provide the following declaration of independence to the directors of Holista Colltech Limited.

As Audit Director for the audit of the financial statements of Holista Colltech Limited for the year ended 31 December 2025, I declare that to the best of my knowledge and belief, there have been no contraventions of:

(i) the auditor independence requirements of the Corporations Act 2001 in relation to the audit; and

(ii) any applicable code of professional conduct in relation to the audit.

Yours sincerely

STANTONS INTERNATIONAL AUDIT AND CONSULTING PTY LTD
(An Authorised Audit Company)



Waseem Akhtar
Director

Liability limited by a scheme approved under Professional Standards Legislation

Russell Bedford
taking you further

Stantons Is a member of the Russell Bedford International network of firms

Holista Colltech Limited
Consolidated statement of profit or loss and other comprehensive income
For the year ended 31 December 2025

	Note	Consolidated 2025 $	Consolidated 2024 $
Income			
Revenue from contracts with customers	4	5,764,055	5,598,239
Other income	5	26,756	65,410
Expenses			-
Changes in inventories of finished goods and work in progress		289,739	66,423
Raw materials and consumables used		(3,071,464)	(2,849,290)
Distribution costs and other costs of sales		(372,124)	(441,292)
Advertising and promotion		(254,156)	(405,574)
Consultancy and professional fees		(517,922)	(98,432)
Depreciation and amortisation expense		(53,989)	(101,553)
Employee benefits	6	(1,785,964)	(2,152,019)
Finance costs		(107,428)	(119,448)
Foreign exchange gain/(loss)		14,570	(165,168)
Impairment	6	829,569	1,286,394
Research and development		(36,066)	(72,064)
Share Based Payment Expense		-	(33,479)
Other expenses	6	(544,123)	(509,574)
ASIC litigation	16	(1,090,000)	-
Profit/(Loss) from continuing operations before income tax expense		(908,547)	68,573
Income tax Expense	7	(42,834)	(171,579)
(Loss) from continuing operations after income tax expense for the year		(951,381)	(103,006)
Profit/(Loss) from discontinued operations	39	-	15,855
Net loss for the year		(951,381)	(87,151)
Other comprehensive loss			
Items that may be reclassified subsequently to profit or loss			
Foreign currency translation		53,652	22,491
Other comprehensive profit / loss for the year, net of tax		53,652	22,491
Total comprehensive (loss) for the year		(897,729)	(64,660)
(Loss) for the year is attributable to:			
Non-controlling interest		(2,460)	(2,937)
Owners of Holista Colltech Limited		(948,921)	(84,214)
		(951,381)	(87,151)
Total comprehensive (loss) for the year is attributable to:			
Non-controlling interest		100,859	(224,236)
Owners of Holista Colltech Limited		(998,588)	159,576
		(897,729)	(64,660)
Basic and diluted (loss) per share from continuing operations		**Cents**	**Cents**
Basic and Diluted (loss) per share from continuing operations	38	(0.29)	(0.04)
Basic and Diluted (loss) per share from discontinued operations	38	(0.29)	0.01

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

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Holista Colltech Limited
Consolidated statement of financial position
As at 31 December 2025

	Note	Consolidated 2025 $	Consolidated 2024 $
Assets			
Current assets			
Cash and cash equivalents	8	2,160,771	21,720
Trade and other receivables	9	950,606	1,031,049
Inventories	10	1,099,817	810,086
Income tax recoverable	12	89,586	112,974
Other current assets	13	811,267	583,684
Total current assets		**5,112,047**	**2,559,513**
Non-current assets			
Property, plant and equipment	14	741,038	746,263
Right-of-use assets	11	14,361	22,066
Intangible assets	15	5,989	14,052
Total non-current assets		**761,388**	**782,381**
Total assets		**5,873,435**	**3,341,894**
Liabilities			
Current liabilities			
Trade and other payables	16	4,434,150	4,333,967
Contract liabilities	17	258,951	559,219
Borrowings	18	1,166,799	1,314,826
Leases	19	8,304	5,749
Short-term provisions	20	12,691	50,873
Total current liabilities		**5,880,895**	**6,264,634**
Non-current liabilities			
Borrowings	18	404,094	428,525
Leases	19	6,514	16,455
Total non-current liabilities		**410,608**	**444,980**
Total liabilities		6,291,503	6,709,614
Net liabilities		**(418,068)**	**(3,367,720)**
Equity			
Issued capital	21	25,717,958	21,870,577
Reserves	22	98,563	148,230
Accumulated losses	23	(24,697,132)	(23,748,211)
Equity attributable to the owners of Holista Colltech Limited		1,119,389	(1,729,404)
Non-controlling interest	24	(1,537,457)	(1,638,316)
Total equity		**(418,068)**	**(3,367,720)**

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

Holista Colltech Limited
Consolidated statement of changes in equity
For the year ended 31 December 2025

Consolidated	Issued capital $	Foreign Currency Translation Reserve $	Accumulated Losses $	Non-controlling interest $	Total equity $
Balance at 1 January 2024	21,787,478	(95,559)	(23,663,997)	(1,414,081)	(3,386,159)
Loss after income tax expense for the year	-	-	(84,214)	(2,937)	(87,151)
Other comprehensive income/ (Loss) for the year, net of tax	-	243,789	-	(221,298)	22,491
Total comprehensive income / (Loss) for the year	-	243,789	(84,214)	(224,235)	(64,660)
Reversal of Shares based payment expenses	83,099	-	-	-	83,099
Balance at 31 December 2024	21,870,577	148,230	(23,748,211)	(1,638,316)	(3,367,720)

Consolidated	Issued Capital $	Foreign Currency Translation Reserve $	Accumulated Losses $	Non-controlling interest $	Total equity $
Balance at 1 January 2025	21,870,577	148,230	(23,748,211)	(1,638,316)	(3,367,720)
Loss after income tax expense for the year	-	-	(948,921)	(2,460)	(951,381)
Other comprehensive income /(Loss) for the year, net of tax	-	(49,667)	-	103,319	53,652
Total comprehensive income/(Loss) for the year	-	(49,667)	(948,921)	100,859	(897,729)
Shares issued during the year	3,847,381	-	-	-	3,847,381
Balance at 31 December 2025	25,717,958	98,563	(24,697,132)	(1,537,457)	(418,068)

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

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Holista Colltech Limited
Consolidated statement of cash flows
For the year ended 31 December 2025

	Note	Consolidated 2025 $	Consolidated 2024 $
Cash flows from operating activities			
Receipts from customers		5,844,498	6,625,839
Payments to suppliers and employees		(6,372,371)	(6,445,800)
Finance costs		(107,428)	(119,448)
Interest received		4,874	3,687
Rental income		21,732	-
Income tax paid		(17,308)	(192,818)
Tax incentive benefit		-	14,795
ASIC penalty and related costs		(900,000)	(900,000)
Net cash (used in) operating activities	36	**(1,526,003)**	**(1,013,745)**
Cash flows from investing activities			
Purchase of property, plant and equipment	14	(23,353)	(7,040)
Increase/(Refund) of deposits/investments		(153,006)	561,805
Proceeds from disposal of property, plant and equipment		-	137,353
Net cash provided by / (used in) investing activities		**(176,359)**	**692,118**
Cash flows from financing activities			
Proceeds from issue of shares		3,847,381	-
Proceeds from borrowings, net		6,195,937	6,609,362
Repayment of borrowings		(6,387,767)	(6,231,815)
Repayment of lease liabilities		(7,765)	(207,379)
Repayment of term loan		-	(26,414)
Net cash provided by/(used in) financing activities		**3,647,786**	**(143,754)**
Net (decrease) in cash and cash equivalents		1,945,424	(177,873)
Cash and cash equivalents at the beginning of the financial year		21,720	59,767
Change in foreign currency held		193,627	139,826
Cash and cash equivalents at the end of the financial year	8	**2,160,771**	**21,720**

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

Note 1. Material accounting policies

The principal accounting policies adopted in the preparation of the consolidated financial statements are set out either in the respective notes or below. These policies have been consistently applied to all the years presented, unless otherwise stated.

New or amended Accounting Standards and Interpretations adopted
The consolidated entity has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period.

Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

Going concern
The consolidated financial statements have been prepared on a going concern basis, which assumes the continuity of normal business activities and the realisation of assets and settlement of liabilities in the ordinary course of business.

For the year ended 31 December 2025, the Group incurred a loss after income tax of $951,381 (2024: loss of $87,151) and recorded net cash outflows from operating activities of $1,526,003 (2024: $1,013,745). As at 31 December 2025, the Group had net liabilities of $418,068 (31 December 2024: net liabilities of $3,367,720) and a net working capital deficiency of $768,848 (2024:3,705,121).

The Group's ability to continue as a going concern is dependent on its ability to generate positive cash flows from operations and/or secure additional funding, including through capital raisings, refinancing of existing facilities, and continued financial support from investors. The Group is also subject to ongoing litigation as per the contingent liabilities Note 30 and regulatory matters, including costs associated with the ASIC matter of recovery of legal fees of $1.09 million as per note 16, which may give rise to further cash outflows.

In assessing the appropriateness of the going concern basis, the Directors have considered the following factors:

- the Group completed capital raisings during the year, strengthening liquidity and reducing net liabilities;
- the Group continues to generate revenue from its core operations, with improved gross margins compared to the prior year;
- the Directors' ongoing focus on cost management, operational efficiency and cash flow discipline;
- the Group's ability to access additional equity funding, if required; and
- the Directors' ability to manage the timing of discretionary expenditures.

Notwithstanding the above, the conditions described above including the ongoing litigation and legal fee recovery by ASIC of $1.09 million indicate that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern. Therefore, the Group may be unable to realise its assets and discharge its liabilities in the normal course of business.

The consolidated financial statements do not include any adjustments relating to the recoverability and classification of assets or the amounts and classification of liabilities that might be necessary should the Group be unable to continue as a going concern.

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

Historical cost convention
The consolidated financial statements have been prepared under the historical cost convention, except for, where applicable, the revaluation of financial assets and liabilities at fair value through profit or loss, financial assets at fair value through other comprehensive income, investment properties, certain classes of property, plant and equipment and derivative financial instruments.

Parent entity information
In accordance with the *Corporations Act 2001*, financial statements present the results of the consolidated entity only. Supplementary information about the parent entity is disclosed in note 33.

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Note 1. Material accounting policies (continued)

Principles of consolidation
The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Holista Colltech Limited ('company' or 'parent entity') as at 31 December 2025 and the results of all subsidiaries for the year then ended. Holista Colltech Limited and its subsidiaries together are referred to in these financial statements as the 'consolidated entity'.

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

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

The acquisition of subsidiaries is accounted for using the acquisition method of accounting. A change in ownership interest, without the loss of control, is accounted for as an equity transaction, where the difference between the consideration transferred and the book value of the share of the non-controlling interest acquired is recognised directly in equity attributable to the parent.

Non-controlling interest in the results and equity of subsidiaries are shown separately in the statement of profit or loss and other comprehensive income, statement of financial position and statement of changes in equity of the consolidated entity. Losses incurred by the consolidated entity are attributed to the non-controlling interest in full, even if that results in a deficit balance.

Where the consolidated entity loses control over a subsidiary, it derecognises the assets including goodwill, liabilities and non-controlling interest in the subsidiary together with any cumulative translation differences recognised in equity. The consolidated entity recognises the fair value of the consideration received and the fair value of any investment retained together with any gain or loss in profit or loss.

Foreign currency translation
The functional currency of each of the Group's entities is measured using the currency of the primary economic environment in which that entity operates. The consolidated financial statements are presented in Australian dollars. The legal parent entity's functional and presentation currency is Australian Dollars.

Foreign currency transactions are translated into functional currency using the exchange rates prevailing at the date of the transaction. Foreign currency monetary items are translated at the year-end exchange rate. Non-monetary items measured at historical cost continue to be carried at the exchange rate at the date of the transaction. Non-monetary items measured at fair value are reported at the exchange rate at the date when fair values were determined.

Exchange differences arising on the translation of monetary items are recognised in the profit or loss except where deferred in equity as a qualifying cash flow or net investment hedge.

Exchange differences arising on the translation of non-monetary items are recognised directly in other comprehensive income to the extent that the gain or loss is directly recognised in other comprehensive income, otherwise the exchange difference is recognised in the profit or loss.

Foreign operations
The financial results and position of foreign operations whose functional currency is different from the Group's presentation currency are translated as follows:

- assets and liabilities are translated at year-end exchange rates prevailing at that reporting date;
- income and expenses are translated at average exchange rates for the period; and
- retained earnings are translated at the exchange rates prevailing at the date of the transaction.

Exchange differences arising on translation of foreign operations are transferred directly to the Group's foreign currency translation reserve in the consolidated statement of financial position. These differences are recognised in the profit or loss in the period in which the operation is disposed.

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Note 1. Material accounting policies (continued)

Current and non-current classification
Assets and liabilities are presented in the consolidated statement of financial position based on current and non-current classification.

An asset is classified as current when: it is either expected to be realised or intended to be sold or consumed in the consolidated entity's normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within 12 months after the reporting period; or the asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period. All other assets are classified as non-current.

A liability is classified as current when: it is either expected to be settled in the consolidated entity's normal operating cycle; it is held primarily for the purpose of trading; it is due to be settled within 12 months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities are classified as non-current.

Deferred tax assets and liabilities are always classified as non-current.

Financial assets
Classification

From 1 January 2018, the Group classifies its financial assets in the following measurement categories:

- Those to be measured subsequently at fair value (either through OCI or through profit or loss), and
- Those to be measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or OCI. For investments in equity instruments that are not held for trading, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income (FVOCI).

The Group reclassifies debt investments when and only when its business model for managing those assets changes.

Recognition and derecognition

Regular way purchases and sales of financial assets are recognised on trade-date, the date on which the Group commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the group has transferred substantially all the risks and rewards of ownership.

Measurement

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss (FVPL), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

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Note 1. Material accounting policies (continued)

i. Debt instruments
Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the group classifies its debt instruments:

- Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in finance income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in other gains/(losses) together with foreign exchange gains and losses. Impairment losses are presented as separate line item in the statement of profit or loss.
- FVOCI: Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses which are recognised in profit or loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/(losses). Interest income from these financial assets is included in finance income using the effective interest rate method. Foreign exchange gains and losses are presented in other gains/(losses) and impairment expenses are presented as separate line item in the statement of profit or loss.
- FVPL: Assets that do not meet the criteria for amortised cost or FVOCI are measured at FVPL. A gain or loss on a debt investment that is subsequently measured at FVPL is recognised in profit or loss and presented net within other gains/(losses) in the period in which it arises.

ii. Equity instruments
The Group subsequently measures all equity investments at fair value. Where the Group's management has elected to present fair value gains and losses on equity investments in OCI, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments continue to be recognised in profit or loss as other income when the group's right to receive payments is established.

Changes in the fair value of financial assets at FVPL are recognised in other gains/(losses) in the statement of profit or loss as applicable. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

Investments
Investments includes non-derivative financial assets with fixed or determinable payments and fixed maturities where the consolidated entity has the positive intention and ability to hold the financial asset to maturity. This category excludes financial assets that are held for an undefined period. Investments are carried at amortised cost using the effective interest rate method adjusted for any principal repayments. Gains and losses are recognised in profit or loss when the asset is derecognised or impaired.

Value added taxes
Value-added tax (VAT) is the generic term for the broad-based consumption taxes that the Group is exposed to such as: Australia (Goods and Services Tax or GST) and in Malaysia (Sales and Service Tax or SST), hereafter collectively referred to as GST.

