

Sea Forest Limited and its Controlled Entities

ABN 46 631 662 283

Annual Report - 30 June 2025

Sea Forest Limited and its Controlled Entities

Directors' report

30 June 2025

The directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'consolidated entity') consisting of Sea Forest Limited and its Controlled Entities (referred to hereafter as the 'company' or 'parent entity') and the entities it controlled (referred to hereafter as the "Group") at the end of, or during, the year ended 30 June 2025.

Directors

The following persons were directors of Sea Forest Limited and its Controlled Entities during the whole of the financial year and up to the date of this report, unless otherwise stated:

John McKillop* - (Chairman) - appointed 1 March 2025

Sam Elsom (Chief Executive Officer)

Stephen Turner (Managing Director) - Stepped down as Chairman on 1 March 2025

Dion Cohen (Chief Financial Officer) – resigned as Director on 5 July 2024 & Company Secretary on 21 August 2025

Alex Berger*

Roger Millichamp*

Brent Wallace* - appointed 29 April 2025

Patricia Akopiantz* – resigned as Director on 19 December 2024

Mark Kirkby* – resigned as Director on 19 December 2024

Jeremy Atkin* – resigned as Director on 5 August 2024

** non-executive director*

Principal activities

During the financial year the principal continuing activities of the company consisted of the production of its SeaFeed™ Amplify product, a manufactured product, which uses both active components derived from Asparagopsis seaweed and man-made bioactives.

As at the date of this report, Sea Forest is transitioning to the manufacture of nature-identical bioactives through a synthetic process. This approach provides a lower-cost, more uniform solution at commercial scale, yielding higher concentrations of the required bioactive compounds than both marine and land-based cultivation. The enhanced SeaFeed™ product - developed using man-made manufactured bioactives, will enable scalable production with consistent quality. Final confirmatory studies on the man-made manufactured bioactives are being completed, after which production will fully transition from seaweed-derived to nature-identical bioactives. Importantly, the chemical composition of the bioactives remains identical to that derived from seaweed.

Review of operations

The loss for the consolidated entity after providing for income tax amounted to \$9,090,241 (30 June 2024: \$6,883,479).

Operational changes implemented during the year aimed at:

- Reducing its production and operational costs, enabling the company to manufacture and market its new SeaFeed™ product (refer above) at commercial scale. The decision to transition to a man-made manufactured bioactive product resulted in a write down of inventory & fixed assets totalling \$5.4 million.
- Launching and refining new delivery mechanisms for grazing livestock, including lick blocks, granulated based feed additives and water-soluble solutions.
- Supporting a renewed focus on research and development, including the reconfiguration of Marine operations at Triabunna and land-based operations at Swansea to serve exclusively as R&D functions.
- Focussing R&D activities towards exploring new commercial applications for land-based seaweed operations, including potential uses in fish feed, cosmetics, and nutraceuticals.

Significant changes in the state of affairs

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

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Matters subsequent to the end of the financial year

IPO-Capital Raising

The Company is actively pursuing an initial public offering (IPO) to raise equity capital and a listing on the Australian Securities Exchange (ASX) within the current financial year. Sea Forest has received in-principle confirmation from the ASX that it is suitable for admission to the official list, which is an important milestone in the listing process. In addition, preliminary indications of support have been received for the subscription of new equity to be offered under the proposed IPO.

Sale of Assets

In line with its strategic objectives, on 1 August 2025 the company sold the assets of its oyster business for \$223,500 and entered into a management agreement with Southern Cross Marine Culture Pty Ltd ("Marine Culture") for the operation of the oyster hatchery through to 30 June 2030. Under this agreement, Marine Culture will assume responsibility for expenses and outgoings and make an annual payment of \$75,000 to the company as compensation for operational costs during the agency period.

Research Agreement

Additionally, on 22 July 2025, the company entered into a research agreement with the Foundation for Food and Agriculture Research to support a project aimed at evaluating the effectiveness of its products in reducing methane emissions and enhancing productivity in ruminant livestock, with a particular focus on dairy systems. The project will run from 1 July 2025 to 30 June 2028 and includes a cash-matched contribution of US\$70,305, alongside in-kind contributions totalling US\$200,000 over the duration of the project.

Commercialisation of Customer Agreements

After year end, the Group has made substantial progress towards commercialisation through the signing of customer agreements with two significant feedlot operators in Australia, as well as the extension of its wool trial with a large global fashion retailer. Customer 'scale-up' activities are expected to extend across most of the 2026 financial year and the Group anticipates that revenue contributions will continue to build into the following financial year.

No other matter or circumstance has arisen since 30 June 2025 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

Likely developments and expected results of operations

Information on likely developments in the operations of the consolidated entity and the expected results of operations have not been included in this report because the directors believe it would be likely to result in unreasonable prejudice to the consolidated entity.

Environmental regulation

Sea Forest's current seaweed cultivation in Tasmania is governed by the provisions of the Marine Farming Planning Act 1995 and the Living Marine Resources Management Act 1995. Sea Forest either holds or is authorised to use the relevant licenses and permits for its activities under these Acts.

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Directors' report

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Information on Executive directors

Name: Sam Elsom
Title: *Chief Executive Officer*
Experience and expertise: Sam is the 2025 Tasmanian Australian of the Year and a dedicated eco-entrepreneur with over 20 years' experience in sustainability.

He founded one of Australia's first sustainable apparel businesses and has led initiatives to measure social and environmental impact across supply chains. Sam also established a satellite factory in India, supporting disadvantaged communities with income, training, clean water, and education.

He is passionate about methane mitigation as a critical near-term strategy to address global warming and enhance economic outcomes.

Name: Stephen Turner (Stepped down as Chairman on 1 March 2025)
Title: *Managing Director*
Experience and expertise: Stephen is an accomplished executive with a proven track record in delivering large-scale greenfield projects in the mining sector.

He co-founded International Ferro Metals, a mining and smelting company responsible for 4% of global ferrochrome supply and listed on the London Stock Exchange, where he served as CEO for seven years. Stephen was also a founding director and CEO of South American Ferro Metals, a Brazilian iron ore producer listed on the ASX.

He previously served as a non-executive director of Iluka Resources, the world's largest zircon producer.

Name: Dion Cohen (resigned as Director on 4 July 2024, and Company Secretary on 21 August 2025)
Title: *Chief Financial Officer and Company Secretary*
Experience and expertise: Dion is a Chartered Accountant with extensive experience in the resources and investment banking sectors. Over the past 15 years, he has played a pivotal role in several greenfield operations that have successfully transitioned to primary stock exchange listings. He has served as CFO for multiple companies listed on both the ASX and LSE.

Dion resigned as CFO on 17 June 2025 and continues to act in a role of Business Development Manager.

Information on Non-Executive directors

Name: John McKillop (appointed on 1 March 2025)
Title: *Non-executive chairman*
Experience and expertise: John is a highly respected leader in Australia's agricultural sector, with significant board and executive experience across the industry. He has held board positions with Dairy Australia, Meat & Livestock Australia, Dairy Farmers Milk Cooperative, and Compass Agribusiness.

John's management career includes leading some of the nation's largest cattle operations, notably in senior roles at Stanbroke Pastoral Company and as CEO of both Hancock Agriculture and S. Kidman & Co.

He currently serves as Chair of the Red Meat Advisory Council, Regional Livestock Exchange, Manor Estates Holding, MaxSil Fertilizer, and agri-tech innovator Black Box Co.