Revenues, expenses, and assets are recognised net of the amounts of GST, except where the amount of GST incurred is not recoverable from the taxation authority. In these circumstances the GST is recognised as part of the cost of acquisition of the asset or as part of an item of the expense.

Receivables and payables in the consolidated statement of financial position are shown inclusive of GST.

The net amount of GST recoverable from, or payable to, the Australian Taxation Office (or jurisdictional equivalent) is included as a current asset or liability in the balance sheet.

Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the tax authority.

Fair Value
The Group measures some of its assets and liabilities at fair value on either a recurring or non-recurring basis, depending on the requirements of the applicable AASB.

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Note 1. Material accounting policies (continued)

Fair value is the price the Group would receive to sell an asset or would have to pay to transfer a liability in an orderly unforced transaction between independent, knowledgeable and willing market participants at the measurement date.

As fair value is a market-based measure, the closest equivalent observable market pricing information is used to determine fair value. Adjustments to market values may be made having regard to the characteristics of the specific asset or liability. The fair values of assets and liabilities that are not traded in an active market are determined using one or more valuation techniques. These valuation techniques maximise, to the extent possible, the use of observable market data.

To the extent possible, market information is extracted from either the principal market for the asset or liability (i.e. the market with the greatest volume and level of activity for the asset or liability) or, in the absence of such a market, the most advantageous market available to the entity at the end of the reporting period (i.e. the market that maximises the receipts from the sale of the asset or minimises the payments made to transfer the liability, after taking into account transaction costs and transport costs).

For non-financial assets, the fair value measurement also considers a market participant's ability to use the asset in its highest and best use or to sell it to another market participant that would use the asset in its highest and best use.

Fair value hierarchy
AASB 13 Fair Value Measurement requires the disclosure of fair value information by level of the fair value hierarchy, which categorises fair value measurements into one of three possible levels based on the lowest level that an input that is significant to the measurement can be categorised into as follows:

- Level 1:Measurements based on quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.
- Level 2:Measurements based on inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3:Measurements based on unobservable inputs for the asset or liability.

The fair values of assets and liabilities that are not traded in an active market are determined using one or more valuation techniques. These valuation techniques maximise, to the extent possible, the use of observable market data. If all significant inputs required to measure fair value are observable, the asset or liability is included in Level 2. If one or more significant inputs are not based on observable market data, the asset or liability is included in Level 3.

The Group would change the categorisation within the fair value hierarchy only in the following circumstances:

- If a market that was previously considered active (Level 1) became inactive (Level 2 or Level 3) or vice versa; or
- If significant inputs that were previously unobservable (Level 3) became observable (Level 2) or vice versa.

When a change in the categorisation occurs, the Group recognises transfers between levels of the fair value hierarchy (i.e. transfers into and out of each level of the fair value hierarchy) on the date the event or change in circumstances occurred.

Valuation techniques
The Group selects a valuation technique that is appropriate in the circumstances and for which sufficient data is available to measure fair value. The availability of sufficient and relevant data primarily depends on the specific characteristics of the asset or liability being measured. The valuation techniques selected by the Group are consistent with one or more of the following valuation approaches:

- Market approach: valuation techniques that use prices and other relevant information generated by market transactions for identical or similar assets or liabilities.
- Income approach: valuation techniques that convert estimated future cash flows into income and expenses into a single discounted present value.
- Cost approach: valuation techniques that reflect the current replacement cost of an asset at its current service capacity.

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Note 1. Material accounting policies (continued)

Each valuation technique requires inputs that reflect the assumptions that buyers and sellers would use when pricing the asset or liability including assumptions about risks. When selecting a valuation technique, the Group gives priority to those techniques that maximise the use of observable inputs and minimise the use of unobservable inputs. Inputs that are developed using market data (such as publicly available information on actual transactions) and reflect the assumptions that buyers and sellers would generally use when pricing the asset or liability are considered observable, whereas inputs for which market data is not available and therefore are developed using the best information available about such assumptions are considered unobservable.

Note 2. Critical accounting judgements, estimates and assumptions

The preparation of the consolidated financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable under the circumstances. There are no critical accounting judgements, estimates and assumptions that are likely to affect the current or future financial years.

These estimates and associated assumptions are based on historical experience and various factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

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

Management discusses with the Board the development, selection and disclosure of the Group's critical accounting policies and estimates and the application of these policies and estimates. The estimates and judgements that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

- Key estimate – impairment of property, plant and equipment (note 14 Property, plant and equipment)
- Key estimate – determining stand-alone selling price of the loyalty points (note 17 Contract liabilities)
- Key estimate – determining the lease term (note 19 Leases)
- Key estimate – determining the allowance for expected credit losses (note 9 Trade and other receivables)
- Key estimate – carrying amount of deferred tax assets (note 7 Income tax expense)
- Key estimate – determining and ensuring the measurement of right of return assets based on the changes in expectations about the products to be returned (note 13 Right of Return Assets)
- Key estimate – determining and ensuring the measurement of refund liabilities based on the changes in expectations about the amount of refunds and recognising the corresponding adjustments as revenue (or reduction of revenue) (note 17)

Note 3. Operating segments

Identification of reportable operating segments
The Group has identified its operating segments based on the internal reports that are provided to the Board of Directors (the Board) on a monthly basis and in determining the allocation of resources. Management has identified the operating segments based on the principal activities – Supplements; Ovine Collagen; Infection Control Solutions/Agriculture; Food Ingredients; and Corporate.

Accounting policies adopted

Unless stated otherwise, all amounts reported to the Board, being the chief decision maker with respect to operating segments, are determined in accordance with accounting policies that are consistent to those adopted in the annual financial statements of the Group.

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Note 3. Operating segments (continued)

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

Supplements	This operating segment is involved in the manufacture and wholesale distribution of dietary supplements.
Ovine collagen	This operating segment is involved in the manufacture and distribution of cosmetic grade collagen.
Food ingredients	This operating segment is involved in the manufacture and wholesale distribution of healthy food ingredients.
Infection control/Agriculture	This operating segment is involved in the infection control solutions and agriculture

Intersegment transactions
All such transactions are eliminated on consolidation of the Group's financial statements.

Inter-segment loans payable and receivable are initially recognised at the consideration received/to be received net of transaction costs. If inter-segment loans receivable and payable are not on commercial terms, these are not adjusted to fair value based on market interest rates. This policy represents a departure from that applied to the statutory financial statements.

Segment assets
Where an asset is used across multiple segments, the asset is allocated to that segment that receives majority economic value from that asset. In the majority of instances, segment assets are clearly identifiable on the basis of their nature and physical location.

Segment liabilities
Liabilities are allocated to segments where there is a direct nexus between the incurrence of the liability and the operations of the segment. Borrowings and tax liabilities are generally considered to relate to the Group as a whole and are not allocated. Segment liabilities include trade and other payables and certain direct borrowings.

Major customers
The Group has a number of customers to whom it provides both products and services.

Within the Supplement segment, the Group supplies to a number of retailers through one single external distributor who accounts for 92% (2024: 91%) of total revenue for this segment. For Food Ingredients business segments, the Group supplies to a few major customers that accounts 85% (2024: 96%) of revenue for this segment. The Group supplies to a few external customers for the Ovine Collagen segment, where the major customer accounts for 100% (2024: 100%) of revenue for this segment.

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Note 3. Operating segments (continued)

Segment Financial Performance

Year ended 31 December 2025	Supplements $	Ovine Collagen $	Food Ingredients $	Infection Control/ Agriculture $	Corporate $	Total $
Revenue						
External sales	5,222,652	148,529	383,464	9,410	-	5,764,055
Other income	21,731	-	-	-	5,025	26,756
Total segment revenue	**5,244,383**	**148,529**	**383,464**	**9,410**	**5,025**	**5,790,811**
Reconciliation of segment revenue to group revenue:						
Total group revenue and other income						
discontinued operations					-	-
Total expenses	(4,471,768)	(132,242)	(731,007)	771,064	(2,135,405)	(6,699,358)
Segment profit/(loss) from continuing operations before tax	**772,615**	**16,287**	**(347,543)**	**780,474**	**(2,130,380)**	**(908,547)**

Year ended 31 December 2024	Supplements $	Ovine Collagen $	Food Ingredients $	Infection Control/ Agriculture $	Corporate $	Total $
Revenue						
External sales	4,686,963	148,290	762,974	12	-	5,598,239
Other income	-	44,882	-	-	20,528	65,410
Total segment revenue	**4,686,963**	**193,172**	**762,974**	**12**	**20,528**	**5,663,649**
Reconciliation of segment revenue to group revenue:						
discontinued operations					15,855	15,855
Total expenses	(4,568,196)	(413,124)	(1,204,037)	560,065	30,216	(5,595,076)
Segment profit/(loss) from continuing operations before tax	**118,767**	**(219,952)**	**(441,063)**	**560,077**	**66,599**	**(84,428)**

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Note 3. Operating segments (continued)

As at 31 December 2025	Supplements $	Ovine Collagen $	Food Ingredients $	Infection Control/ Agriculture $	Corporate $	Total $
Segment Assets	3,102,790	68,534	3,311,091	1,246	82,628	6,566,289
Intra-segment eliminations	-	-	(698,074)	-	5,220	(692,854)
Total assets	3,102,790	68,534	2,613,017	1,246	87,847	5,873,435
Segment Liabilities	(2,854,542)	(1,597,720)	(4,841,527)	(352,446)	(82,627)	(9,728,862)
Intra-segment eliminations	-	-	320,701	-	3,116,658	3,437,359
Total liabilities	(2,854,542)	(1,597,720)	(4,520,826)	(352,446)	3,304,029	(6,291,503)
Total assets/(liabilities)	**248,248**	**(1,529,186)**	**(1,907,809)**	**(351,200)**	**3,121,879**	**(418,068)**

As at 31 December 2024	Supplements $	Sheep Collagen $	Food Ingredients $	Infection Control/ Agriculture $	Corporate $	Total $
Segment Assets	2,322,886	56,889	1,499,244	529	109,075	3,988,623
Intra-segment eliminations	-	-	(706,902)	-	60,173	(646,729)
Total assets	2,322,886	56,889	792,342	529	169,248	3,341,894
Segment Liabilities	(2,700,190)	(3,637,965)	(3,420,644)	(395,429)	(130,023)	(10,284,251)
Intra-segment eliminations	-	-	283,655	-	3,290,982	3,574,637
Total liabilities	(2,700,190)	(3,637,965)	(3,136,989)	(395,429)	3,160,959	(6,709,614)
Total assets/(liabilities)	**(377,304)**	**(3,581,076)**	**(2,344,647)**	**(394,900)**	**3,330,207**	**(3,367,720)**

Assets by geographical region
The location of segment assets by geographical location of the assets is disclosed below:

	Consolidated 2025 $	Consolidated 2024 $
Australia	68,534	56,889
Malaysia	5,839,422	3,205,979
United States	658,334	725,755
Intra-segment eliminations	(692,855)	(646,729)
Total assets	**5,873,435**	**3,341,894**

Liabilities by geographical region
The location of segment liabilities by geographical location of the liabilities is disclosed below:

	Consolidated 2025 $	Consolidated 2024 $
Australia	1,597,720	3,637,965
Malaysia	4,847,523	3,121,492
United States	3,283,619	3,524,795
Intra-segments eliminations	(3,437,359)	(3,574,638)
Total Liabilities	**6,291,503**	**6,709,614**

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Note 3. Operating segments (continued)

Revenue by geographical area
Revenue attributable to external customers is disclosed below, based on the location of the external customer:

	Consolidated 2025 $	Consolidated 2024 $
Australia	148,529	148,290
Malaysia	5,615,526	5,449,949
Total revenue	**5,764,055**	**5,598,239**

	Consolidated 2025 $	Consolidated 2024 $
Australia	(1,795,490)	(513,250)
Malaysia	889,405	794
United States	(2,462)	428,028
Profit/(loss) before tax	**(908,547)**	**(84,428)**

Unallocated Items
The following items of revenue, expenses, assets and liabilities are not allocated to operating segments as they are not considered part of the core operations of any segment:

- Depreciation and amortisation
- Gains or losses on sales of financial and non-financial assets
- Investment income
- Corporate transaction accounting expense

Accounting policy for operating segments
Operating segments are presented using the 'management approach', where the information presented is on the same basis as the internal reports provided to the Chief Operating Decision Makers ('CODM'). The CODM is responsible for the allocation of resources to operating segments and assessing their performance.

Note 4. Revenue from contracts with customers

	Consolidated 2025 $	Consolidated 2024 $
Revenue from contracts with customers	5,764,055	5,598,239

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Note 4. Revenue from contracts with customers (continued)

Disaggregation of revenue
The disaggregation of revenue from contracts with customers is as follows:

	Consolidated 2025 $	Consolidated 2024 $
Supplements	5,222,653	4,686,963
Ovine Collagen	148,529	148,290
Food Ingredients	383,463	762,974
Infection Control	9,410	12
	5,764,055	**5,598,239**
Geographical regions		
Australia	148,529	148,290
Malaysia	5,615,526	5,449,949
	5,764,055	**5,598,239**
Timing of revenue recognition		
Goods transferred at a point in time	**5,764,055**	**5,598,239**

Accounting policy for Revenue from contracts with customers
Revenue is recognised on a basis that reflects the transfer of promised goods or services to customers at an amount that reflects the consideration the Group expects to receive in exchange for those goods or services.

Revenue is recognised by applying a five-step process outlined in AASB 15 which is as follows:

- Identify the contract with a customer;
- Identify the performance obligations in the contract and determine at what point they are satisfied;
- Determine the transaction price;
- Allocate the transaction price to the performance obligations; and
- Recognise the revenue as the performance obligations are satisfied.

Revenue is recognised when or as a performance obligation in the contract with customer is satisfied, i.e. when the control of the goods or services underlying the particular performance obligation is transferred to the customer. A performance obligation is a promise to transfer a distinct goods or service (or a series of distinct goods or services that are substantially the same and that have the same pattern of transfer) to the customer that is explicitly stated in the contract and implied in the Group's customary business practices.

Revenue is measured at the amount of consideration to which the Group expects to be entitled in exchange for transferring the promised goods or services to the customers, excluding amounts collected on behalf of third parties such as sales taxes or services taxes. If the amount of consideration varies due to discounts, rebates, refunds, credits, incentives, penalties or other similar items, the Group estimates the amount of consideration to which it will be entitled based on the expected value or the most likely outcome. If the contract with customer contains more than one performance obligation, the amount of consideration is allocated to each performance obligation based on the relative stand-alone selling prices of the goods or services promised in the contract. Revenue is recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is subsequently resolved.

The control of the promised goods or services may be transferred over time or at a point in time. The control over the goods or services is transferred over time and revenue is recognised over time if:

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Note 4. Revenue from contracts with customers (continued)

- the customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performs;
- the Group's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or
- the Group's performance does not create an asset with an alternative use and the Group has an enforceable right to payment for performance completed to date.

Revenue for performance obligation that is not satisfied over time is recognised at the point in time at which the customer obtains control of the promised goods or services.

Sale of health care products
Sale of health care products comprise revenue from supplements, food ingredients and infection control.

Revenue from sales of health care products is recognised at the point in time when control of the asset is transferred to the customer, i.e. upon delivery of goods to the customers. Some contracts for the sale of health care products provide customers with a right of return and volume rebates. The rights of return and volume rebates give rise to variable consideration.

a. Rights of return

Certain contracts provide a customer with a right of return the goods within a specific period. The Group uses its accumulated historical experience to estimate the level of returns using the expected value method because this method best predicts the amount of variable consideration to which the Group will be entitled. The constraining estimates of variable consideration are also applied in order to determine the amount of variable consideration that can be included in the transaction price. For goods that are expected to be returned, instead of revenue, the Group recognises a refund liability. A right of return assets and corresponding adjustment to cost of sales is also recognised for the right to recover products from a customer.

b. Volume rebates

The Group provides retrospective volume rebates to certain customers once the quantity of products purchased during the period exceeds a threshold specified in the contract. Rebates are offset against amounts payable by the customer. To estimate the variable consideration for the expected future rebates, the Group applies the most likely amount method for contracts with a single-volume threshold and the expected value method for contracts with more than one volume threshold. The selected method that best predicts the amount of variable consideration is primarily driven by the number of volume thresholds contained in the contract. The Group then applies that requirements on constraining estimates of variable consideration and recognised a refund liability for the expected future rebates.

Sale of health care products through single level direct selling
Revenue from single level direct selling of health care products is recognised at the point in time when control of the asset is transferred to the customer, i.e. upon delivery of goods to the customers.

Royalty income
Sales based royalties are recognised at the later of when the subsequent sale occurs and the satisfaction of the performance obligation to which some or all of the sales-based royalty has been allocated.

Sale of raw ingredients
Sale of raw ingredients comprise sales from sheep collagen, food ingredients and infection control.

Revenue from sales of sheep collagen, food ingredients, and infection control are recognised at the point in time when the control of the asset is transferred to the customer, i.e. upon delivery of goods to the customers.

Customer loyalty points
Deferred revenue in respect to customer loyalty points is recognised in accordance with note 17 Key estimates –Deferred revenue for customer loyalty points.

Assets and liabilities arising from rights of return
Assets and liabilities arising from rights of return in accordance with note 11 Right-of-return assets, note 16 Trade and other payables, and note 17 Contract liabilities.

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Note 5. Other income

	Consolidated 2025 $	Consolidated 2024 $
Tax Incentive Benefit	-	14,795
Gain on disposal of property, plant and equipment	150	45,407
Interest income	4,874	5,208
Rental Income	21,732	-
Total Other income	**26,756**	**65,410**

Accounting Policy for Interest Income
Interest income is recognised on a time proportionate basis that considers the effective yield on the financial asset.

Accounting Policy for Government grants
Government grants are recognised upon receipt of cash.

Note 6. Loss before income tax

	Consolidated 2025 $	Consolidated 2024 $
Loss before income tax includes the following specific expenses:		
Impairment		
Reversal of Impairment of other assets	-	(92,768)
(Recovery)/Impairment of Related Party Loans	-	(561,805)
Impairment on credit losses (note 7)	(829,569)	(631,821)
Total impairment	(829,569)	(1,286,394)
Other Expenses		
Compliance and regulatory costs	167,836	107,984
Insurance	19,694	54,528
Other expenses	14,974	5,931
Stocks written-off – finished goods	24,333	14,376
Collie factory maintenance costs	3,707	48,802
Audit fees	156,787	119,045
Operating lease and rental expense	156,792	158,908
Total Other Expenses	**544,123**	**509,574**
Employee Benefit Expense Short-term		
Salary and wages, including directors fees	1,234,827	1,551,480
Superannuation	170,008	210,004
Medical and Insurance	69,109	73,709
Bonus and Incentive	122,441	112,293
Travel	135,160	143,502
Others	54,419	61,031
Total Employee Benefit Expense Short-term	**1,785,964**	**2,152,019**

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Note 6. Loss before income tax (continued)

Accounting policy for Expected credit losses

Refer to note 9.

Accounting policy for Impairment on Intangibles including Goodwill

Refer to note 15.

Accounting policy for Employee Benefit Expense Short-term
Liabilities for employee benefits for wages, salaries and annual leave that are expected to be settled within 12 months of the reporting date represent present obligations resulting from employees' services provided to the reporting date and are calculated at undiscounted amounts based on remuneration wage and salary rates that the Group expects to pay at the reporting date including related on-costs, such as workers compensation insurance and payroll tax.

Non-accumulating non-monetary benefits, such as medical care, housing, cars and free or subsidised goods and services, are expensed based on the net marginal cost to the Group as the benefits are taken by the employees.

Accounting policy for Defined contribution superannuation funds
A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions onto a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution superannuation funds are recognised as an expense in the profit or loss as incurred.

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Note 7. Income tax expense

	Consolidated 2025 $	Consolidated 2024 $
Income tax expense		
Current Income tax	42,834	171,579
Deferred tax (Note 7.1)		
-current year	-	-
-over provision in prior year	-	-
Aggregate income tax expense	**42,834**	**171,579**
Numerical reconciliation of income tax expense and tax at the statutory rate		
Loss before income tax expense	(908,547)	84,428
Tax at the statutory tax rate of 25% (2024: 25%)	(227,137)	21,107
Non-deductible expenses	(204,369)	(312,152)
Foreign tax losses not recognised	582	(2,161)
Foreign income tax payable	42,834	171,579
Deferred tax asset not brought to account	210,299	226,279
Profit attributable to foreign subsidiaries	(78,906)	118,238
Timing differences	299,531	(51,311)
Income tax expense	**42,834**	**171,579**
	%	%
The applicable weighted average effective tax rates attributable to operating profit are as follows:	12.69%	20.33

The tax rates used in the above reconciliations is the corporate tax rate of 25% payable by the Australian corporate entity on taxable profits under Australian tax law. There has been no change in this tax rate since the previous reporting year.

The foreign income tax payable relates to the Malaysian corporate entities, where the current corporate tax rate is 24%. The Malaysian corporate entities' tax losses have unrecognised deferred tax assets in relation to unutilised tax losses carried forward for which no deferred tax asset has been recorded as it is not probable that taxable profit will be available in the foreseeable future.

	Consolidated 2025 $	Consolidated 2024 $
Tax losses and deductible temporary differences		
Unused tax losses and deductible temporary differences for which no deferred tax asset has been recognised, that may be utilised to offset tax liabilities:		
Tax losses Australia	3,615,852	3,405,553
Tax losses attributable to foreign subsidiaries	1,257,120	1,335,444
	4,872,972	**4,740,997**

Potential deferred tax assets attributable to tax losses have not been brought to account at 31 December 2025 because the directors do not believe it is appropriate to regard realisation of the deferred tax assets as probable at this point in time. These benefits will only be obtained if:

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i. the Group derives future assessable income of a nature and of an amount sufficient to enable the benefit from the deductions for the loss to be realised;

ii. the Group continues to comply with conditions for deductibility imposed by law; and

iii. no changes in tax legislation adversely affect the Group in realising the benefit from the deductions for the loss.

Balances disclosed in the consolidated financial statements and the notes thereto, related to taxation, are based on the best estimates of directors. These estimates consider both the financial performance and position of the Group as they pertain to current income taxation legislation, and the directors understanding thereof. No adjustment has been made for pending or future taxation legislation. The current income tax position represents that directors' best estimate, pending an assessment by tax authorities in relevant jurisdictions.

The parent company has accumulated tax losses of $14,803,986 (2024: $13,962,791) which are expected to be available indefinitely for offset against future taxable profits of the parent company in which the losses arose. The recoupment of these losses is subject to assessment of the Australian Taxation Office. The parent company has additional accumulated tax losses of $841,195 which are not expected to be available to offset any future taxable profits as their origin cannot be determined. No deferred tax asset has been recorded in relation to these tax losses as it is not probable that taxable profit will be available in the foreseeable future and they may not be used to offset such taxable profit.

7.1 Deferred Tax Assets

	Consolidated 2025 $	Consolidated 2024 $
Deferred tax assets at the beginning of the year:	-	72,984
Recognised in profit or loss	-	
- Current year	-	-
- Over provision in previous years		(72,984)
	-	**-**

	Consolidated 2025 $	Consolidated 2024 $
Gross:		
Deferred tax assets	87,707	62,979
Deferred tax liabilities	(87,707)	(62,979)
Deferred tax assets	**-**	**-**

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Deferred tax liabilities are in respect of the following:

	Consolidated 2025 $	Consolidated 2024 $
Tax effects of:		
Unrealised gain on foreign exchange	-	-
Differences between		
- Accounting depreciation and finance lease payments	(6,367)	-
Right of return assets	(81,340)	(62,979)
	(87,707)	**(62,979)**

Accounting policy for Income tax expense

The income tax expense or benefit for the period is the tax payable or tax recoverable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary difference and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the Company's subsidiaries and associates operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Current tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the balance date.

Deferred income tax is provided on all temporary differences at the balance date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred income tax liabilities are recognised for all taxable temporary differences except:

- When the deferred income tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and that, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; or
- When the taxable temporary difference is associated with investments in subsidiaries, associates or interests in joint ventures, and the timing of the reversal of the temporary difference can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income tax assets are recognised for all deductible temporary differences, carry-forward of unused tax assets and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry-forward of unused tax credits and unused tax losses can be utilised, except:

- When the deferred income tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; or
- When the deductible temporary difference is associated with investments in subsidiaries, associates or interests in joint ventures, in which case a deferred tax asset is only recognised to the extent that it is probable that the temporary difference will reverse in the foreseeable future and taxable profit will be available against which the temporary difference can be utilised.

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The carrying amount of deferred income tax assets is reviewed at each balance date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Unrecognised deferred income tax assets are reassessed at each balance date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered. Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the balance date.

Income taxes relating to items recognised directly in equity are recognised in equity and not in profit or loss. Deferred tax assets and deferred tax liabilities are offset only if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and liabilities relate to the same taxable entity and the same taxation authority.

Holista Colltech Limited recognises its own current and deferred tax amounts and those current tax liabilities, current tax assets and deferred tax assets arising from unused tax credits and unused tax losses which it has assumed from its controlled entities within the tax consolidated group.

Assets or liabilities arising under tax funding agreements with the tax consolidated entities are recognised as amounts payable or receivable from or payable to other entities in the Group. Any difference between the amounts receivable or payable under the tax funding agreement are recognised as a contribution to (or distribution from) controlled entities in the tax consolidated group.

Where the Group receives the Australian Government's Research and Development Tax Incentive, the Group accounts for the refundable tax offset under AASB 112. Funds are received as a rebate through the parent company's income tax return.

Note 8. Cash and cash equivalents

	Consolidated 2025 $	Consolidated 2024 $
Current assets		
Cash at bank	1,056,612	21,720
Term deposits at call	1,104,159	-
	2,160,771	21,720

Accounting policy for cash and cash equivalents
Cash and cash equivalents includes 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.

Note 9. Trade and other receivables

	Consolidated 2025 $	Consolidated 2024 $
Current assets		
Trade receivables	1,146,681	2,616,214
Less: Allowance for expected credit losses	(313,646)	(1,713,824)
	833,035	902,390
Other receivables	58,739	65,323
Amounts advanced to a third party	475,157	475,157
Less: Allowance for expected credit losses	(475,157)	(475,157)
Interest receivable	58,832	63,336
	950,606	1,031,049

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Note 9. Trade and other receivables (continued)

2025	Not past due $	Past due up to 30 days $	Past due 31-60 days $	Past due 61-90 days $	Past due over 90 days $	Total $
Trade receivables-Gross value	442,064	389,784	466	721	313,646	1,146,681
Allowance for expected credit loss	-	-	-	-	(313,646)	(313,646)
Other receivables-net	-	-	-	-	-	-
	442,064	389,784	466	721	-	833,035

2024	Not past due $	Past due up to 30 days $	Past due 31-60 days $	Past due 61-90 days $	Past due over 90 days $	Total $
Trade receivables-Gross value	887,018	-	-	432	1,728,764	2,616,214
Allowance for expected credit losses	-	-	-	-	(1,713,824)	(1,713,824)
Other receivables-net	-	-	-	-	-	-
	887,018	-	-	432	14,940	902,390

The average credit period on sales of goods and rendering of services ranges from 30 to 60 days. Interest is not charged. During the year ended 31 December 2025 an allowance of $313,646 has been recognised for estimated irrecoverable trade receivable amounts arising from past sale of goods, determined by reference to past default experience. Amounts are considered as 'past due' when the debt has not been settled, within the terms and conditions agreed between the Group and the customer or counter party to the transaction.

Included in trade receivables is an amount due from companies in which a director has interest of $Nil (2024: $588,980). During the year, the carrying amount of the allowance for credit losses amounted to $Nil (2024: $588,980).

As at 31 December 2025, the amounts advanced to a third party of $475,157 charged interest at 3% in its first year and 5% in its second year, on an accrual basis. In prior year, an impairment of $475,157 has been made to fully impair the amounts advanced to a related party and a third party. The related party ceased being a related party and moved to third party status on 31 December 2021.

Accounting policy for trade and other receivables
Trade receivables are generally due for settlement within periods ranging from 30 to 60 days. Receivables expected to be collected within 12 months of the end of the reporting period are classified as current assets. All other receivables are classified as non-current assets.

Trade and other 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.

Accounting policy for allowance for expected credit losses
The Group assesses impairment on a forward-looking basis, the expected credit losses associated with its debt instruments carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables, the Group applies the simplified approach permitted by AASB 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

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Note 10. Inventories

	Consolidated 2025 $	Consolidated 2024 $
Current assets		
Raw materials - at cost	655,464	446,959
Finished goods - at cost pre write off	308,846	367,645
Less: Finished goods stock written off	(24,333)	(71,720)
Finished goods - at cost	939,977	742,884
Stock-in-transit	159,840	67,202
	1,099,817	810,086

Accounting policy for inventories

Inventories are valued at the lower of cost and net realisable value. Costs incurred in bringing each product to its present location and conditions are accounted for as follows:

- Raw materials - purchase cost on a first-in, first-out basis; and
- Finished goods and work-in-progress - cost of direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity but excluding borrowing costs.

Stock-in-transit is stated at the lower of cost and net realisable value. Cost comprises of purchase and delivery costs, net of rebates and discounts received or receivable.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

Note 11. Right-of-use assets

	Consolidated 2025 $	Consolidated 2024 $
Non-current assets		
Properties	14,361	22,066
	14,361	22,066

Reconciliations

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

Consolidated	Properties $	Motor vehicles $	Total $
Balance at 1 January 2025	22,066	-	22,066
Exchange differences	501	-	501
Depreciation expense	(8,206)	-	(8,206)
Balance at 31 December 2025	14,361	-	14,361

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Note 11. Right-of-use assets (continued)

Consolidated	Properties $	Motor vehicles $	Total $
Balance at 1 January 2024	115,096	139,082	254,178
Additions	24,072	-	24,072
Disposals	(100,637)	(131,037)	(231,674)
Exchange differences	711	18,163	18,874
Depreciation expense	(17,176)	(26,208)	(43,384)
Balance at 31 December 2024	22,066	-	22,066

Accounting policy for right-of-use assets

The Group recognises a right-of-use asset at the commencement date of the lease. The right-of-use asset is initially measured at cost. The cost of right of use assets includes the amount of lease liabilities recognised, adjusted for any lease payments made at or before the commencement date, plus initial direct costs incurred and an estimate of costs to dismantle, remove or restore the leased asset, less any lease incentives received.

Right-of-use assets are measured at cost comprising the following:

- The amount of the initial measurement of lease liability;
- Any lease payments made at or before the commencement date less any lease incentives received;
- Any initial direct costs; and
- Restoration costs.