Name: Alex Berger
Title: *Non-executive director*
Experience and expertise: Alex brings advanced investment banking expertise and a strong background in sustainable development to Sea Forest.

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Directors' report

30 June 2025

With experience at leading global financial institutions, Alex has led private asset development initiatives across Africa and the Asia Pacific, focusing on carbon abatement and climate change.

His leadership has enabled the origination, capitalisation, and delivery of major projects, providing Sea Forest with access to sustainable development capital and global carbon asset markets.

Name: Roger Millichamp
Title: *Non-executive director*
Experience and expertise: Roger brings high level pharmaceutical product and market development to Sea Forest. He led Pharmaceutical company Apotex as Managing Director for 12 years, holds a Master's degree in Natural Sciences from Oxford University, an MBA, and a Diploma in Marketing.

With over 25 years of international general management experience, Roger has worked across Australia, China, the UK, Latin America, Africa, the Middle East, Eastern Europe, and Southeast Asia.

Roger, transformed it into a market leader and established strong strategic partnerships within the global pharmaceutical industry.

Name: Brent Wallace (appointed on 29 April 2025)
Title: *Non-executive director*
Experience and expertise: Brent has over 20 years of Board-level experience across environmental, FMCG, finance and technology companies. He has experience in growth strategy, brand development and consumer research.

Brent was formerly Non-Executive Director and Chairman at Blackmores (ASX:BLK) and has held directorships at environmental organisations including Chair and Non-Executive Director at the Environmental Defender's Office and Governor of the WWF.

Name: Patricia Akopiantz (resigned as Director on 19 December 2024)
Title: *Non-executive director*
Experience and expertise: Patricia has deep expertise across the consumer-facing landscape having spent over 35 years as an ASX Board Director and Senior Manager in companies including Coles Myer, Energy Australia, Ramsay Healthcare, AMP, McKinsey, and David Jones. She is a Co-Founder of Assembly Climate Capital which invests in companies that can significantly impact climate change. She is a Member of the Climate Change Authority, an independent statutory body established to provide expert advice to the Australian Government. As Chair of Environmental Leadership Australia, she works to build bi-partisan support for climate action. Patty is also a Non-Executive Director of KPMG Australia and The Hunger Project.

Name: Mark Kirkby (resigned as Director on 19 December 2024)
Title: *Non-executive director*
Experience and expertise: Mark Kirkby is a Chartered Accountant and works for the PGA Group as its Commercial Director. Mark is a member of PGA's Advisory and Investment Committees and provides support as a non-executive director to the group's various operating businesses.

Mark has experience in chairing Finance, Audit and Risk Committees. Prior to joining PGA, Mark held various senior financial executive roles in diverse industry sectors for both listed and unlisted companies.

Name: Jeremy Atkin (resigned on 5 August 2024)
Title: *Non-executive director*
Experience and expertise: Jeremy is an experienced consultant with an extensive track-record of driving innovation within companies ranging from start-ups through to large enterprises within the technology, media and retail sectors. Jeremy is an active investor in early-stage start-ups with a focus on sustainability and brings a broad network of connections within the Australian venture capital community and the broader agriculture sector. Mr Atkin

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Directors' report
30 June 2025

commenced an executive engagement with Sea Forest Limited on 5 August 2024 which terminated on 5 January 2025.

Company secretary

Ms Teresa Garces was appointed as Company Secretary on 21 August 2025, succeeding Mr Cohen, who resigned from the role on the same day. Mr Cohen had served as Company Secretary since his appointment on 22 October 2019.

Meetings of directors

The number of meetings of the company's Board of Directors ('the Board') held during the year ended 30 June 2025, and the number of meetings attended by each director were:

	Full Board Attended	Full Board Held	Nomination and Remuneration Committee Attended	Nomination and Remuneration Committee Held	Audit and Risk Committee Attended	Audit and Risk Committee Held
Sam Elsom	9	9	-	-	-	-
Stephen Turner	9	9	-	-	-	-
Dion Cohen	1	1	-	-	4	4
Alexander Berger	9	9	4	4	4	4
Jeremy Atkin	2	2	2	4	-	-
Mark Kirkby	5	5	-	-	2	4
Patricia Akopiantz	5	5	-	-	2	4
Roger Millichamp	9	9	4	4	-	-

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

There were 9 meetings of directors held during the year ended 30 June 2025.

Shareholder options

There were no outstanding shareholder options at 30 June 2025. A total number of 3,225,000 employee options have been issued under the Sea Forest Share Option Plan (refer note 35).

Going Concern

During the year the Group incurred a loss after tax of \$9,090,241 (30 June 2024: \$6,883,479), net operating cash outflows of \$5,938,904 (30 June 2024: \$1,514,671), net investing cash inflows of \$6,072,777 (30 June 2024: cash outflows of \$204,612), and net financing cash outflows of \$476,940 (30 June 2024: inflow of \$468,168).

As at 30 June 2025 the Group has cash and cash equivalents, of \$12,615,332 (30 June 2024: \$12,958,399) and term deposits of \$260,566 (30 June 2024: \$7,329,901).

The Group has made substantial progress towards commercialisation through the signing of customer agreements with two significant feedlot operators in Australia, as well as the extension of its wool trial with a large global fashion retailer. Customer 'scale-up' activities are expected to extend across most of the 2026 financial year and, the Group anticipates that revenue contributions will continue to build into the following financial year.

The Group has significantly reduced its workforce and operating costs at Triabunna, with the marine farm and land based production now repositioned to focus solely on research activities.

While the Board and management are confident that the Group has sufficient cash to remain operational through 2026 financial year, its ongoing ability to continue as a going concern, recover the carrying value of its assets and meet its commitments as and when they fall due is dependent upon securing additional funding. At this time, the Board and management believe that the Group's assets are realisable for an amount not less than their recorded value as at 30 June 2025. Accordingly, no adjustments, other than those recorded within the financial statements, have been made relating to the recoverability and classification of the asset carrying amounts or the amounts and classification of liabilities.

The Board and management are actively exploring funding options and accordingly, have prepared the 30 June 2025 financial statements on a going concern basis.

Sea Forest Limited and its Controlled Entities

Directors' report

30 June 2025

Indemnity and insurance of officers

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

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

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.

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



Stephen Turner
Director

12 September 2025



Sam Elsom
Director

12 September 2025

SEA FOREST LIMITED
ABN: 46 631 662 283
AUDITOR'S INDEPENDENCE DECLARATION UNDER SECTION 307C OF
THE CORPORATIONS ACT 2001 TO THE DIRECTORS OF SEA FOREST LIMITED

I declare that, to the best of my knowledge and belief, during the year ended 30 June 2025 there have been no contraventions of:

- (i) the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the audit; and
- (ii) any applicable code of professional conduct in relation to the audit.

Name of Firm Logicca Assurance Pty Limited

Name of Partner Peter Hersh OAM

A handwritten signature in black ink, appearing to be 'PH' followed by a flourish.

Date 12 September 2025

Address Level 9, 151 Macquarie Street, Sydney NSW 2000

Sea Forest Limited and its Controlled Entities

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General information

The financial statements cover Sea Forest Limited and its Controlled Entities as a consolidated entity consisting of Sea Forest Limited and the entities it controlled at the end of, or during, the year. The financial statements are presented in Australian dollars (AUD), which is the functional and presentation currency of Sea Forest Limited. The functional currency of each controlled entity within the group is the currency of the country in which it operates.

Sea Forest Limited and its Controlled Entities is a company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is:

488 Freestone Point Road,
Triabunna, TAS 7190

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 financial statements.

The financial statements were authorised for issue, in accordance with a resolution of directors, on 12 September 2025. The directors have the power to amend and reissue the financial statements.

Sea Forest Limited and its Controlled Entities
Statement of profit or loss and other comprehensive income
For the year ended 30 June 2025

	Note	Consolidated 2025 \$	2024 \$
Total revenue	3	6,606,009	5,532,128
Expenses			
Consulting expense		(137,675)	(327,350)
Depreciation and amortisation expense		(1,606,050)	(1,696,137)
Employee benefits expense		(6,037,478)	(6,611,938)
Finance costs	4	(165,125)	(446,278)
Impairment of assets	9,12	(5,440,852)	(444,704)
Loss on disposal of assets		(87,179)	(221,405)
Operating expenses		(2,221,891)	(2,667,795)
Total expenses		<u>(15,696,250)</u>	<u>(12,415,607)</u>
Loss before income tax expense		(9,090,241)	(6,883,479)
Income tax expense	5	<u>-</u>	<u>-</u>
Loss after income tax expense for the year attributable to the owners of Sea Forest Limited and its Controlled Entities	23	(9,090,241)	(6,883,479)
Other comprehensive loss for the year, net of tax		<u>-</u>	<u>-</u>
Total comprehensive loss for the year attributable to the owners of Sea Forest Limited and its Controlled Entities		<u><u>(9,090,241)</u></u>	<u><u>(6,883,479)</u></u>
		Cents	Cents
Basic earnings per share	34	(19.84)	(15.03)
Diluted earnings per share	34	(19.84)	(15.03)

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

Sea Forest Limited and its Controlled Entities
Statement of financial position
As at 30 June 2025

	Note	Consolidated 2025 \$	2024 \$
Assets			
Current assets			
Cash and cash equivalents	6	12,615,332	12,958,399
Trade and other receivables	7	2,225,248	2,688,598
Prepayments	8	1,011,762	979,306
Inventories	9	770,367	3,321,773
Cash on deposits	10	-	7,329,901
Restricted cash	11	260,566	-
Total current assets		<u>16,883,275</u>	<u>27,277,977</u>
Non-current assets			
Property, plant and equipment	12	14,712,814	16,614,977
Right-of-use assets	13	<u>1,274,722</u>	<u>5,601,642</u>
Total non-current assets		<u>15,987,536</u>	<u>22,216,619</u>
Total assets		<u>32,870,811</u>	<u>49,494,596</u>
Liabilities			
Current liabilities			
Trade and other payables	14	824,456	1,268,224
Lease liabilities	15	342,947	89,137
Employee benefits	16	632,123	602,909
Other	17	<u>825,606</u>	<u>3,216,172</u>
Total current liabilities		<u>2,625,132</u>	<u>5,176,442</u>
Non-current liabilities			
Lease liabilities	18	1,712,925	6,352,166
Employee benefits	19	139,559	105,598
Deferred Income	20	<u>2,948,449</u>	<u>4,123,398</u>
Total non-current liabilities		<u>4,800,933</u>	<u>10,581,162</u>
Total liabilities		<u>7,426,065</u>	<u>15,757,604</u>
Net assets		<u>25,444,746</u>	<u>33,736,992</u>
Equity			
Issued capital	21	55,853,528	55,853,528
Reserves	22	2,071,191	1,273,196
Accumulated losses	23	<u>(32,479,973)</u>	<u>(23,389,732)</u>
Total equity		<u>25,444,746</u>	<u>33,736,992</u>

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

Sea Forest Limited and its Controlled Entities
Statement of changes in equity
For the year ended 30 June 2025

Consolidated	Issued capital \$	Reserves \$	Accumulated losses \$	Total equity \$
Balance at 1 July 2023	55,853,528	699,099	(16,506,253)	40,046,374
Loss after income tax expense for the year	-	-	(6,883,479)	(6,883,479)
Other comprehensive loss for the year, net of tax	-	-	-	-
Total comprehensive loss for the year	-	-	(6,883,479)	(6,883,479)
<i>Transactions with owners in their capacity as owners:</i>				
Share-based payments (note 35)	-	574,097	-	574,097
Balance at 30 June 2024	<u>55,853,528</u>	<u>1,273,196</u>	<u>(23,389,732)</u>	<u>33,736,992</u>
Consolidated	Issued capital \$	Reserves \$	Accumulated losses \$	Total equity \$
Balance at 1 July 2024	55,853,528	1,273,196	(23,389,732)	33,736,992
Loss after income tax expense for the year	-	-	(9,090,241)	(9,090,241)
Other comprehensive loss for the year, net of tax	-	-	-	-
Total comprehensive loss for the year	-	-	(9,090,241)	(9,090,241)
<i>Transactions with owners in their capacity as owners:</i>				
Share-based payments (note 35)	-	797,995	-	797,995
Balance at 30 June 2025	<u>55,853,528</u>	<u>2,071,191</u>	<u>(32,479,973)</u>	<u>25,444,746</u>

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

Sea Forest Limited and its Controlled Entities
Statement of cash flows
For the year ended 30 June 2025

	Note	Consolidated 2025 \$	2024 \$
Cash flows from operating activities			
Receipts from customers and others (inclusive of GST)		1,081,875	1,501,072
Payments to suppliers (inclusive of GST)		(10,092,846)	(10,828,372)
Government grants and subsidies		322,211	2,223,911
Research and development rebate		<u>1,976,696</u>	<u>4,702,949</u>
		(6,712,064)	(2,400,440)
Interest received		<u>773,160</u>	<u>885,769</u>
Net cash used in operating activities	33	<u>(5,938,904)</u>	<u>(1,514,671)</u>
Cash flows from investing activities			
Proceeds / (payments) for term deposits		7,069,335	(329,901)
Payments for property, plant and equipment	12	(1,887,649)	(744,623)
Proceeds from other related parties		62,857	-
Proceeds from disposal of property, plant and equipment		<u>828,234</u>	<u>869,912</u>
Net cash from/(used in) investing activities		<u>6,072,777</u>	<u>(204,612)</u>
Cash flows from financing activities			
Repayment of lease liabilities		<u>(476,940)</u>	<u>(468,168)</u>
Net cash used in financing activities		<u>(476,940)</u>	<u>(468,168)</u>
Net decrease in cash and cash equivalents		(343,067)	(2,187,451)
Cash and cash equivalents at the beginning of the financial year		<u>12,958,399</u>	<u>15,145,850</u>
Cash and cash equivalents at the end of the financial year	6	<u><u>12,615,332</u></u>	<u><u>12,958,399</u></u>

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

Sea Forest Limited and its Controlled Entities
Notes to the financial statements
30 June 2025

Note 1. Material accounting policy information

The accounting policies that are material to the consolidated entity are set out below. The accounting policies adopted are consistent with those of the previous financial year, 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

During the year the Group incurred a loss after tax of \$9,090,241 (30 June 2024: \$6,883,479), net operating cash outflows of \$5,938,904 (30 June 2024: \$1,514,671), net investing cash inflows of \$6,072,777 (30 June 2024: cash outflows of \$204,612), and net financing cash outflows of \$476,940 (30 June 2024: inflow of \$468,168).