Subsequent to initial measurement, the right of use asset is depreciated on a straight-line basis over the shorter of the lease term and the estimated useful life as follows:

- Motor vehicles 5 years
- Properties (in processing factory) 3-30 years

Right of use assets are subject to impairment and are adjusted for any measurement of lease liabilities.

Extension and termination options

An extension options is included in a property of the Group. This is used to maximise operational flexibility in terms of managing the assets used in the Group's operations. The extension option held is exercisable only by the Group and not by the respective lessor.

Note 12. Income tax refund due

	Consolidated 2025 $	Consolidated 2024 $
Current assets		
Tax recoverable net of provision of tax liability offset	89,586	112,974

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Note 13. Other current assets

	Consolidated 2025 $	Consolidated 2024 $
Current assets		
Prepayments	95,171	102,283
Security deposits	355,366	195,441
Other deposits	21,293	24,163
Right-of-return assets	339,437	261,797
	811,267	583,684

In FY2020, there was an amount of $428,787 included in prepayments for deposit and advances previously made to ProImmune Company LLC for supply contract. ProImmune Company LLC filed for purported breaches of supply contracts by the Company in February 2020. As it is not practical to estimate when the decision of the court will be made, the prepayments has been fully impaired (refer to Note 30 for further details).

The Company is subject to a final judgment by the United States Court of Appeals for the Second Circuit, dated February 20, 2025, ordering payment of U$2,063,910, inclusive of interest and attorney's fees, in favor of ProImmune. However, the judgment is not automatically enforceable in Australia and must first be domesticated and registered under Australian common law. The Company intends to vigorously defend against enforcement proceedings on the basis

Security deposits are restricted cash. In order to obtain various financing facilities, banks in Malaysia require cash to be deposited if other collateral is not available. These deposits are interest bearing and the interest is compounded and added to the principal.

Accounting policy for Right-of-return assets
Right-of-return assets represents the Group's right to recover the goods expected to be returned by customers. The asset is measured at the former carrying amount of the inventory, less any expected costs to recover the goods, including any potential decrease in the value of the returned goods. At the end of each reporting period, the Group updates the measurement of the asset arising from the changes in expectations about products to be returned.

Accounting policy for customer fulfilment costs
Customer fulfilment costs are capitalised as an asset when all the following are met: (i) the costs relate directly to the contract or specifically identifiable proposed contract; (ii) the costs generate or enhance resources of the consolidated entity that will be used to satisfy future performance obligations; and (iii) the costs are expected to be recovered. Customer fulfilment costs are amortised on a straight-line basis over the term of the contract.

Note 14. Property, plant and equipment

	Consolidated 2025 $	Consolidated 2024 $
Non-current assets		
Freehold land and buildings	1,168,404	1,056,810
Less: Accumulated depreciation and impairment	(467,794)	(359,315)
	700,610	697,495
Plant and equipment	2,089,280	2,149,297
Less: Accumulated depreciation	(2,048,852)	(2,100,529)
	40,428	48,768
Total property, plant and equipment	741,038	746,263

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Note 14. Property, plant and equipment (continued)

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

Consolidated	Freehold land and buildings $	Plant and equipment $	Total $
Balance at 1 January 2024	635,618	81,354	716,972
Additions	-	2,589	2,589
Exchange rate differences	83,011	4,170	87,181
Depreciation expense	(21,134)	(39,345)	(60,479)
Balance at 31 December 2024	697,495	48,768	746,263
Additions	10,868	12,617	23,485
Exchange rate differences	16,086	(569)	15,517
Depreciation expense	(23,839)	(20,388)	(44,227)
Balance at 31 December 2025	700,610	40,428	741,038

Land and buildings with a carrying amount of $700,610 (2024: $697,495) are subject to a first charge to secure a loan from CIMB Bank, Malaysia.

Collagen Extraction Facility in Collie, Western Australia
This facility was built on land subject to a 20 years lease entered into in June 2004. The facility buildings have a carrying value of $nil as at 31 December 2025 (2024: $nil). This lease has been terminated as at 31 December 2024.

Accounting policy for property, plant and equipment
Recognition and measurement

Freehold land and buildings are measured at cost less accumulated depreciation on buildings and less any impairment losses recognised after the date of the revaluation.

Items of plant and equipment are measured on the cost basis and carried at cost less accumulated depreciation (see table below) and impairment losses (see accounting policy for impairment below).

Cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials and direct labour, any other costs directly attributable to bringing the asset to a working condition for its intended use, and the costs of dismantling and removing the items and restoring the site on which they are located, and an appropriate proportion of production overheads. Cost includes the cost of replacing parts that are eligible for capitalisation when the cost of replacing the parts is incurred. Similarly, when each major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement only if it is eligible for capitalisation.

Where considered material, the carrying amount of property, plant, and equipment is reviewed annually by Directors to ensure it is not in excess of the recoverable amount from these assets. The recoverable amount is assessed on the basis of the expected net cash flows that will be received from the asset's employment and subsequent disposal. The expected net cash flows have not been discounted to their present values in determining recoverable amounts.

Where parts of an item of property, plant, and equipment have different useful lives, they are accounted for as separate items of plant and equipment.

Subsequent costs
The cost of replacing part of an item of plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group and its cost can be measured reliably. Any costs of the day-to-day servicing of plant and equipment are recognised in the profit or loss as an expense as incurred.

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Note 14. Property, plant and equipment (continued)

Derecognition and disposal
An item of property, plant and equipment is derecognised upon disposal or when no further future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the year the asset is derecognised.

Plant and equipment is stated at historical cost less accumulated depreciation and impairment. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Depreciation

Depreciation is charged to the profit or loss on a straight-line basis over the asset's useful life to the Group commencing from the time the asset is held ready for use. Leasehold improvements are depreciated over the shorter of either the unexpired period of the lease or the estimated useful lives of the improvements.

Depreciation rates and methods are reviewed annually for appropriateness. The depreciation rates used for the current and comparative periods are:

	2025 Bottom %	2025 Top %	2024 Bottom %	2024 Top %
Buildings	4.00	4.00	4.00	4.00
Plant and equipment	20.00	33.33	20.00	33.33
Motor vehicles	20.00	20.00	20.00	20.00

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Impairment of property, plant and equipment
At the end of each reporting period, the Group assesses whether there is any indication that an asset may be impaired. The assessment will consider both external and internal sources of information. If such an indication exists, an impairment test is carried out on the asset by comparing the recoverable amount of the asset, being the higher of the asset’s fair value less costs of disposal and value in use, to the asset’s carrying amount. Any excess of the asset’s carrying amount over its recoverable amount is recognised immediately in profit or loss. Where it is not possible to estimate the recoverable amount of an individual asset, the group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation and amortisation, if no impairment loss had been recognised.

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Note 15. Intangible assets

	Consolidated 2025 $	Consolidated 2024 $
Non-current assets		
Goodwill	-	-
Patents and licences	112,093	116,370
Less: Accumulated amortisation	(106,104)	(102,318)
	5,989	14,052
	5,989	14,052

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

Consolidated	Goodwill $	Patents and licences $	Total $
Balance at 1 January 2024	-	7,443	7,443
Additions	-	4,451	4,451
Exchange differences	-	19,421	19,421
Transfers (out)	-	(14,841)	(14,841)
Amortisation expense	-	(2,422)	(2,422)
Balance at 31 December 2024	-	14,052	14,052
Additions	-	-	-
Exchange differences	-	319	319
Write Off	-	(6,105)	(6,105)
Amortisation expense	-	(2,277)	(2,277)
Balance at 31 December 2025	-	5,989	5,989

Accounting policy on Intangible assets
Intangible assets acquired separately

Intangible assets acquired separately are recorded at cost less accumulated amortisation and impairment. Amortisation is charged on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method is reviewed at the end of each annual reporting period, with any changes in these accounting estimates being accounted for on a prospective basis.

The following useful lives are used in the calculation of amortisation:

	2025 Years	2024 Years
Patents and Licenses	20	20

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Note 15. Intangible assets (continued)

Goodwill
Goodwill arising on an acquisition of a business is carried at cost as established at the date of the acquisition of the business less accumulated impairment losses, if any.

For the purposes of impairment testing, goodwill is allocated to each of the Group's cash-generating units (CGU) (or groups of CGUs) that is expected to benefit from the synergies of the combination.

A CGU to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the CGU is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised directly in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

On disposal of the relevant CGU, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

Impairment of non-financial assets, including goodwill
Goodwill and other intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other non-financial assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount.

Recoverable amount is the higher of an asset's fair value less costs of disposal and value-in-use. The value-in-use is the present value of the estimated future cash flows relating to the asset using a pre-tax discount rate specific to the asset or cash-generating unit to which the asset belongs. Assets that do not have independent cash flows are grouped together to form a cash-generating unit.

Determining whether goodwill is impaired requires an estimation of the value in use of the cash generating units to which goodwill has been allocated. The value in use calculation requires the directors to estimate the future cash flows expected to arise from the cash-generating unit and a suitable discount rate in order to calculate present value. Where the actual future cash flows are less than expected, a material impairment loss may arise.

Note 16. Trade and other payables

	Consolidated	
	2025	**2024**
	$	**$**
Current liabilities		
Trade payables	1,478,126	2,080,804
Accruals	1,559,696	495,621
Dividends payable	25,730	27,700
Refund liability	934,345	708,354
Amount Due To Director	15,536	-
Other payables	420,717	1,021,488
	4,434,150	4,333,967

Refer to note 26 for further information on financial instruments.

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Note 16. Trade and other payables (continued)

Trade and other payables include an amount of $1.09 million in respect of legal costs payable to the Australian Securities and Investments Commission (ASIC), arising from Federal Court proceedings finalised during the prior financial year. Following receipt of formal notice from ASIC on 11 December 2025, the Company recognised this amount as a payable in the current financial year. The liability relates to ASIC's investigation and litigation costs ordered by the Federal Court and is no longer contingent in nature.

The amount has been fully provided for in the accounts as at 31 December 2025. The Company is currently in discussions with ASIC regarding the final terms and timing of payment.

Accounting policy for Trade and other payables

Trade payables and other payables are carried at amortised cost and represent liabilities for goods and services provided to the Group prior to the end of the financial year that are unpaid and arise when the Group becomes obliged to make future payments in respect of the purchase of these goods and services. Trade and other payables are presented as current liabilities unless payment is not due within 12 months.

Accounting policy for Refund liability

A refund liability is the obligation to refund some or all of the consideration received (or receivable) from the customer and measured at the amount the Group ultimately expects it will have to return to the customer. At the end of each reporting period, the Group updates its estimates of refund liabilities for changes in expectations about the amount of refunds and recognise the corresponding adjustments as revenue (or reductions of revenue).

Note 17. Contract liabilities

	Consolidated	
	2025	**2024**
	$	**$**
Current liabilities		
Advance deposits	177,381	487,508
Deferred revenue	81,570	71,711
Advance deposits and deferred revenue	258,951	559,219

Deferred revenue amounting to $81,570 (2024: $71,711) which represents customer loyalty points and is estimated based on the amount of loyalty points outstanding at reporting date that are expected to be redeemed.

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Note 17. Contract liabilities (continued)

Accounting policy for Contract liabilities

A contract liability is the obligation to transfer goods and services to a customer for which the Group has received consideration from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liability is recognised as revenue when the Group performs under the contract.

Accounting policy for loyalty points programme

The Group operates loyalty points programme which allows customers to accumulate points that can be redeemed for free products. The loyalty points give rise to a separate performance obligation as they provide a material right to the customer. A portion of the transaction price is allocated to the loyalty points awarded to customers based on relative stand-alone selling price and recognised as a contract liability until the points are redeemed. Revenue is recognised upon redemption of products by the customer.

When estimating the stand-alone selling price of the loyalty points, the Group considers the likelihood that the customer will redeem the points. At the end of each reporting period, the Group updates its estimates of the points that will be redeemed and any adjustments to the contract liability balance are charged against revenue.

Key estimates – Deferred revenue for customer loyalty points

The Group operates loyalty points programme which allows customers to accumulate points that can be redeemed for free products. The loyalty points give rise to a separate performance obligation as they provide a material right to the customer. A portion of the transaction price is allocated to the loyalty points awarded to customers based on relative stand-alone selling price and recognised as a contract liability until the points are redeemed. Revenue is recognised upon redemption of products by the customer.

When estimating the stand-alone selling price of the loyalty points, the Group considers the likelihood that the customer will redeem the points. At the end of each reporting period, the Group updates its estimates of the points that will be redeemed and any adjustments to the contract liability balance are charged against revenue.

Note 18. Borrowings

	Consolidated	
	2025	**2024**
	$	**$**
Current liabilities		
Term loan	41,175	38,475
Banker's acceptance	1,110,048	1,259,582
Loan from related parties*	15,576	16,769
	1,166,799	1,314,826
Non-current liabilities		
Term loan	404,094	428,525
	1,570,893	1,743,351

Refer to note 26 for further information on financial instruments.

* Loan from a related party is repayable upon demand and non-interest bearing.

The bankers' acceptance bears interest of 4.85% (2024: 5.13%).

The Group has two term loan facilities.

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Note 18. Borrowings (continued)

Term Loan 1 commenced on 1 October 2020 and is repayable over 240 monthly instalments comprising principal and interest of $3,207 (2024: $2,896). The facility is scheduled to mature on 4 October 2040, with approximately 200 months remaining as at the reporting date.

Term Loan 2 commenced on 28 September 2022 and is repayable over 60 monthly instalments comprising principal and interest of $1,445 (2024: $1,413). The facility is scheduled to mature on 4 November 2027, with approximately 44 months remaining as at the reporting date.

Both facilities are secured by the following:

- Fixed deposits with licensed banks of the Group and the Company;
- Facility agreement;
- First party assignment over the office lots of the Company;
- Executed fresh letter of authorisation, memorandum of deposit and letter of off-set; and
- Guarantee by a director of the Company.

Assets pledged as security of liabilities

The carrying amounts of assets pledged as security for borrowings are:

	Consolidated	
	2025	**2024**
	$	**$**
Security deposits (note 13)	355,366	195,441
Freehold land and buildings (note 14)	700,610	697,495
	1,055,976	892,936

At balance date, the following financing facilities had been negotiated and were available:	Total facilities 2025 $	Total facilities 2024 $	Facilities used 2025 $	Facilities used 2024 $	Unused facilities 2025 $	Unused facilities 2024 $
Term loan	445,269	428,525	(445,269)	(428,525)	-	-
Banker's acceptance	2,392,345	2,339,223	(1,110,048)	(1,259,582)	1,282,297	1,079,641
Total facilities at balance date	2,837,614	2,767,748	(1,555,317)	(1,688,107)	1,282,297	1,079,641

Accounting policy for Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the consolidated statement of financial position when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other income or finance costs. Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

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Note 19. Leases

	Consolidated 2025 $	Consolidated 2024 $
Current liabilities		
Current	8,304	5,749
Non-current liabilities		
Non-current	6,514	16,455
	14,818	22,204

Refer to note 26 for further information on financial instruments.

Accounting policy for lease liabilities

At the commencement date of the lease, the Group recognises lease liabilities at the present value of lease payment to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating a lease, if the assessment of lease term reflects the Group exercising the option to terminate. The variable lease payments that do not depend on an index or a rate are recognised as expense in the period on which the event or condition that triggers the payments occurs. The present value of lease payments is discounted using the interest rate implicit in the lease or, if the rate cannot be readily determined, the Group's incremental borrowing rate.