As at 30 June 2025 the Group has cash and cash equivalents, of \$12,615,332 (30 June 2024: \$12,958,399) and term deposits of \$260,566 (30 June 2024: \$7,329,901).

The Group has made substantial progress towards commercialisation through the signing of customer agreements with two significant feedlot operators in Australia, as well as the extension of its wool trial with a large global fashion retailer. Customer 'scale-up' activities are expected to extend across most of the 2026 financial year and, the Group anticipates that revenue contributions will continue to build into the following financial year.

The Group has significantly reduced its workforce and operating costs at Triabunna, with the marine farm and land based production now repositioned to focus solely on research activities.

While the Board and management are confident that the Group has sufficient cash to remain operational through 2026 financial year, its ongoing ability to continue as a going concern, recover the carrying value of its assets and meet its commitments as and when they fall due is dependent upon securing additional funding. At this time, the Board and management believe that the Group's assets are realisable for an amount not less than their recorded value as at 30 June 2025. Accordingly, no adjustments, other than those recorded within the financial statements, have been made relating to the recoverability and classification of the asset carrying amounts or the amounts and classification of liabilities.

The Board and management are actively exploring funding options and accordingly, have prepared the 30 June 2025 financial statements on a going concern basis.

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 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.

Critical accounting estimates

The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the consolidated entity's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in note 2.

Parent entity information

In accordance with the Corporations Act 2001, these financial statements present the results of the consolidated entity only. Supplementary information about the parent entity is disclosed in note 30.

Sea Forest Limited and its Controlled Entities
Notes to the financial statements
30 June 2025

Note 1. Material accounting policy information (continued)

Principles of consolidation

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Sea Forest Limited and its Controlled Entities ('company' or 'parent entity') as at 30 June 2025 and the results of all subsidiaries for the year then ended. Sea Forest Limited and its Controlled Entities 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.

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.

In prior periods, the Group had subsidiaries; however, consolidated financial statements were not presented as these entities are dormant and have no operations or material balances. Accordingly, the financial statements of the parent entity were presented as the standalone financial statements of the Group.

Effective from the financial year ended 30 June 2025, the Group has prepared consolidated financial statements in accordance with the applicable financial reporting framework. The consolidation includes all subsidiaries, irrespective of their operational status, in compliance with the relevant accounting standards.

As the subsidiaries were dormant in prior periods, their inclusion in the current year's consolidated financial statements has no impact on the comparative figures. Therefore, the comparative information presented in these consolidated financial statements is identical to the previously issued standalone financial statements of the parent entity.

Revenue recognition

The consolidated entity recognises revenue as follows:

Revenue from contracts with customers

Revenue is recognised at an amount that reflects the consideration to which the consolidated entity is expected to be entitled in exchange for transferring goods or services to a customer. For each contract with a customer, the consolidated entity: identifies the contract with a customer; identifies the performance obligations in the contract; determines the transaction price which takes into account estimates of variable consideration and the time value of money; allocates the transaction price to the separate performance obligations on the basis of the relative stand-alone selling price of each distinct good or service to be delivered; and recognises revenue when or as each performance obligation is satisfied in a manner that depicts the transfer to the customer of the goods or services promised.

Variable consideration within the transaction price, if any, reflects concessions provided to the customer such as discounts, rebates and refunds, any potential bonuses receivable from the customer and any other contingent events. Such estimates are determined using either the 'expected value' or 'most likely amount' method. The measurement of variable consideration is subject to a constraining principle whereby revenue will only be recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur. The measurement constraint continues until the uncertainty associated with the variable consideration is subsequently resolved. Amounts received that are subject to the constraining principle are recognised as a refund liability.

Note 1. Material accounting policy information (continued)

Sale of goods

Revenue from the sale of goods is recognised at the point in time when the customer obtains control of the goods, which is generally at the time of delivery.

Rendering of services

Revenue from a contract to provide services is recognised over time as the services are rendered based on either a fixed price or an hourly rate.

Government grants

Grants from the government are recognised at their fair value where there is a reasonable likelihood that the grant will be received and the Group will comply with all attached conditions.

Government grants relating to costs are deferred and recognised in profit or loss over the period necessary to match them with the costs that they are intended to compensate.

Research and Development incentive income relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to profit or loss on a straight-line basis over the expected lives of the related assets

Deferral and presentation of government grants

Grants related to the Research and Development incentives are deducted in calculating the carrying amount of the related grant asset. The grant is recognised in profit or loss over the life of a depreciable asset by way of a reduced depreciation expense.

Interest

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

Other revenue

Other revenue is recognised when it is received or when the right to receive payment is established.

Income tax

The income tax expense or benefit for the period is the tax payable on that period's taxable income based on the applicable income tax rate for each jurisdiction, adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences, unused tax losses and the adjustment recognised for prior periods, where applicable.

Current and non-current classification

Assets and liabilities are presented in the 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 right at the end of the reporting period to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities are classified as non-current.

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 1. Material accounting policy information (continued)

Trade and other receivables

Trade receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any allowance for expected credit losses. Trade receivables are generally due for settlement within 30 days. However, for receivables related to research trials, the consolidated entity may offer extended payment terms of up to 90 days on a case-by-case basis.

The consolidated entity has applied the simplified approach to measuring expected credit losses, which uses a lifetime expected loss allowance. To measure the expected credit losses, trade receivables have been grouped based on days overdue.

Other receivables are recognised at amortised cost, less any allowance for expected credit losses.

Inventories

Raw materials and finished goods are stated at the lower of cost and net realisable value. Cost comprises of direct materials and delivery costs, direct labour, import duties and other taxes, an appropriate proportion of variable and fixed overhead expenditure based on normal operating capacity. Costs of purchased inventory are determined after deducting rebates and discounts received or receivable.

It is Management's view that a number of factors surrounding the measurement of its biological assets on its marine farm are not able to be accurately measured and hence the value of this asset has not included in the value of inventory at year end.

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.

Investments and other financial assets

Investments and other financial assets are initially measured at fair value. Transaction costs are included as part of the initial measurement, except for financial assets at fair value through profit or loss. Such assets are subsequently measured at either amortised cost or fair value depending on their classification. Classification is determined based on both the business model within which such assets are held and the contractual cash flow characteristics of the financial asset unless an accounting mismatch is being avoided.

Financial assets are derecognised when the rights to receive cash flows have expired or have been transferred and the consolidated entity has transferred substantially all the risks and rewards of ownership. When there is no reasonable expectation of recovering part or all of a financial asset, its carrying value is written off.

Financial assets at amortised cost

A financial asset is measured at amortised cost only if both of the following conditions are met: (i) it is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and (ii) the contractual terms of the financial asset represent contractual cash flows that are solely payments of principal and interest.

Impairment of financial assets

The consolidated entity recognises a loss allowance for expected credit losses on financial assets which are either measured at amortised cost or fair value through other comprehensive income. The measurement of the loss allowance depends upon the consolidated entity's assessment at the end of each reporting period as to whether the financial instrument's credit risk has increased significantly since initial recognition, based on reasonable and supportable information that is available, without undue cost or effort to obtain.

Where there has not been a significant increase in exposure to credit risk since initial recognition, a 12-month expected credit loss allowance is estimated. This represents a portion of the asset's lifetime expected credit losses that is attributable to a default event that is possible within the next 12 months. Where a financial asset has become credit impaired or where it is determined that credit risk has increased significantly, the loss allowance is based on the asset's lifetime expected credit losses. The amount of expected credit loss recognised is measured on the basis of the probability weighted present value of anticipated cash shortfalls over the life of the instrument discounted at the original effective interest rate.

For financial assets mandatorily measured at fair value through other comprehensive income, the loss allowance is recognised in other comprehensive income with a corresponding expense through profit or loss. In all other cases, the loss allowance reduces the asset's carrying value with a corresponding expense through profit or loss.

Note 1. Material accounting policy information (continued)

Property, plant and equipment

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 is calculated on a straight-line basis to write off the net cost of each item of property, plant and equipment (excluding land) over their expected useful lives as follows:

Plant and equipment	2 - 15 years
Marine infrastructure	10 years
Tanks & raceways	10 - 12 years
Leasehold improvements	Length of lease
Vehicles	3 - 5 years

The residual values, useful lives and depreciation methods are reviewed, and adjusted if appropriate, at each reporting date.

Leasehold improvements are depreciated over the unexpired period of the lease or the estimated useful life of the assets, whichever is shorter.

An item of property, plant and equipment is derecognised upon disposal or when there is no future economic benefit to the consolidated entity. Gains and losses between the carrying amount and the disposal proceeds are taken to profit or loss.

Research and development

Research costs are expensed in the period in which they are incurred. Development costs are capitalised when it is probable that the project will be a success considering its commercial and technical feasibility; the company is able to use or sell the asset; the company has sufficient resources and intent to complete the development; and its costs can be measured reliably.

Right-of-use assets

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

Right-of-use assets are depreciated on a straight-line basis over the unexpired period of the lease or the estimated useful life of the asset, whichever is the shorter. Where the consolidated entity expects to obtain ownership of the leased asset at the end of the lease term, the depreciation is over its estimated useful life. Right-of use assets are subject to impairment or adjusted for any remeasurement of lease liabilities.

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

Impairment of non-financial assets

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.

Trade and other payables

These amounts represent liabilities for goods and services provided to the consolidated entity prior to the end of the financial year and which are unpaid. Due to their short-term nature they are measured at amortised cost and are not discounted. The amounts are unsecured and are usually paid within 30 days of recognition.

Note 1. Material accounting policy information (continued)

Lease liabilities

A lease liability is recognised at the commencement date of a lease. The lease liability is initially recognised at the present value of the lease payments to be made over the term of the lease, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the consolidated entity's incremental borrowing rate. Lease payments comprise of fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, amounts expected to be paid under residual value guarantees, exercise price of a purchase option when the exercise of the option is reasonably certain to occur, and any anticipated termination penalties. The variable lease payments that do not depend on an index or a rate are expensed in the period in which they are incurred.

Lease liabilities are measured at amortised cost using the effective interest method. The carrying amounts are remeasured if there is a change in the following: future lease payments arising from a change in an index or a rate used; residual guarantee; lease term; certainty of a purchase option and termination penalties. When a lease liability is remeasured, an adjustment is made to the corresponding right-of-use asset, or to profit or loss if the carrying amount of the right-of-use asset is fully written down.

Employee benefits

Short-term employee benefits

Liabilities for wages and salaries, including non-monetary benefits, annual leave and long service leave expected to be settled wholly within 12 months of the reporting date are measured at the amounts expected to be paid when the liabilities are settled.

Other long-term employee benefits

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

Share-based payments

Equity-settled and cash-settled share-based compensation benefits are provided to employees.

Equity-settled transactions are awards of shares, or options over shares, that are provided to employees in exchange for the rendering of services. Cash-settled transactions are awards of cash for the exchange of services, where the amount of cash is determined by reference to the share price.

The cost of equity-settled transactions are measured at fair value on grant date. Fair value is independently determined using either the Binomial or Black-Scholes option pricing model that takes into account the exercise price, the term of the option, the impact of dilution, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option, together with non-vesting conditions that do not determine whether the consolidated entity receives the services that entitle the employees to receive payment. No account is taken of any other vesting conditions.

The cost of equity-settled transactions are recognised as an expense with a corresponding increase in equity over the vesting period. The cumulative charge to profit or loss is calculated based on the grant date fair value of the award, the best estimate of the number of awards that are likely to vest and the expired portion of the vesting period. The amount recognised in profit or loss for the period is the cumulative amount calculated at each reporting date less amounts already recognised in previous periods.

The cost of cash-settled transactions is initially, and at each reporting date until vested, determined by applying either the Binomial or Black-Scholes option pricing model, taking into consideration the terms and conditions on which the award was granted. The cumulative charge to profit or loss until settlement of the liability is calculated as follows:

- during the vesting period, the liability at each reporting date is the fair value of the award at that date multiplied by the expired portion of the vesting period.
- from the end of the vesting period until settlement of the award, the liability is the full fair value of the liability at the reporting date.

Sea Forest Limited and its Controlled Entities
Notes to the financial statements
30 June 2025

Note 1. Material accounting policy information (continued)

All changes in the liability are recognised in profit or loss. The ultimate cost of cash-settled transactions is the cash paid to settle the liability.

Market conditions are taken into consideration in determining fair value. Therefore any awards subject to market conditions are considered to vest irrespective of whether or not that market condition has been met, provided all other conditions are satisfied.

If equity-settled awards are modified, as a minimum an expense is recognised as if the modification has not been made. An additional expense is recognised, over the remaining vesting period, for any modification that increases the total fair value of the share-based compensation benefit as at the date of modification.

If the non-vesting condition is within the control of the consolidated entity or employee, the failure to satisfy the condition is treated as a cancellation. If the condition is not within the control of the consolidated entity or employee and is not satisfied during the vesting period, any remaining expense for the award is recognised over the remaining vesting period, unless the award is forfeited.

If equity-settled awards are cancelled, it is treated as if it has vested on the date of cancellation, and any remaining expense is recognised immediately. If a new replacement award is substituted for the cancelled award, the cancelled and new award is treated as if they were a modification.

Fair value measurement

When an asset or liability, financial or non-financial, is measured at fair value for recognition or disclosure purposes, the fair value is based on the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date; and assumes that the transaction will take place either: in the principal market; or in the absence of a principal market, in the most advantageous market.

Fair value is measured using the assumptions that market participants would use when pricing the asset or liability, assuming they act in their economic best interests. For non-financial assets, the fair value measurement is based on its highest and best use. Valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, are used, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Issued capital

Ordinary shares are classified as equity.

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

Earnings per share

Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to the owners of Sea Forest Limited and its Controlled Entities, 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.

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.

Goods and Services Tax ('GST') and other similar taxes

Revenues, expenses and assets are recognised net of the amount of associated GST, unless the GST incurred is not recoverable from the tax authority. In this case it is recognised as part of the cost of the acquisition of the asset or as part of the expense.

Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, the tax authority is included in other receivables or other payables in the statement of financial position.

Note 1. Material accounting policy information (continued)

Cash flows are presented on a gross basis. The GST components of cash flows arising from investing or financing activities which are recoverable from, or payable to the tax authority, are presented as operating cash flows.

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

New Accounting Standards and Interpretations not yet mandatory or early adopted

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the consolidated entity for the annual reporting period ended 30 June 2025. The consolidated entity has not yet assessed the impact of these new or amended Accounting Standards and Interpretations.