The lease liability is measured at amortised cost using the effective interest method. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made.

The amount of lease liability is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, or if the Group changes its assessment of whether it will exercise a purchase, extension or termination option. When the lease liability is remeasured, a corresponding adjustment is made to the carrying amount of the right of use asset, or is recognised in profit or loss if the carrying amount of the right of use asset has been reduced to zero.

The Group has elected not to recognise right-of-use assets and lease liabilities for short term leases that have a lease term of 12 months or less and do not contain a purchase option, and leases of low value assets. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

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Note 19. Leases (continued)

Critical judgements in determining the lease term

In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated).

For leases of motor vehicles, warehouse, and processing factory, the following factors are normally the most relevant:

- If there are significant penalties to terminate (or not extend), the Group is typically reasonably certain to extend (or not terminate).

- If any leasehold improvements are expected to have a significant remaining value, the Group is typically reasonably certain to extend (or not terminate).

Otherwise, the Group considers other factors including historical lease durations and the costs and business disruption required to replace the leased asset.

Most extension options in vehicles leases have not been included in the lease liability, because the Group could replace the assets without significant cost or business disruption.

The lease term is reassessed if an option is actually exercised (or not exercised) or the Group becomes obliged to exercise (or not exercise) it. The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstances occurs, which affects this assessment, and that is within the control of the lessee. No change or revise in lease terms during the financial year.

Note 20. Short-term provisions

	Consolidated	
	2025	**2024**
	$	**$**
Current liabilities		
Provision for employee entitlements	12,691	50,873
	12,691	50,873

Description of provisions
Provision for employee benefits represents amounts accrued for annual leave (**AL**) and long service leave (**LSL**). The current portion for this provision includes the total amount accrued for AL entitlements and the amounts accrued for LSL entitlements that have vested due to employees having completed the required period of service. The Group does not expect the full amount of AL or LSL balances classified as current liabilities to be settled within the next 12 months. However, these amounts must be classified as current liabilities since the Group does not have an unconditional right to defer the settlement of these amounts in the event employees wish to use their leave entitlement.

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Note 20. Short-term provisions (continued)

Accounting policy for provisions
Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not recognised for future operating losses.

When the Group expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the consolidated statement of profit or loss and other comprehensive income net of any reimbursement.

Provisions are measured at the present value or management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as an interest expense.

Note 21. Issued capital

	Consolidated	
	2025	**2024**
Number of shares		
At beginning of the year	285,766,714	278,800,067
Convertible Note	49,281,936	-
Placement	32,785,714	6,966,647
At reporting date	367,834,364	285,766,714

	Consolidated	
	2025	**2024**
	$	$
At beginning of the year	21,870,577	21,787,478
Convertible Note	1,552,381	-
Placement	2,295,000	83,099
At reporting date	25,717,958	21,870,577

Ordinary shares entitle the holder to participate in dividends and the proceeds on winding up of the Company in proportion to the number of and amounts paid on the shares held. On a show of hands every holder of ordinary shares present at a meeting in person or by proxy, is entitled to one vote, and upon a poll each share is entitled to one vote. Ordinary shares have no par value and the Company does not have a limited amount of authorised capital.

Capital Management
The Group manages its capital to ensure that entities in the Group will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. The Group's overall strategy remains unchanged from 2025.

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

None of the Group's entities are subject to externally imposed capital requirements. Operating cash flows are used to maintain and expand operations, as well as to make routine expenditures such as tax, dividends and general administrative outgoings.

Gearing levels are reviewed by the Board on a regular basis in line with its target gearing ratio, the cost of capital and the risks associated with each class of capital

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Note 21. Issued capital (continued)

The working capital position of the Group was as follows:

Working Capital	Consolidated 2025 $	Consolidated 2024 $
Cash and cash equivalents (note 8)	2,160,771	21,720
Trade and other receivables (note 9)	950,606	1,031,049
Inventories (note 10)	1,099,817	810,086
Income tax refund due (note 12)	89,586	112,974
Other current assets (note 13)	811,267	583,684
Trade and other payables (note 16)	(4,434,150)	(4,333,967)
Contract liabilities (note 17)	(258,951)	(559,219)
Current borrowings (note 18)	(1,166,799)	(1,314,826)
Leases (note 19)	(8,304)	(5,749)
Provisions (note 20)	(12,691)	(50,873)
Total Working Capital	(768,848)	(3,705,121)

Accounting policy for issued capital
Ordinary issued capital is recorded at the consideration received. Incremental costs directly attributable to the issue of ordinary shares and share options are recognised as a deduction from equity, net of any related income tax benefit. Ordinary issued capital bears no special terms or conditions affecting income or capital entitlements of the shareholders.

Note 22. Reserves

	Consolidated 2025 $	Consolidated 2024 $
Foreign currency reserve	98,563	148,230
	98,563	148,230

Foreign currency reserve
The foreign currency translation reserve is used to record exchange differences arising from the translation of the financial statements of foreign subsidiaries.

Share-based payments reserve
The share-based payment reserve records the value of options and performance rights issued the Company to its employees or consultants.

Note 23. Accumulated losses

	Consolidated 2025 $	Consolidated 2024 $
Accumulated losses at the beginning of the financial year	(23,748,211)	(23,663,997)
Loss after income tax expense for the year	(948,921)	(84,214)
Accumulated losses at the end of the financial year	(24,697,132)	(23,748,211)

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Note 24. Non-controlling interest

	Consolidated 2025 $	Consolidated 2024 $
Non-controlling interest	(1,537,457)	(1,638,316)

Note 25. Dividends

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

Note 26. Financial instruments

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

The Board of Directors has overall responsibility for the establishment and oversight of the risk management framework. The Board adopts practices designed to identify significant areas of business risk and to effectively manage those risks in accordance with the Group's risk profile. This includes assessing, monitoring and managing risks for the Group and setting appropriate risk limits and controls. The Group is not of a size nor is its affairs of such complexity to justify the establishment of a formal system for risk management and associated controls. Instead, the Board approves all expenditure, is intimately acquainted with all operations and discuss all relevant issues at the Board meetings. The operational and other compliance risk management have also been assessed and found to be operating efficiently and effectively.

Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

The Group's activities expose it primarily to the financial risks of changes in foreign currency exchange rates, and exchange rates. There has been no change to the Group's exposure to market risks or the manner in which it manages and measures the risk from the previous period.

Foreign currency risk
The consolidated entity undertakes certain transactions denominated in foreign currency and is exposed to foreign currency risk through foreign exchange rate fluctuations.

Foreign exchange risk arises from future commercial transactions and recognised financial assets and financial liabilities denominated in a currency that is not the entity's functional currency. The risk is measured using sensitivity analysis and cash flow forecasting.

Exposure to foreign exchange risk may result in the fair value or future cash flows of a financial instrument fluctuating due to movement in foreign exchange rates of currencies in which the Group holds financial instruments which are other than the MYR functional currency of the Group.

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Note 26. Financial instruments (continued)

The average exchange rates and reporting date exchange rates applied were as follows:

	Average exchange rates		Reporting date exchange rates	
	2025	2024	2025	2024
Australian dollars				
US Dollars	0.6449	0.6603	0.6693	0.6217
MY Ringgit	2.7610	3.0214	2.7170	2.7787
SG Dollars	0.8426	0.8821	0.8595	0.8456
EURO Dollars	0.5713	0.6101	0.5704	0.5974
GBP	0.4893	0.5166	0.4973	0.4956

The carrying amount of the consolidated entity's foreign currency denominated financial assets and financial liabilities at the reporting date on its original currencies were as follows:

	Assets		Liabilities	
	2025	2024	2025	2024
Consolidated				
US Dollars	946,248	451,202	(2,603,707)	(2,191,365)
MY Ringgit	13,813,140	8,900,842	(11,522,658)	(8,607,868)
SG Dollars	-	-	(13,535)	(13,535)
EURO Dollars	421	-	(51,296)	-
GBP	-	-	(44,944)	-

If the relevant foreign currencies is strengthened by 15% against the functional currency of the Group, the effect in equity will increase/decrease by:

	AUD strengthened		AUD weakened	
Consolidated - 2025	% change	Effect on equity	% change	Effect on equity
US Dollars	15%	371,461	(15%)	(371,461)
MY Ringgit	15%	(153,387)	(15%)	153,387
SG Dollars	15%	2,362	(15%)	(2,362)
EURO Dollars	15%	13,379	(15%)	(13,379)
GBP	15%	13,556	(15%)	(13,556)
		247,370		(247,370)

The opposite applies if the relevant foreign currencies weaken by 15% against the functional currency of the Group.

Price risk
Price risk relates to the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. The Group does not presently hold material amounts subject to price risk. As such the Board considers price risk as a low risk to the Group.

Interest rate risk
The Company and the Group are exposed to interest rate risk as entities in the Group borrow funds at both fixed and floating interest rates. The risk is managed by the Group by maintaining an appropriate mix between fixed and floating rate borrowings.

The Company and the Group's exposures to interest rate in financial assets and financial liabilities are detailed in the liquidity risk management section of this note.

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Note 26. Financial instruments (continued)

Credit risk
Exposure to credit risk relating to financial assets arises from the potential non-performance by counterparties of contract obligations that could lead to a financial loss to the Group.

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Group. The Group has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral where appropriate, as a means of mitigating the risk of financial loss from defaults. The Group only transacts with entities that are rated the equivalent of investment grade and above. This information is supplied by independent rating agencies where available and, if not available, the Group uses publicly available financial information and its own trading record to rate its major customers. The Group's exposure and the credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterparty limits that are reviewed and approved by the risk management committee annually.

The Group establishes an allowance for expected credit losses that represents its estimate of incurred losses in respect of trade and other receivables.

- Credit risk exposures

The maximum exposure to credit risk is that to its alliance partners and that is limited to the carrying amount, net of any provisions for impairment of those assets, as disclosed in the statement of financial position and notes to the consolidated financial statements.

Credit risk related to balances with banks and other financial institutions is managed by the Group in accordance with approved Board policy. Such policy requires that surplus funds are only invested with financial institutions residing in Australia, where ever possible.

- Impairment losses

The ageing of the Group's trade and other receivables at reporting date is disclosed in note 9.

Liquidity risk
Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

Ultimate responsibility for liquidity risk management rests with the Board, who have built an appropriate liquidity risk management framework for the management of the Group's short, medium and long-term funding and liquidity management requirements. The Group manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities.

Typically, the Group ensures that it has sufficient cash to meet expected operational expenses for a period of 60 days, including the servicing of financial obligations; this excludes the potential impact of extreme circumstances that cannot reasonably be predicted, such as natural disasters.

The financial liabilities of the Group include trade and other payables, contract liabilities, borrowings and lease liabilities as disclosed in the statement of financial position.

All trade and other payables are non-interest bearing and due within 30 days of the reporting date.

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Note 26. Financial instruments (continued)

Remaining contractual maturities
The following are the contractual maturities of financial assets and financial liabilities of the Group:

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

Consolidated - 2025	Weighted average interest rate %	1 year or less $	Between 1 and 2 years $	Between 2 and 5 years $	Over 5 years $	Remaining contractual maturities $
Non-derivatives						
Non-interest bearing						
Trade and other payables	-	(4,434,150)	-	-	-	(4,434,150)
Loan from related party	-	(15,576)	-	-	-	(15,576)
Interest-bearing - variable						
Borrowings – Banker's Acceptance	4.85%	(1,110,048)	-	-	-	(1,110,048)
Borrowings – Term Loan	3.59%	(41,175)	(40,102)	(84,055)	(279,937)	(445,269)
Leases	3.72-5.13%	(8,304)	(6,514)	-	-	(14,818)
Total non-derivatives		(1,159,531)	(46,616)	(84,055)	(279,937)	(1,570,139)

Consolidated - 2024	Weighted average interest rate %	1 year or less $	Between 1 and 2 years $	Between 2 and 5 years $	Over 5 years $	Remaining contractual maturities $
Non-derivatives						
Non-interest bearing		(4,617,622)				
Trade and other payables	-	(16,769)	-	-	-	(4,617,622)
Loan from related party			-	-	-	(16,769)
Interest-bearing – variable						
Acceptance	5.13%	(1,259,582)				(1,259,582)
Borrowings	3.68%	(38,475)	(40,261)	(92,671)	(295,593)	(467,000)
Leases	3.72-5.13%	(5,749)	(8,017)	(8,438)	-	(22,204)
Total non-derivatives		(1,303,806)	(48,278)	(101,109)	(295,593)	(1,748,786)

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

Offsetting financial assets and financial liabilities
Financial assets and financial liabilities are offset and the net amount reported in the statement of financial position where the consolidated entity currently has a legally enforceable right to offset the recognised amounts, and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The net amount shows the impact on the consolidated entity's statement of financial position if all set off rights were exercised.

Fair value of financial instruments
Unless otherwise stated, the carrying amounts of financial instruments reflect their fair value. Refer to note 1 for accounting policy on fair value measurement.

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Note 27. Fair value measurement

Valuation techniques for fair value measurements categorised within level 2 and level 3
The Group selects a valuation technique that is appropriate in the circumstances and for which sufficient data is available to measure fair value. The availability of sufficient and relevant data primarily depends on the specific characteristics of the asset or liability being measured. The valuation techniques selected by the Group are consistent with one or more of the following valuation approaches:

- Market approach: valuation techniques that use prices and other relevant information generated by market transactions for identical or similar assets or liabilities.
- Income approach: valuation techniques that convert estimated future cash flows or income and expenses into a single discounted present value.
- Cost approach: valuation techniques that reflect the current replacement cost of an asset at its current service capacity.

Each valuation technique requires inputs that reflect the assumptions that buyers and sellers would use when pricing the asset or liability, including assumptions about risks. When selecting a valuation technique, the Group gives priority to those techniques that maximise the use of observable inputs and minimise the use of unobservable inputs. Inputs that are developed using market data (such as publicly available information on actual transactions) and reflect the assumptions that buyers and sellers would generally use when pricing the asset or liability are considered observable, whereas inputs for which market data is not available and therefore are developed using the best information available about such assumptions are considered unobservable.

Note 28. Key management personnel disclosures

Directors
The following persons were directors and key management personnel of Holista Colltech Limited during the financial year:

Mr Lai Kwok Kin	Non-Executive Chairman
Mr Leong Man Loong	Executive Director and CEO
Mr Gregory Pilant	Non-Executive Director
Mr.Robert Gemelli	Non-Executive Director
Mr.Sam Yee	Non-Executive Director

Information regarding individual directors and executives' compensation and some equity instruments disclosures as required by the Corporations Regulations 2M.3.03 is provided in the Remuneration report.

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

	Consolidated 2025 $	Consolidated 2024 $
Short-term employee benefits	118,500	334,262
Post-employment benefits - Defined contribution superannuation funds and fees	-	36,050
	118,500	**370,312**

Dr Rajen Manicka ceased to be a Director on 19 March 2024 and provided consulting services thereafter; he was not considered KMP for FY2025 as he did not have authority for planning, directing and controlling Group activities.