Note 2. Critical accounting judgements, estimates and assumptions

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

Share-based payment transactions

The consolidated entity measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by using either the Binomial or Black-Scholes model taking into account the terms and conditions upon which the instruments were granted. The accounting estimates and assumptions relating to equity-settled share-based payments would have no impact on the carrying amounts of assets and liabilities within the next annual reporting period but may impact profit or loss and equity.

Allowance for expected credit losses

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

Estimation of useful lives of assets

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

Impairment of non-financial assets other than goodwill and other indefinite life intangible assets

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

Income tax

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

Note 2. Critical accounting judgements, estimates and assumptions (continued)

Lease term

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

Incremental borrowing rate

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

Employee benefits provision

As discussed in note 1, the liability for employee benefits expected to be settled more than 12 months from the reporting date are recognised and measured at the present value of the estimated future cash flows to be made in respect of all employees at the reporting date. In determining the present value of the liability, estimates of attrition rates and pay increases through promotion and inflation have been taken into account.

Note 3. Revenue

	Consolidated	
	2025	2024
	\$	\$
<i>Revenue from contracts with customers</i>		
Sales	851,159	713,613
<i>Other revenue</i>		
Government Grants	1,915,246	890,816
Research and development incentive	3,151,193	2,896,730
Interest Income	627,241	879,185
Other Income	61,170	151,784
	<u>5,754,850</u>	<u>4,818,515</u>
Total revenue	<u><u>6,606,009</u></u>	<u><u>5,532,128</u></u>

Other income refers primarily to sales of scrap metal and second-hand marine equipment.

Sea Forest Limited and its Controlled Entities
Notes to the financial statements
30 June 2025

Note 3. Revenue (continued)

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

	Consolidated	
	2025	2024
	\$	\$
<i>Major product lines</i>		
Sale of SeaFeed™	488,802	344,443
Sale of Oyster Spat	362,357	369,170
	<u>851,159</u>	<u>713,613</u>
<i>Geographical regions</i>		
Australia	<u>851,159</u>	<u>713,613</u>
<i>Timing of revenue recognition</i>		
Goods transferred at a point in time	<u>851,159</u>	<u>713,613</u>

Sea Forest Limited and its Controlled Entities
Notes to the financial statements
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Note 4. Expenses

	Consolidated	
	2025	2024
	\$	\$
Loss before income tax includes the following specific expenses:		
Cost of sales	511,197	238,923
<i>Depreciation</i>		
Property, plant and equipment	1,351,105	1,465,412
Right-of-use assets	254,945	230,725
Total depreciation	1,606,050	1,696,137
<i>Impairment</i>		
Plant and equipment	1,527,845	273,953
Inventories	3,913,006	170,751
Total impairment	5,440,851	444,704
<i>Finance costs</i>		
Interest and finance charges paid/payable - other	1,641	297
Interest and finance charges paid/payable on lease liabilities	163,484	445,981
Finance costs expensed	165,125	446,278
<i>Net loss on disposal</i>		
Net loss on disposal of property, plant and equipment	82,629	103,020
<i>Leases</i>		
Short-term lease payments	82,544	78,860
<i>Employee benefits expense</i>		
Salaries and wages	4,758,954	5,582,758
Defined benefit superannuation expense	480,529	455,083
Share-based payments expense	797,995	574,097
	6,037,478	6,611,938

Sea Forest Limited and its Controlled Entities
Notes to the financial statements
30 June 2025

Note 5. Income tax expense

	Consolidated	
	2025	2024
	\$	\$
<i>Numerical reconciliation of income tax expense and tax at the statutory rate</i>		
Loss before income tax expense	(9,090,241)	(6,883,479)
Tax at the statutory tax rate of 25%	(2,272,560)	(1,720,870)
Tax effect amounts which are not deductible/(taxable) in calculating taxable income:		
Amortisation of share options	199,499	146,884
Depreciation of property, plant and equipment	377,712	400,325
Entertainment expenses	3,526	5,032
Legal expenses	11,261	-
Impairment of assets	326,524	98,434
Accruals	132,009	54,865
R&D expenditure claim	282,489	593,267
Asset write off	21,907	223,411
Prepayments	(1,739)	(19,469)
Production costs capitalised and claimed in R&D	(444,358)	(567,598)
Other items	(138,421)	(120,019)
	(1,502,151)	(905,738)
Current year tax losses not recognised	1,502,151	905,738
Income tax expense	-	-

	Consolidated	
	2025	2024
	\$	\$
<i>Tax losses not recognised</i>		
Unused tax losses for which no deferred tax asset has been recognised	1,502,151	905,738
Potential tax benefit @ 25%	375,538	226,435

The above potential tax benefit for tax losses has not been recognised in the statement of financial position. These tax losses can only be utilised in the future if the continuity of ownership test is passed, or failing that, the same business test is passed.

Note 6. Current assets - cash and cash equivalents

	Consolidated	
	2025	2024
	\$	\$
Cash at bank	1,633,114	2,978,254
Cash on deposit	10,982,218	9,980,145
	12,615,332	12,958,399

Cash on deposit are short-term deposits with maturity dates of three months or less.

Sea Forest Limited and its Controlled Entities
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Note 7. Current assets - trade and other receivables

	Consolidated	
	2025	2024
	\$	\$
Trade receivables	195,406	67,334
Loan - Forever Foundation Limited (refer note 27)	98,686	161,543
Other receivables	68,856	490,307
Research and development rebate	1,862,300	1,969,414
	<u>2,225,248</u>	<u>2,688,598</u>

Allowance for expected credit losses

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

	Expected credit loss rate		Carrying amount		Allowance for expected credit losses	
	2025	2024	2025	2024	2025	2024
Consolidated	%	%	\$	\$	\$	\$
Not overdue	-	-	235,075	187,020	-	-
0 to 3 months overdue	-	-	59,515	37,911	-	-
3 to 6 months overdue	-	-	-	3,946	-	-
			<u>294,590</u>	<u>228,877</u>	<u>-</u>	<u>-</u>

The Research and Development rebate is in respect of a tax incentive for research and development expenditure incurred during the year. Total qualifying expenditure was \$4,281,149 (2024: \$4,527,388) which includes \$Nil (2024: \$Nil) of capital expenditure.

Note 8. Current assets - Prepayments

	Consolidated	
	2025	2024
	\$	\$
Prepayments	<u>1,011,762</u>	<u>979,306</u>

Sea Forest Limited and its Controlled Entities
Notes to the financial statements
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Note 9. Current assets - inventories

	Consolidated	
	2025	2024
	\$	\$
Raw materials - at cost	385,916	380,405
Less: Stock losses	(37,801)	-
	<u>348,115</u>	<u>380,405</u>
Work in progress - at cost	4,121,486	2,406,476
Less: Stock losses	(138,312)	(1,901)
Less: Write down to net realisable value	(3,649,323)	-
	<u>333,851</u>	<u>2,404,575</u>
Finished goods - at cost	163,744	576,816
Less: Stock losses	(25,827)	(53,058)
Less: Write down to net realisable value	(61,743)	-
	<u>76,174</u>	<u>523,758</u>
Merchandise - at cost	<u>12,227</u>	<u>13,035</u>
	<u><u>770,367</u></u>	<u><u>3,321,773</u></u>

As at the date of this report, Sea Forest is transitioning to the manufacture of nature-identical bioactives through a synthetic process. This strategic shift has enabled a substantial reduction in operating costs and created the opportunity to attract larger customers through a more competitive selling price and allowing customers to directly share in the productivity benefits of the product.