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Note 29. Remuneration of auditors

During the financial year the following fees were paid or payable for services provided by Stantons, the auditor of the company:

	Consolidated 2025 $	Consolidated 2024 $
Audit services - Audit or review of the financial statements		
Stantons	104,157	73,741
Russell Bedford LC & Company	45,997	42,364
Other	290	662
Taxation services provided by Marsden Stantons	5,220	5,130
	155,664	121,897

Note 30. Contingent liabilities

ProImmune Company LLC ("Pro immune")

The present lawsuit involves four claims brought by Proimmune against the Company for breach of four distinct contracts which seeks total damages of USD 2 million. The Company has completed the discovery phase of the litigation where after attempting to seek dismissal of the claims brought against it, the Company has answered the complaint of ProImmune Company LLC and asserted its own counterclaims against ProImmune for breach of contract as well as one claim for breach of express warranty, both of which seeking monetary damages in excess of USD300,000 plus interest.

With the completion of the discovery phase of the litigation, both sides have filed respectively their own motions for summary judgment in September 2021, which effectively seeks a judgment without trial on either sides' respective claims and/or defences. The court granted partial summary judgment on the issue of liability in favour of ProImmune, however failed to award any damages until it received further legal briefing on whether or not (a) ProImmune had a duty to mitigate its damages (in which case it could likely be awarded nothing or an amount to be determined) and (b) whether the last contract entered into by the parties was still in full force and effect.

The Court granted its summary judgement on the issue of liability including legal costs of approximately USD 2.06 million in favour of ProImmune in January 2024. Based on the Company's legal advice, this is a non-final Judgement and the Judgement is pending appeal and to this extent there has been no meaningful settlement discussion that have taken place between the parties. The Company have filed an appeal on 4 March 2024 on this non final Judgement where it is expected briefing of the appeal will take place over the next 30 to 60 days thereof and it is expected that a decision on the appeal may be forthcoming no sooner than Q3 of 2024.

The Company is subject to a final judgment by the United States Court of Appeals for the Second Circuit, dated February 20, 2025, ordering payment of U$2,063,910, inclusive of interest and attorney's fees, in favour of ProImmune. However, the judgment is not automatically enforceable in Australia and must first be domesticated and registered under Australian common law. The Company intends to vigorously defend against enforcement proceedings on the basis of fraud.

ProImmune has commenced enforcement proceedings in the Supreme Court of Western Australia (CIV1440 of 2025) to pursue recovery of the U.S. judgment amount. The Court identified procedural deficiencies in ProImmune's initial filing and issued remedial orders deeming the action to have been commenced by writ of summons, requiring ProImmune to file additional documents. ProImmune subsequently filed an application for summary judgment which the Company is contesting. The application was heard on 13 November 2025 and the Company is currently awaiting the Court's decision.

Separately, on 31 March 2025, the Company initiated counter-proceedings in the Supreme Court of Western Australia (CIV1332 of 2025) against ProImmune and its director, Dr Albert Crum, arising from matters related to the dispute.

The outcome of these proceedings remains uncertain and may have material implications for the Company should enforcement of the judgment be granted.

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Note 31. Commitments

The Group has no capital commitments at 31 December 2025 (31 December 2024: $nil).

Note 32. Related party transactions

Parent entity
Holista Colltech Limited is the parent entity.

Subsidiaries
Interests in subsidiaries are set out in note 34.

Key management personnel
Disclosures relating to key management personnel are set out in note 28 and the remuneration report included in the directors' report.

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

	Consolidated 2025 $	2024 $
Transactions (P/L impact):		
Professional fees paid to Sumita K & Associates for the provision of legal advice. Mrs Sumita's husband is a director of the Group.	-	5,957
Director fee paid to Mrs Sumita	9,779	11,915
Consulting fees paid to Samabudi Consulting Sdn Bhd, a company associated with a director of the Group	-	19,858
Rental income from BreathDX Sdn Bhd, a company associated with a director of the Group	21,731	-
Fee paid to Dr.Rajen Manicka	202,895	224,635
Staff costs charged to BreathDX Sdn Bhd, a company associated with a director of the Group	106,368	-
Sales to Shepros Sdn Bhd and Waterworld Network Sdn Bhd, companies associated with a director of the Group.	9,410	-
Transactions (BS impact)		
Loans to Galen Biomedical Inc., an entity 75% owned by Rajen Manicka*	-	-
Loan from a director	15,536	-

*Loan to Galen Biomedical Inc. has been settled in September 2024.

Note 33. Parent entity information

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

Statement of profit or loss and other comprehensive income

	Parent 2025 $	2024 $
(Loss) after income tax	(1,795,490)	(513,250)
Total comprehensive (loss)	(1,795,490)	(513,250)

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Note 33. Parent entity information (continued)

Statement of financial position

	Parent	
	2025	**2024**
	$	**$**
Total current assets	52,028	30,904
Total non-current assets	16,506	25,985
Total assets	68,534	56,889
Total current liabilities	1,597,719	1,893,038
Total non-current liabilities	-	1,744,927
Total liabilities	1,597,719	3,637,965
Equity		
Issued capital	24,228,738	20,381,357
Accumulated losses	(25,757,923)	(23,962,433)
Total equity	(1,529,185)	(3,581,076)

Guarantees entered into by the parent entity in relation to the debts of its subsidiaries
There are no guarantees entered into by Holista Colltech Limited for the debts of its subsidiaries as at 31 December 2025 (2024: Nil).

Significant accounting policies
The accounting policies of the parent entity are consistent with those of the consolidated entity, as disclosed in note 1, except for the following:

- Investments in subsidiaries are accounted for at cost, less any impairment, in the parent entity.
- Investments in associates are accounted for at cost, less any impairment, in the parent entity.
- Dividends received from subsidiaries are recognised as other income by the parent entity and its receipt may be an indicator of an impairment of the investment.

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Note 34. Interests in subsidiaries

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiaries in accordance with the accounting policy described in note 1:

Name	Principal place of business / Country of incorporation	Ownership interest 2025 %	Ownership interest 2024 %
Holista Biotech Sdn Bhd	Malaysia	100.00%	100.00%
Total Health Concept Sdn Bhd	Malaysia	100.00%	100.00%
Alterni (M) Sdn Bhd	Malaysia	100.00%	100.00%
Medi Botanics Sdn Bhd	Malaysia	100.00%	100.00%
Revonutrix Sdn Bhd *	Malaysia	-	100.00%
Logic Foods Sdn Bhd *#	Malaysia	100.00%	-
Holista Infection Control Pte Ltd **	Singapore	100.00%	100.00%
LiteFoods Inc	USA	53.00%	53.00%
Holista Foods Inc. (74% owned by LiteFoods Inc.)	USA	39.00%	39.00%
HF Pre IPO Fund I LLC	USA	67.00%	67.00%
Ovicoll LLC #	USA	100.00%	100.00%

* Share swap with Logic Foods 21/8/2025
** Holista Infection Control struck off on 1/8/2025
*** Lite Foods Inc. is 53% owned by the Group with the remaining 47% being held by private shareholders including the company's previous director, Mr Chan Heng Fai.
\# Dormant

Share Swap During the Year
During the financial year, Holista Biotech Sdn Bhd undertook an internal restructuring involving the exchange of its entire equity interest in Revonutrix Sdn Bhd for a 100% equity interest in Logic Food Sdn Bhd, a company associated with a related party of a director of the Group.
Both entities were dormant at the time of the exchange and had no material assets or liabilities.
Accordingly, the transaction was recognised at nominal value and no gain or loss was recorded in the consolidated financial statements.
This restructuring had no material impact on the Group’s financial position or results for the financial year.

Note 35. Events after the reporting period

There have been no material events subsequent to the reporting date that require disclosure.

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Note 36. Reconciliation of loss before income tax to net cash (used in) operating activities

	Consolidated 2025 $	Consolidated 2024 $
Profit/(Loss) before income tax expense for the year	(908,547)	68,573
Adjustments for Non-cash items:		
Depreciation and amortisation	53,989	101,553
Foreign exchange loss	(14,570)	235,165
Non-cash payment in lieu of services (through shares)	-	33,479
Stocks written-off – Finished goods	24,333	14,376
Intangible assets written off	-	13,649
Impairment	(829,569)	(1,286,394)
Changes in inventory	(289,739)	-
ASIC legal recovery fee	1,090,000	-
Gain from discontinued operations	-	15,855
Gain on disposal of Plant and equipment	(150)	158
Gain on disposal of ROU assets	-	(45,407)
Change in operating assets and liabilities:		
Decrease(Increase) in trade and other receivables	80,443	116,579
(Increase) in inventories	(289,731)	(151,918)
Decrease(Increase) in other assets	(227,583)	-
Increase/(decrease) in trade and other payables	100,183	(108,447)
Increase/(decrease) in other provisions	(38,182)	273
Increase/(decrease) in contract liabilities	(300,268)	-
(Decrease) in tax balances	23,388	(21,239)
Net cash (used in) operating activities	(1,526,003)	(1,013,745)

Note 37. Changes in liabilities arising from financing activities

Consolidated	Short-term Borrowings $	Long-term borrowings $	Leases $	Total $
Balance at 1 January 2024	929,789	408,073	229,563	1,567,425
Cash flows	264,070	(32,843)	(164,604)	66,623
Exchange differences	120,967	53,295	20,907	195,169
Other changes	-	-	(63,662)	(63,662)
Balance at 31 December 2024	1,314,826	428,525	22,204	1,765,555
Cash flows	(157,218)	(34,162)	(7,765)	(199,145)
Exchange differences	9,191	9,731	379	19,301
Other Changes	-	-	-	-
Balance at 31 December 2025	1,166,799	404,094	14,818	1,585,711

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Note 38. Earnings per share

	Consolidated 2025 $	Consolidated 2024 $
Loss after income tax	(951,381)	(87,151)
Non-controlling interest	2,460	2,937
Loss after income tax attributable to the owners of Holista Colltech Limited	(948,921)	(84,214)
	Number	**Number**
Weighted average number of ordinary shares used in calculating basic earnings per share	330,852,299	279,888,009
Weighted average number of ordinary shares used in calculating diluted earnings per share	330,852,299	279,888,009
	Cents	**Cents**
Basic and diluted (loss) per share from continuing operations	(0.29)	(0.04)
Basic and diluted loss per share from discontinued operations	(0.29)	0.01

Accounting policy for earnings per share

Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to the owners of Holista Colltech Limited, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the financial year.

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Diluted earnings per share
Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

All potential fully paid ordinary shares on issue would decrease the loss per share and are thus not considered dilutive.

Note 39. Discontinued operation

Holista Ingredient India, which was engaged in the distribution of food ingredients, ceased operations and was deregistered in January 2024. The cessation was due to the discontinuation of business activities in the region.

Holista Life LLC, which was involved in the production and distribution of infection control, ceased operations and was officially struck off on 14 February 2024. The strike-off followed the cessation of business activities and the subsequent deregistration process.

Holista Infection Control Pte Ltd, a dormant subsidiary, was deregistered on 1 August 2025.

As a result of these discontinued operations, no further income or expenses related to these entities have been recognized in the financial statements for the current reporting period. The impact of the discontinuation has been appropriately reflected in the Group's consolidated financial statements, in accordance with AASB 5.

Financial information relation to the discounted operation for the year of discontinued operation is set out below.

	2025	2024
Revenue	-	-
Write off of net liabilities	-	15,855
Profit before income tax	-	15,855
Profit after income tax of discontinued operation	-	15,855
Loss from discontinued operation	-	15,855
Exchange difference on translation of discontinued operations	-	-
Net cash outflow from operating activities	-	(1,408)
Net cash outflow from investing activities	-	-
Net cash outflow from financing activities	-	-

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Holista Colltech Limited
Consolidated Entity Disclosure Statement
31 December 2025

Name of entity	Type of entity	Truetee, partner or participant in JV	% of share capital	Place of business/Country of incorporation	Australian resident or foreign resident	Foreign jurisdiction(s) of foreign residents
Holista Colltech Limited	Body Corporate	-	100%	Australia	Australian	n/a
Holista Biotech Sdn Bhd	Body Corporate	-	100%	Malaysia	Foreign	Malaysia
Total Health Concept Sdn Bhd	Body Corporate	-	100%	Malaysia	Foreign	Malaysia
Alterni (M) Sdn Bhd	Body Corporate	-	100%	Malaysia	Foreign	Malaysia
Medi Botanics Sdn Bhd	Body Corporate	-	100%	Malaysia	Foreign	Malaysia
Logic Foods Sdn Bhd	Body Corporate	-	100%	Malaysia	Foreign	Malaysia
LiteFoods Inc	Body Corporate	-	53%	USA	Foreign	USA
Holista Foods Inc	Body Corporate	-	39%	USA	Foreign	USA
HF Pre IPO Fund I LLC	Body Corporate	-	67%	USA	Foreign	USA
Ovicoll LLC	Body Corporate	-	100%	USA	Foreign	USA

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Holista Colltech Limited
Directors' declaration
31 December 2025

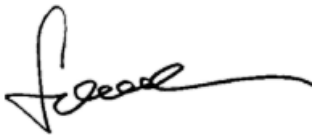
In the directors' opinion:

- the attached consolidated financial statements and notes comply with the *Corporations Act 2001*, the Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements;
- the attached consolidated financial statements and notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in note 1 to the financial statements;
- the attached consolidated financial statements and notes give a true and fair view of the consolidated entity's financial position as at 31 December 2025 and of its performance for the financial year ended on that date; and
- subject to the going concern matter set out in Note 1, there are reasonable grounds to believe that the Group will be able to pay its debts as and when they become due and payable.
- The consolidated entity disclosure statement on page 67 is true and correct.

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

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

On behalf of the directors



Lai Kwok Kin
Independent Non-Executive Chairman

27 March 2026

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INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF
HOLISTA COLLTECH LIMITED

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Holista Colltech Limited ("the Company"), and its subsidiaries ("the Group"), which comprises the consolidated statement of financial position as at 31 December 2025, the consolidated statement of profit or 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 material accounting policy information, 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:

(i) giving a true and fair view of the Group's financial position as at 31 December 2025 and of its financial performance for the year then ended; and

(ii) 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.

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Material Uncertainty Relating to Going Concern

We draw attention to Note 1 to the financial statements, which indicates that the Group incurred a loss after tax of $951,381 for the year ended 31 December 2025 and reported net cash outflows from operating activities of $1,526,003. As at 31 December 2025, the Group had a net working capital deficiency of $768,848.

As stated in Note 1, these events or conditions, along with other matters as set forth in Note 1, indicate that a material uncertainty exists that may cast significant doubt on the Entity's ability to continue as a going concern.

Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matter described in the *Material Uncertainty Related to Going Concern* section, we have determined the matters described below to be Key Audit Matters to be communicated in our report.