In line with this strategy, the consolidated entity has resolved to sell its current blended inventory at the new selling price. As a result, inventory has been assessed at the lower of cost or net realisable value, leading to a write down to reflect its net realisable value for finished goods totalling \$61,743 (FY24: nil) and work-in-progress (WIP) inventory totalling \$3,649,323 (FY24: nil). In addition, stock losses were recorded as follows: \$37,801 (FY24: nil) for raw materials, \$138,312 (FY24: \$1,901) for work-in-progress and \$25,827 (FY24: 53,058) for finished goods.

Note 10. Current assets - cash on deposits

	Consolidated	
	2025	2024
	\$	\$
Cash on term deposit held	<u>-</u>	<u>7,329,901</u>

The effective interest rate on cash on term bank deposits for FY24 was 4.20%; these deposits have an average maturity of 247 days.

Note 11. Current assets - Restricted cash

	Consolidated	
	2025	2024
	\$	\$
Restricted cash	<u>260,566</u>	<u>-</u>

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Note 11. Current assets - Restricted cash (continued)

A Bank Guarantee was issued on 3 June 2025, with an expiry date of 30 June 2026 in respect of research guarantees supporting product trials. The bank guarantee has been assigned to the trial partner in support of trial outcomes.

In the event that a right is exercised under this guarantee, the company is obligated to reimburse an amount equal to the invoiced value of the SeaFeed™ product used in the trials. Any surplus funds will be refunded to the company. Conversely, if the guaranteed amount is insufficient to cover the reimbursement, the company will pay the shortfall to the trial partner. Any potential liability is not expected to exceed the total value of the Bank Guarantee of \$260,566.

Note 12. Non-current assets - property, plant and equipment

	Consolidated	
	2025	2024
	\$	\$
Land and buildings - at cost	3,576,690	3,402,117
Less: Accumulated depreciation	(216,310)	(153,845)
	<u>3,360,380</u>	<u>3,248,272</u>
Work in progress - at cost	<u>705,093</u>	<u>405,678</u>
Leasehold improvements - at cost	326,653	317,585
Less: Accumulated depreciation	(105,741)	(73,260)
	<u>220,912</u>	<u>244,325</u>
Plant and equipment - at cost	6,512,352	5,773,001
Less: Accumulated depreciation	(2,247,955)	(1,421,406)
	<u>4,264,397</u>	<u>4,351,595</u>
Marine infrastructure and equipment - at cost	4,984,478	6,159,181
Less: Accumulated depreciation	(2,175,348)	(768,329)
	<u>2,809,130</u>	<u>5,390,852</u>
Tanks and raceways - at cost	4,221,186	3,593,913
Less: Accumulated depreciation	(868,284)	(619,658)
	<u>3,352,902</u>	<u>2,974,255</u>
	<u><u>14,712,814</u></u>	<u><u>16,614,977</u></u>

Sea Forest Limited and its Controlled Entities
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Note 12. Non-current assets - property, plant and equipment (continued)

Reconciliations

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

Consolidated	Land and buildings \$	Work in progress \$	Leasehold improvements \$	Plant and equipment \$	Marine infrastructure and equipment \$	Tanks & raceways \$	Total \$
Balance at 1 July 2023	3,430,502	14,151	265,862	4,855,599	6,969,408	3,166,913	18,702,435
Additions	16,200	405,678	10,149	195,096	16,891	100,609	744,623
Disposals	(135,278)	-	-	(23,559)	(885,238)	(48,641)	(1,092,716)
Impairment of assets	-	-	-	-	(273,953)	-	(273,953)
Transfers in/(out)	-	(14,151)	-	14,151	-	-	-
Depreciation expense	(63,152)	-	(31,686)	(689,692)	(436,256)	(244,626)	(1,465,412)
Balance at 30 June 2024	3,248,272	405,678	244,325	4,351,595	5,390,852	2,974,255	16,614,977
Additions	174,573	294,886	9,068	781,849	-	627,273	1,887,649
Disposals	-	-	-	(927)	(909,935)	-	(910,862)
Impairment of assets	-	-	-	(153,878)	(1,373,967)	-	(1,527,845)
Transfers in/(out)	-	4,529	-	(4,529)	-	-	-
Depreciation expense	(62,465)	-	(32,481)	(709,713)	(297,820)	(248,626)	(1,351,105)
Balance at 30 June 2025	<u>3,360,380</u>	<u>705,093</u>	<u>220,912</u>	<u>4,264,397</u>	<u>2,809,130</u>	<u>3,352,902</u>	<u>14,712,814</u>

With the marine farm now repositioned to focus exclusively on research activities, the consolidated entity has undertaken a program to streamline its operations and reduce excess marine infrastructure. As part of this optimisation, marine infrastructure assets have been valued at the residual value in accordance with accounting standards.

Note 13. Non-current assets - right-of-use assets

	Consolidated 2025 \$	Consolidated 2024 \$
Land and buildings - right-of-use	2,319,713	6,391,688
Less: Accumulated depreciation	(1,044,991)	(790,046)
	<u>1,274,722</u>	<u>5,601,642</u>

Sea Forest Limited and its Controlled Entities
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Note 13. Non-current assets - right-of-use assets (continued)

The consolidated entity leases land and buildings, for its offices and marine farm areas, for its operations, under agreements of 10 years with options to further extend between 5 to 20 years which remained unexercised.

On 26 March 2025, the Board of Directors approved a strategic restructuring plan, transitioning the marine operations at Triabunna and the land-based operations at Swansea to focus exclusively on research and development (R&D) activities. As a result of the cessation of marine operations, the Board resolved not to exercise the option to extend the lease for the Triabunna site beyond its current expiry date of 30 June 2030.

The Group's primary operation at Triabunna is secured under a 10-year lease, with five years remaining as at the reporting date. Two years' rent has been paid in advance. In line with the restructuring, the two available 10-year lease extension options have been removed.

In accordance with *AASB 16 Leases*, the removal of the extension options has resulted in a reassessment of the lease term and a corresponding reduction in the recognised lease liability and right-of-use asset. The updated lease term reflects only the remaining non-cancellable period of the lease, and the financial impact of this reassessment has been reflected in the current reporting period.

Reconciliations

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

Consolidated	Land and building \$	Total \$
Balance at 1 July 2023	4,648,971	4,648,971
Lease modification	1,183,396	1,183,396
Depreciation expense	(230,725)	(230,725)
Balance at 30 June 2024	5,601,642	5,601,642
Lease modification	(4,071,975)	(4,071,975)
Depreciation expense	(254,945)	(254,945)
Balance at 30 June 2025	<u>1,274,722</u>	<u>1,274,722</u>

Note 14. Current liabilities - trade and other payables

	Consolidated	
	2025	2024
	\$	\$
Trade payables	305,533	535,152
Other payables	518,923	733,072
	<u>824,456</u>	<u>1,268,224</u>

Refer to note 25 for further information on financial instruments.

Note 15. Current liabilities - lease liabilities

	Consolidated	
	2025	2024
	\$	\$
Lease liability	<u>342,947</u>	<u>89,137</u>

Refer to note 25 for further information on financial instruments.