Key Audit Matters	How the matters were addressed in the audit
Revenue recognition *(refer to Note 4 to the consolidated financial statements)* For the financial year ended 31 December 2025, the Group reported sales revenue of $5,764,055 (2024: $5,598,239). The Group derives revenue from multiple business streams, each of which has different revenue recognition points in accordance with the Group's accounting policies. Revenue recognition involves judgement in identification of performance obligations and determination of the timing of revenue recognition, particularly given the diversity of the Group's revenue streams and underlying contractual arrangements. Due to the quantitative significance of revenue to the consolidated financial statements and the judgements involved in determining the appropriate recognition point, we considered revenue recognition to be a key audit matter.	Inter alia, our audit procedures included the following: ▪ Obtained an understanding of the Group's revenue recognition policies and assessing their compliance with the applicable accounting standards. ▪ Evaluated the design and implementation of key controls over revenue recognition, including controls relating to the identification of performance obligations and determination of the timing of revenue recognition. ▪ For each significant revenue stream, assessing the appropriateness of the revenue recognition point by reference to underlying contracts and supporting documentation. ▪ Performed substantive testing on a sample basis, including agreeing recorded revenue to source documents such as customer contracts, invoices, delivery documentation and cash receipts, as applicable. ▪ Performed cut off testing around the reporting date to assess whether revenue was recognised in the correct accounting period. ▪ Assessed the adequacy of the disclosures relating to revenue recognition in Note 4 to the consolidated financial statements.
Pending Litigation – ProImmune Company LLC *(refer to Note 30 to the consolidated financial statements)* In January 2024, a non final judgment summary amounting to USD$2.063 million was granted in favour of The ProImmune Company, LLC (ProImmune) in legal proceedings involving the Company. On 20 February 2025, the United	Inter alia, our audit procedures included the following: ▪ Obtained an understanding of the nature and status of the legal proceedings involving ProImmune, including the U.S. judgment and

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Key Audit Matters	How the matters were addressed in the audit
States Court of Appeals affirmed the judgment of the District Court. Following the affirmation of the U.S. judgment, on 31 March 2025 the Company commenced proceedings in the Supreme Court of Western Australia against ProImmune and its director, seeking damages, an injunction restraining ProImmune from registering or enforcing the U.S. judgment in Australia, interest and costs. ProImmune has commenced enforcement proceedings in the Supreme Court of Western Australia (CIV1440 of 2025) to pursue recovery of the U.S. judgment amount. The Court identified procedural deficiencies in ProImmune's initial filing and issued remedial orders deeming the action to have been commenced by writ of summons, requiring ProImmune to file additional documents. ProImmune subsequently filed an application for summary judgment which the Company is contesting. The application was heard in November 2025 and the Company is currently awaiting the Court's decision. At the date of this report, the claim against the Company is US$2,129,449, exclusive of interest and costs. However, the ultimate outcome of the litigation, including whether the Company will be required to satisfy any portion of the U.S. judgment, remains uncertain and is contingent upon the final determination of the proceedings before the Supreme Court of Western Australia, the timing and outcome of which are presently unknown. The assessment and disclosure of pending litigation is a complex area requiring significant judgement by management, with input from the Company's legal advisers, in determining the likelihood of an outflow of economic benefits and the estimation of the amount and timing of any potential future cash flows. Due to the significant judgement involved, the inherent uncertainty of the litigation outcome, and the potential financial impact on the consolidated financial statements, we considered pending litigation to be a key audit matter	the proceedings commenced by both parties in the Supreme Court of Western Australia. ▪ Read relevant court judgments, pleadings and correspondence, where available, to assess the current stage of the litigation and the matters under dispute. ▪ Evaluated management's assessment of the litigation, including the basis for determining whether a provision or contingent liability was required to be recognised or disclosed in accordance with the applicable accounting standards. ▪ Obtained written representations from management regarding the completeness and accuracy of the litigation disclosures. ▪ Obtained and evaluating legal letters from the Company's external legal advisers, including consideration of their views on the likelihood of an adverse outcome and the estimated amount of any potential obligation. ▪ Assessed the reasonableness of management's estimate of the potential exposure, including consideration of the U.S. judgment amount, interest and costs, and the inherent uncertainty associated with the final outcome of the Australian proceedings. ▪ Assessed the adequacy and appropriateness of the disclosures in Note 30 to the consolidated financial statements, including disclosures relating to the nature of the litigation, the uncertainties involved and the potential financial impact on the Group.

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 31 December 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 opinion 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 that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* (other than the consolidated entity disclosure statement; and
b. the consolidated entity disclosure statement that is true and correct in accordance with the *Corporations Act 2001*

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

i. the financial report 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 from 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 has 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 Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report.

The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of the financial report that gives a true and fair view 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 entity's internal control.

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.

An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Directors, as well as evaluating the overall presentation of the financial report.

We 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.

We 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.

We 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.

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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.

The Auditing Standards require that we comply with relevant ethical requirements relating to audit engagements. 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, related safeguards.

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 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 the directors' report for the year ended 31 December 2025.

In our opinion, the Remuneration Report of Holista Colltech Limited for the year ended 31 December 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.

STANTONS INTERNATIONAL AUDIT AND CONSULTING PTY LTD
(An Authorised Audit Company)

Stantons International Audit & Consulting Pty Ltd

Waseem Akhtar

Waseem Akhtar
Director
West Perth, Western Australia
27 March 2026

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HOLISTA COLLTECH LIMITED
ACN 094 515 992
(Company)

CORPORATE GOVERNANCE STATEMENT

This Corporate Governance Statement is current as at 27 March 2026 and has been approved by the Board of the Company on that date.

This Corporate Governance Statement discloses the extent to which the Company will, as at the date it is admitted to the official list of the ASX, follow the recommendations set by the ASX Corporate Governance Council in its publication Corporate Governance Principles and Recommendations – 4th Edition (**Recommendations**). The Recommendations are not mandatory, however the Recommendations that will not be followed have been identified and reasons provided for not following them along with what (if any) alternative governance practices the Company intends to adopt in lieu of the recommendation.

The Company has adopted a Corporate Governance Plan which provides the written terms of reference for the Company's corporate governance duties.

Due to the current size and nature of the existing Board and the scale of the Company's operations, the Board does not consider that the Company will gain any benefit from individual Board committees and that its resources would be better utilised in other areas as the Board is of the strong view that at this stage, the experience and skill set of the current Board is sufficient to perform these roles. Under the Company's Board Charter, the duties that would ordinarily be assigned to individual committees are currently carried out by the full Board under the written terms of reference for those committees.

The Company's Corporate Governance Plan is available on the Company's website at www.holistaco.com

RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
Principle 1: Lay solid foundations for management and oversight		
Recommendation 1.1 (a) A listed entity should have and disclose a board charter which sets out the respective roles and responsibilities of the Board, the Chair and management, and includes a description of those matters expressly reserved to the Board and those delegated to management.	YES	The Company has adopted a Board Charter that sets out the specific roles and responsibilities of the Board, the Chair and management and includes a description of those matters expressly reserved to the Board and those delegated to management.

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RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
		The Board Charter sets out the specific responsibilities of the Board, requirements as to the Board's composition, the roles and responsibilities of the Chairman and Company Secretary, the establishment, operation and management of Board Committees, Directors' access to Company records and information, details of the Board's relationship with management, details of the Board's performance review and details of the Board's disclosure policy. A copy of the Company's Board Charter, which is part of the Company's Corporate Governance Plan, is available on the Company's website.
Recommendation 1.2 A listed entity should: (a) undertake appropriate checks before appointing a director or senior executive or putting someone forward for election as a Director; and (a) provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a Director.	YES	(a) The Company has guidelines for the appointment and selection of the Board and senior executives in its Corporate Governance Plan. The Company's Nomination Committee Charter (in the Company's Corporate Governance Plan) requires the Nomination Committee (or, in its absence, the Board) to ensure appropriate checks (including checks in respect of character, experience, education, criminal record and bankruptcy history (as appropriate)) are undertaken before appointing a person, or putting forward to security holders a candidate for election, as a Director. In the event of an unsatisfactory check, a Director is required to submit their resignation. (b) Under the Nomination Committee Charter, all material information relevant to a decision on whether or not to elect or re-elect a Director must be provided to security holders in the Notice of Meeting containing the resolution to elect or re-elect a Director.
Recommendation 1.3 A listed entity should have a written agreement with each Director and senior executive setting out the terms of their appointment.	YES	The Company's Nomination Committee Charter requires the Nomination Committee (or, in its absence, the Board) to ensure that each Director and senior executive is personally a party to a written agreement with the Company which sets out the terms of that Director's or senior executive's appointment.

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RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
		The Company has written agreements with each of its Directors and senior executives.
Recommendation 1.4 The Company Secretary of a listed entity should be accountable directly to the Board, through the Chair, on all matters to do with the proper functioning of the Board.	YES	The Board Charter outlines the roles, responsibilities and accountability of the Company Secretary. In accordance with this, the Company Secretary is accountable directly to the Board, through the Chair, on all matters to do with the proper functioning of the Board.
Recommendation 1.5 A listed entity should: (a) have and disclose a diversity policy; (b) through its board or a committee of the board set measurable objectives for achieving gender diversity in the composition of its board, senior executives and workforce generally; and (c) disclose in relation to each reporting period: (i) the measurable objectives set for that period to achieve gender diversity; (ii) the entity's progress towards achieving those objectives; and (iii) either: (A) the respective proportions of men and women on the Board, in senior executive positions and across the whole workforce (including how the entity has defined "senior executive" for these purposes); or	YES	(a) The Company has adopted a Diversity Policy which provides a framework for the Company to establish, achieve and measure diversity objectives, including in respect of gender diversity. The Diversity Policy is available, as part of the Corporate Governance Plan, on the Company's website. (b) The Diversity Policy allows the Board to set measurable gender diversity objectives and to continually monitor both the objectives and the Company's progress in achieving them. (c) The measurable diversity objectives for each financial year (if any),and the Company's progress in achieving them, will be detailed in the Company's Annual Report (i) the Board does not anticipate there will be a need to appoint any new Directors or senior executives due to the scale of the Company's existing and proposed activities and the Board's view that the existing Directors and senior executives have sufficient skill and experience to carry out the Company's plans;

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RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
(B) if the entity is a "relevant employer" under the Workplace Gender Equality Act, the entity's most recent "Gender Equality Indicators", as defined in the Workplace Gender Equality Act. If the entity was in the S&P / ASX 300 Index at the commencement of the reporting period, the measurable objective for achieving gender diversity in the composition of its board should be to have not less than 30% of its directors of each gender within a specified period.	N/A	(ii) if it becomes necessary to appoint any new Directors or senior executives, the Board will consider the application of the measurable diversity objectives and determined whether, given the small size of the Company and the Board, requlring specified objectectives to be met will unduly limit the Company from applying the Diversity Policy as a whole and the Company's policy of appointing the best person for the job; and (iii) the respective proportions of men and women on the Board, in senior executive positions and across the whole organisation (including how the entity has defined "senior executive" for these purposes) for each financial year will be disclosed in the Company's Annual Report.
Recommendation 1.6 A listed entity should: (a) have and disclose a process for periodically evaluating the performance of the Board, its committees and individual Directors; and (b) disclose for each reporting period whether a performance evaluation has been undertaken in accordance with that process during or in respect of that period.	YES	(a) The Company's Nomination Committee (or, in its absence, the Board) is responsible for evaluating the performance of the Board, its committees and individual Directors on an annual basis. It may do so with the aid of an independent advisor. The process for this is set out in the Company's Corporate Governance Plan, which is available on the Company's website. (b) The Company's Corporate Governance Plan requires the Company to disclose whether or not performance evaluations were conducted during the relevant reporting period. The Company intends to complete performance evaluations in respect of the Board, its committees (if any) and individual Directors for each financial year in accordance with the above process.

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RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
Recommendation 1.7 A listed entity should: (a) have and disclose a process for evaluating the performance of its senior executives at least once every reporting period; and (b) disclose for each reporting period whether a performance evaluation has been undertaken in accordance with that process during or in respect of that period.	YES	(a) The Company's Nomination Committee (or, in its absence, the Board) is responsible for evaluating the performance of the Company's senior executives on an annual basis. The Company's Remuneration Committee (or, in its absence, the Board) is responsible for evaluating the remuneration of the Company's senior executives on an annual basis. A senior executive, for these purposes, means key management personnel (as defined in the Corporations Act) other than a non-executive Director. The applicable processes for these evaluations can be found in the Company's Corporate Governance Plan, which is available on the Company's website. (b) The Company's Corporate Governance Plan requires the Company to disclose whether or not performance evaluations were conducted during the relevant reporting period. The Company intends to complete performance evaluations in respect of the senior executives (if any) for each financial year in accordance with the applicable processes. At this stage, due to the current size and nature of the existing Board and the scale of the Company's operations, the Company has not appointed any senior executives other than the Executive Director.
Principle 2: Structure the Board to be effective and add value		
Recommendation 2.1 The Board of a listed entity should: (a) have a nomination committee which: (i) has at least three members, a majority of whom are independent Directors; and (ii) is chaired by an independent Director, and disclose: (iii) the charter of the committee;	PARTIALLY	(a) The Company does not have a Nomination Committee. The Company's Nomination Committee Charter provides for the creation of a Nomination Committee (if it is considered it will benefit the Company), with at least three members, a majority of whom are independent Directors, and which must be chaired by an independent Director

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RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
(iv) the members of the committee; and (v) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a nomination committee, disclose that fact and the processes it employs to address Board succession issues and to ensure that the Board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively.		(b) The Company does not have a Nomination Committee as the Board considers that the Company will not currently benefit from its establishment. In accordance with the Company's Board Charter, the Board carries out the duties that would ordinarily be carried out by the Nomination Committee under the Nomination Committee Charter, including the following processes to address succession issues and to ensure the Board has the appropriate balance of skills, experience, independence and knowledge of the entity to enable it to discharge its duties and responsibilities effectively: (i) devoting time at least annually to discuss Board succession issues and updating the Company's Board skills matrix; and (ii) all Board members being involved in the Company's nomination process, to the maximum extent permitted under the Corporations Act and ASX Listing Rules.
Recommendation 2.2 A listed entity should have and disclose a Board skills matrix setting out the mix of skills that the Board currently has or is looking to achieve in its membership.	YES	Under the Nomination Committee Charter (in the Company's Corporate Governance Plan), the Nomination Committee (or, in its absence, the Board) is required to prepare a Board skills matrix setting out the mix of skills that the Board currently has (or is looking to achieve) and to review this at least annually against the Company's Board skills matrix to ensure the appropriate mix of skills to discharge its obligations effectively and to add value and to ensure the Board has the ability to deal with new and emerging business and governance issues. The Company has a Board skill matrix setting out the mix of skills and diversity that the Board currently has or is looking to achieve in its membership. A copy will be available in the Company's Annual Report.

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RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
		The Board Charter requires the disclosure of each Board member's qualifications and expertise. Full details as to each Director and senior executive's relevant skills and experience will be available in the Company's Annual Report.
Recommendation 2.3 A listed entity should disclose: (a) the names of the Directors considered by the Board to be independent Directors; (b) if a Director has an interest, position or relationship of the type described in Box 2.3 of the ASX Corporate Governance Principles and Recommendations (4th Edition), but the Board is of the opinion that it does not compromise the independence of the Director, the nature of the interest, position or relationship in question and an explanation of why the Board is of that opinion; and the length of service of each Director	YES	(a) The Board Charter requires the disclosure of the names of Directors considered by the Board to be independent. The Board considers there are 3 independent Directors (b) complies (c) The Company's Annual Report will disclose the length of service of each Director, as at the end of each financial year.
Recommendation 2.4 A majority of the Board of a listed entity should be independent Directors.	YES	The Company's Board Charter requires that, where practical, the majority of the Board should be independent. The Board currently comprises a total of 5 directors, 3 of whom are considered to be independent. As such, independent directors currently comprise the majority of the Board.
Recommendation 2.5 The Chair of the Board of a listed entity should be an independent Director and, in particular, should not be the same person as the CEO of the entity.	YES	The Board Charter provides that, where practical, the Chair of the Board should be an independent Director and should not be the CEO/Managing Director. The Chair of the Company is an independent Director and is not the CEO/Managing Director.

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RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
Recommendation 2.6 A listed entity should have a program for inducting new Directors and for periodically reviewing whether there is a need for existing directors to undertake professional development to maintain the skills and knowledge needed to perform their role as Directors effectively.	YES	In accordance with the Company's Board Charter, the Nomination Committee (or, in its absence, the Board) is responsible for the approval and review of induction and continuing professional development programs and procedures for Directors to ensure that they can effectively discharge their responsibilities. The Company Secretary is responsible for facilitating inductions and professional development including receiving briefings on material developments in laws, regulations and accounting standards relevant to the Company.
Principle 3: Instil a culture of acting lawfully, ethically and responsibly		
Recommendation 3.1 A listed entity should articulate and disclose its values.	YES	(a) The Company is committed to conducting all of its business activities fairly, honestly with a high level of integrity, and in compliance with all applicable laws, rules and regulations. The Board, management and employees are dedicated to high ethical standards and recognise and support the Company's commitment to compliance with these standards. (b) The Company's values are set out in its Code of Conduct (which forms part of the Corporate Governance Plan) and are available on the Company's website. All employees are given appropriate training on the Company's values and senior executives will continually reference such values.
Recommendation 3.2 A listed entity should: (a) have and disclose a code of conduct for its Directors, senior executives and employees; and (b) ensure that the Board or a committee of the Board is informed of any material breaches of that code.	YES	(a) The Company's Corporate Code of Conduct applies to the Company's Directors, senior executives and employees. (b) The Company's Corporate Code of Conduct (which forms part of the Company's Corporate Governance Plan) is available on the Company's website. Any material breaches of the Code of Conduct are reported to the Board or a committee of the Board.

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RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
Recommendation 3.3 A listed entity should: (a) have and disclose a whistleblower policy; and (a) ensure that the Board or a committee of the Board is informed of any material incidents reported under that policy.	YES	The Company's Whistleblower Protection Policy (which forms part of the Corporate Governance Plan) is available on the Company's website. Any material breaches of the Whistleblower Protection Policy are to be reported to the Board or a committee of the Board.
Recommendation 3.4 A listed entity should: (a) have and disclose an anti-bribery and corruption policy; and (b) ensure that the Board or committee of the Board is informed of any material breaches of that policy.	YES	The Company's Anti-Bribery and Anti-Corruption Policy (which forms part of the Corporate Governance Plan) is available on the Company's website. Any material breaches of the Anti-Bribery and Anti-Corruption Policy are to be reported to the Board or a committee of the Board.
Principle 4: *Safeguard the integrity of corporate reports*		
Recommendation 4.1 The Board of a listed entity should: (a) have an audit committee which: (i) has at least three members, all of whom are non-executive Directors and a majority of whom are independent Directors; and (ii) is chaired by an independent Director, who is not the Chair of the Board, and disclose: (iii) the charter of the committee; (iv) the relevant qualifications and experience of the members of the committee; and (v) in relation to each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or	PARTIALLY	(a) The Company does not have an Audit and Risk Committee. The Company's Corporate Governance Plan contains an Audit and Risk Committee Charter that provides for the creation of an Audit and Risk Committee with at least three members, all of whom must be non-executive Directors, and majority of the Committee must be independent Directors. The Committee must be chaired by an independent Director who is not the Chair.

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RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
(b) if it does not have an audit committee, disclose that fact and the processes it employs that independently verify and safeguard the integrity of its corporate reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner.		The Company does not have an Audit and Risk Committee as the Board considers the Company will not currently benefit from its establishment. In accordance with the Company's Board Charter, the Board carries out the duties that would ordinarily be carried out by the Audit and Risk Committee under the Audit and Risk Committee Charter including the following processes to independently verify the integrity of the Company's periodic reports which are not audited or reviewed by an external auditor, as well as the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner: (i) the Board devotes time at biannual Board meetings to fulfill the roles and responsibilities associated with maintaining the Company's internal audit function and arrangements with external auditors; and (ii) all members of the Board are involved in the Company's audit function to ensure the proper maintenance of the entity and the integrity of all financial reporting
Recommendation 4.2 The Board of a listed entity should, before it approves the entity's financial statements for a financial period, receive from its CEO and CFO a declaration that the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.	YES	The Company's Audit and Risk Committee Charter requires the CEO and CFO (or, if none, the person(s) fulfilling those functions) to provide a sign off on these terms. The Company intends to obtain a sign off on these terms for each of its financial statements in each financial year.
Recommendation 4.3	YES	The Company will include in each of its (to the extent that the information contained in the following is not audited or reviewed by an external auditor):

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A listed entity should disclose its process to verify the integrity of any periodic corporate report it releases to the market that is not audited or reviewed by an external auditor.		(a) annual reports or on its website, a description of the process it undertakes to verify the integrity of the information in its annual directors' report; (b) quarterly reports, or in its annual report or on its website, a description of the process it undertakes to verify the integrity of the information in its quarterly reports; (c) integrated reports, or in its annual report (if that is a separate document to its integrated report) or on its website, a description of the process it undertakes to verify the integrity of the information in its integrated reports; and (d) periodic corporate reports (such as a sustainability or CSR report), or in its annual report or on its website, a description of the process it undertakes to verify the integrity of the information in these reports.
Principle 5: Make timely and balanced disclosure		
Recommendation 5.1 A listed entity should have and disclose a written policy for complying with its continuous disclosure obligations under listing rule 3.1.	YES	(a) The Company's Corporate Governance Plan details the Company's Continuous Disclosure policy. (b) The Corporate Governance Plan, which incorporates the Continuous Disclosure policy, is available on the Company's website.
Recommendation 5.2 A listed entity should ensure that its board receives copies of all material market announcements promptly after they have been made.	YES	Under the Company's Continuous Disclosure Policy (which forms part of the Corporate Governance Plan), all members of the Board will receive material market announcements promptly after they have been made.
Recommendation 5.3 A listed entity that gives a new and substantive investor or analyst presentation should release a copy of the presentation materials on the ASX Market Announcements Platform ahead of the presentation.	YES	All substantive investor or analyst presentations will be released on the ASX Markets Announcement Platform ahead of such presentations.

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Principle 6: *Respect the rights of security holders*		
Recommendation 6.1 A listed entity should provide information about itself and its governance to investors via its website.	YES	Information about the Company and its governance is available in the Corporate Governance Plan which can be found on the Company's website.
Recommendation 6.2 A listed entity should have an investor relations program that facilitates effective two-way communication with investors.	YES	The Company has adopted a Shareholder Communications Strategy which aims to promote and facilitate effective two-way communication with investors. The Strategy outlines a range of ways in which information is communicated to shareholders and is available on the Company's website as part of the Company's Corporate Governance Plan.
Recommendation 6.3 A listed entity should disclose how it facilitates and encourages participation at meetings of security holders.	YES	Shareholders are encouraged to participate at all general meetings, including the annual general meeting of the Company. Upon the despatch of any notice of meeting to Shareholders, the Company Secretary shall send out material stating that all Shareholders are encouraged to participate at the meeting. All substantive resolutions at securityholder meetings will be decided by a poll rather than a show of hands.
Recommendation 6.4 A listed entity should ensure that all substantive resolutions at a meeting of security holders are decided by a poll rather than by a show of hands.	YES	All substantive resolutions at securityholder meetings will be decided by a poll rather than a show of hands.
Recommendation 6.5 A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically.	YES	The Shareholder Communication Strategy provides that security holders can register with the Company to receive email notifications when an announcement is made by the Company to the ASX, including the release of the Annual Report, half yearly reports and quarterly reports. Links are made available to the Company's website on which all information provided to the ASX is immediately posted. Shareholders queries should be referred to the Company Secretary at first instance.

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RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
Principle 7: Recognise and manage risk		
Recommendation 7.1 The Board of a listed entity should: (a) have a committee or committees to oversee risk, each of which: (i) has at least three members, a majority of whom are independent Directors; and (ii) is chaired by an independent Director, and disclose: (iii) the charter of the committee; (iv) the members of the committee; and (v) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a risk committee or committees that satisfy (a) above, disclose that fact and the process it employs for overseeing the entity's risk management framework.	YES	(a) The Company does not have an Audit and Risk Committee. The Company's Corporate Governance Plan contains an Audit and Risk Committee Charter that provides for the creation of an Audit and Risk Committee with at least three members, all of whom must be non-executive Directors, and majority of the Committee must be independent Directors. The Committee must be chaired by an independent Director who is not the Chair. A copy of the Corporate Governance Plan is available on the Company's website. (b) The Company does not have an Audit and Risk Committee as the Board considers the Company will not currently benefit from its establishment. In accordance with the Company's Board Charter, the Board carries out the duties that would ordinarily be carried out by the Audit and Risk Committee under the Audit and Risk Committee Charter including the following processes to oversee the entity's risk management framework, The Board devotes time at regular board meetings to fulfill the roles and responsibilities with overseeing risk and maintaining the entity's risk management framework and associated internal compliance and control procedures.
Recommendation 7.2 The Board or a committee of the Board should: (a) review the entity's risk management framework at least annually to satisfy itself that it continues to be sound and that the entity is operating with due regard to the risk appetite set by the Board; and (b) disclose in relation to each reporting period, whether such a review has taken place.	YES	(a) The Audit and Risk Committee Charter requires that the Audit and Risk Committee (or, in its absence, the Board) should, at least annually, satisfy itself that the Company's risk management framework continues to be sound and that the Company is operating with due regard to the risk appetite set by the Board.

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RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
		(b) The Company's Corporate Governance Plan requires the Company to disclose at least annually whether such a review of the Company's risk management framework has taken place.
Recommendation 7.3 A listed entity should disclose: (a) if it has an internal audit function, how the function is structured and what role it performs; or (b) if it does not have an internal audit function, that fact and the processes it employs for evaluating and continually improving the effectiveness of its governance, risk management and internal control processes.	YES	(a) The Audit and Risk Committee Charter provides for the Audit and Risk Committee to monitor and periodically review the need for an internal audit function, as well as assessing the performance and objectivity of any internal audit procedures that may be in place.
Recommendation 7.4 A listed entity should disclose whether it has any material exposure to environmental or social risks and, if it does, how it manages or intends to manage those risks.	YES	The Audit and Risk Committee Charter requires the Audit and Risk Committee (or, in its absence, the Board) to assist management to determine whether the Company has any potential or apparent exposure to environmental or social risks and, if it does, put in place management systems, practices and procedures to manage those risks. The Company's Corporate Governance Plan requires the Company to disclose whether it has any potential or apparent exposure to environmental or social risks and, if it does, put in place management systems, practices and procedures to manage those risk. Where the Company does not have material exposure to environmental or social risks, report the basis for that determination to the Board, and where appropriate benchmark the Company's environmental or social risk profile against its peers. The Company will disclose this information in its Annual Report.

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RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
Principle 8: Remunerate fairly and responsibly		
Recommendation 8.1 The Board of a listed entity should: (a) have a remuneration committee which: (i) has at least three members, a majority of whom are independent Directors; and (ii) is chaired by an independent Director, and disclose: (iii) the charter of the committee; (iv) the members of the committee; and (v) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the level and composition of remuneration for Directors and senior executives and ensuring that such remuneration is appropriate and not excessive.	YES	(a) The Company does not have a Remuneration Committee. The Company's Corporate Governance Plan contains a Remuneration Committee Charter that provides for the creation of a Remuneration Committee (if it is considered it will benefit the Company), with at least three members, a majority of whom are be independent Directors, and which must be chaired by an independent Director. (b) The Company does not have a Remuneration Committee as the Board considers the Company will not currently benefit from its establishment. In accordance with the Company's Board Charter, the Board carries out the duties that would ordinarily be carried out by the Remuneration Committee under the Remuneration Committee Charter including the following processes to set the level and composition of remuneration for Directors and senior executives and ensuring that such remuneration is appropriate and not excessive: The Board devotes time at an annual Board meeting to assess the level and composition of remuneration for Directors and senior executives;
Recommendation 8.2 A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive Directors and the remuneration of executive Directors and other senior executives.	YES	The Company's Corporate Governance Plan requires the Board to disclose its policies and practices regarding the remuneration of Directors and senior executives, which is disclosed in the remuneration report contained in the Company's Annual Report as well as being disclosed on the Company's website.

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RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
Recommendation 8.3 A listed entity which has an equity-based remuneration scheme should: (a) have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme; and (b) disclose that policy or a summary of it.	YES	(a) The Company does not have an equity-based remuneration scheme. The Company does not have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme.
Additional recommendations that apply only in certain cases		
Recommendation 9.1 A listed entity with a director who does not speak the language in which board or security holder meetings are held or key corporate documents are written should disclose the processes it has in place to ensure the director understands and can contribute to the discussions at those meetings and understands and can discharge their obligations in relation to those documents.		Not Applicable
Recommendation 9.2 A listed entity established outside Australia should ensure that meetings of security holders are held at a reasonable place and time.		Not Applicable
Recommendation 9.3 A listed entity established outside Australia, and an externally managed listed entity that has an AGM, should ensure that its external auditor attends its AGM and is available to answer questions from security holders relevant to the audit.		Not Applicable

Holista Colltech Limited
Shareholder information
31 December 2025

The shareholder information set out below was applicable as at 11 February 2026.

Distribution of equitable securities

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

	Ordinary shares	
	Number of holders	% of total shares issued
1 to 1,000	7,236	0.00
1,001 to 5,000	166,002	0.03
5,001 to 10,000	965,651	0.15
10,001 to 100,000	14,571,151	2.30
100,001 and over	617,018,865	97.52
	632,728,905	100.00
Holding less than a marketable parcel	98	-

Equity security holders

Twenty largest quoted equity security holders

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

	Ordinary shares	
	Number held	% of total shares issued
GALEN BIOMEDICAL INC	58,514,245	15.91
MR MAN LOONG LEONG	36,159,845	9.83
MR KIAN HENG TEE	32,107,874	8.73
MR GREGORY P PILANT	30,234,317	8.22
NEO HEALTH SDN BHD	23,467,756	6.38
818 CORPORATE PTY LTD <818 A/C>	15,117,703	4.11
CITICORP NOMINEES PTY LIMITED	12,484,986	3.39
LEONG KAM SON	10,928,571	2.97
PERPETUAL CAPITAL INVESTMENTS PTY LTD	9,966,647	2.71
MS SARINDERJIT KAUR	9,675,785	2.63
BNP PARIBAS NOMS PTY LTD	9,337,982	2.54
TA SECURITIES HOLDINGS BERHAD	9,157,707	2.49
MR ROBERT GEMELLI	8,715,016	2.37
BNP PARIBAS NOMINEES PTY LTD <UOB KH PL>	7,023,704	1.91
MR ANTHONY ROBERT RAMAGE	6,800,000	1.85
FAIRVIEW HOLDINGS PTY LTD <THE MANJULE SUPER A/C>	6,358,570	1.73
JAZ FUTURE FUND PTY LTD <ARR SUPERANNUATION FUND A/C>	5,839,047	1.59
DRISCOLL FUTURE PTY LTD <DRISCOLL SUPER FUND A/C>	4,722,778	1.28
BNP PARIBAS NOMS PTY LTD UOBKH A/C R'MIERS	4,142,751	1.13
MR HIMMAT SINGH	3,500,000	0.95
	304,255,284	82.72

Unquoted equity securities

There are no unquoted equity securities.

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Holista Colltech Limited
Shareholder information
31 December 2024

Substantial holders

Substantial holders in the company are set out below:

	Ordinary shares	
	Number held	% of total shares issued
Dr Rajen Manicka	85,735,272	23.31
Mr Leong Man Loong	36,159,845	9.83
Mr Gregory Pilant	30,234,317	8.22

Voting rights

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

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

There are no other classes of equity securities.

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