Sea Forest Limited and its Controlled Entities
Notes to the financial statements
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Note 16. Current liabilities - employee benefits

	Consolidated	
	2025	2024
	\$	\$
Annual leave	632,123	602,909

Note 17. Current liabilities - other

	Consolidated	
	2025	2024
	\$	\$
Accrued bonuses	-	690,869
Research and development incentive - deferred income	376,252	482,914
Grants received in advance	449,354	2,042,389
	825,606	3,216,172

Note 18. Non-current liabilities - lease liabilities

	Consolidated	
	2025	2024
	\$	\$
Lease liability	1,712,925	6,352,166

On 26 March 2025, the Board of Directors approved a strategic restructuring plan, transitioning the marine operations at Triabunna and the land-based operations at Swansea to focus exclusively on research and development (R&D) activities. As a result of the cessation of marine operations, the Board resolved not to exercise the option to extend the lease for the Triabunna site beyond its current expiry date of 30 June 2030.

The Group's primary operation at Triabunna is secured under a 10-year lease, with five years remaining as at the reporting date. Two years' rent has been paid in advance. In line with the restructuring, the two available 10-year lease extension options have been removed.

In accordance with *AASB 16 Leases*, the removal of the extension options has resulted in a reassessment of the lease term and a corresponding reduction in the recognised lease liability and right-of-use asset. The updated lease term reflects only the remaining non-cancellable period of the lease, and the financial impact of this reassessment has been reflected in the current reporting period.

Refer to note 25 for further information on financial instruments.

Note 19. Non-current liabilities - employee benefits

	Consolidated	
	2025	2024
	\$	\$
Long service leave	139,559	105,598

Note 20. Non-current liabilities - Deferred Income

	Consolidated	
	2025	2024
	\$	\$
Research and development incentive - deferred income	2,948,449	4,123,398

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Note 21. Equity - issued capital

	2025	Consolidated		
	Shares	2024	2025	2024
		Shares	\$	\$
Ordinary shares - fully paid - net of share issue costs	<u>45,809,770</u>	<u>45,809,770</u>	<u>55,853,528</u>	<u>55,853,528</u>

Ordinary shares

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

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

Capital risk management

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

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

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

The consolidated entity does not have any borrowings at year end.

Note 22. Equity - reserves

	Consolidated	
	2025	2024
	\$	\$
Share-based payments reserve	<u>2,071,191</u>	<u>1,273,196</u>

Note 23. Equity - accumulated losses

	Consolidated	
	2025	2024
	\$	\$
Accumulated losses at the beginning of the financial year	(23,389,732)	(16,506,253)
Loss after income tax expense for the year	<u>(9,090,241)</u>	<u>(6,883,479)</u>
Accumulated losses at the end of the financial year	<u><u>(32,479,973)</u></u>	<u><u>(23,389,732)</u></u>

Note 24. Equity - dividends

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

Note 25. Financial instruments

Financial risk management objectives

The consolidated entity'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 consolidated entity's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the consolidated entity.

Sea Forest Limited and its Controlled Entities
Notes to the financial statements
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Note 25. Financial instruments (continued)

Risk management is carried out by senior finance executives ('finance') under policies approved by the Board of Directors ('the Board'). These policies include identification and analysis of the risk exposure of the consolidated entity and appropriate procedures, controls and risk limits. Finance identifies, evaluates and hedges financial risks within the consolidated entity's operating units. Finance reports to the Board on a monthly basis.

Market risk

Foreign currency risk

The consolidated entity has minimal exposure to foreign currency risk.

Price risk

The consolidated entity is not exposed to any significant price risk.

Interest rate risk

At the reporting date, the consolidated entity had no borrowings. Cash at bank and deposits earn interest at floating rates based on daily bank deposit rates. Term deposits earn interest at fixed rates over the term of the deposits. The fixed rates are determined at the beginning of the term.

Credit risk

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

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

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

Liquidity risk

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

The consolidated entity manages liquidity risk by maintaining adequate cash reserves by continuously monitoring actual and forecast cash flows and matching the maturity profiles of financial assets and liabilities. This is reported to the board on a regular basis.

Sea Forest Limited and its Controlled Entities
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Note 25. Financial instruments (continued)

Remaining contractual maturities

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

Consolidated - 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						
<i>Non-interest bearing</i>						
Trade payables	-	305,533	-	-	-	305,533
Other payables	-	518,923	-	-	-	518,923
Other liabilities	-	825,606	-	-	-	825,606
<i>Interest-bearing - variable</i>						
Lease liability	6.90%	484,802	492,823	1,528,210	-	2,505,835
Total non-derivatives		<u>2,134,864</u>	<u>492,823</u>	<u>1,528,210</u>	<u>-</u>	<u>4,155,897</u>
Consolidated - 2024						
Non-derivatives						
<i>Non-interest bearing</i>						
Trade payables	-	535,152	-	-	-	535,152
Other payables	-	733,072	-	-	-	733,072
Other liabilities	-	3,216,172	-	-	-	3,216,172
<i>Interest-bearing - variable</i>						
Lease liability	6.90%	475,878	483,741	1,499,990	12,101,850	14,561,459
Total non-derivatives		<u>4,960,274</u>	<u>483,741</u>	<u>1,499,990</u>	<u>12,101,850</u>	<u>19,045,855</u>

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

Fair value of financial instruments

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

Note 26. Key management personnel disclosures

Compensation

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

	Consolidated	
	2025	2024
	\$	\$
Aggregate compensation	<u>1,559,438</u>	<u>2,231,357</u>

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Note 27. Remuneration of auditors

During the financial year the following fees were paid or payable for services provided by Logicca Assurance Pty Limited, the auditor of the company:

	Consolidated	
	2025	2024
	\$	\$
<i>Audit services - Logicca Assurance Pty Limited</i>		
Audit of the financial statements	32,000	24,000
<i>Other services - Logicca Assurance Pty Limited</i>		
Preparation of the tax return	12,500	12,500
	<u>44,500</u>	<u>36,500</u>
<i>Other services - unrelated firms</i>		
Preparation of the R&D return	<u>27,500</u>	<u>27,500</u>

Note 28. Commitments

	Consolidated	
	2025	2024
	\$	\$
<i>Capital commitments</i>		
Committed at the reporting date but not recognised as liabilities, payable:		
Property, plant and equipment	-	215,790
<i>Other financial commitments</i>		
Committed at the reporting date but not recognised as liabilities, payable:		
University Research Commitments	<u>135,774</u>	<u>250,000</u>
<i>In-kind Commitments</i>		
Committed at the reporting date but not recognised as liabilities, payable:		
University Research Commitments	-	250,000
Staff Commitments	-	500,000
	<u>-</u>	<u>750,000</u>

The other financial commitments and in-kind commitments in FY2024 relate to a research agreement with the Australian Research Council ("ARC"), under which the Company participated as a Partner Organisation Contributor for the project titled "Supercharging Tropical Aquaculture through Genetic Solutions". This research established the genetic base for the cultivation of *Asparagopsis taxiformis* in land-based ponds or marine farms.

The company committed to contributing \$500,000 in cash over a five-year period along with \$1,000,000 in in-kind support and \$500,000 in staff contributions. The agreement became operative on 8 April 2022, coinciding with the date of the first cash contribution.

On 1 July 2025, the company formally requested to withdraw from further financial commitments under the program, effective 30 June 2025. This request was acknowledged, releasing the Company from any additional contributions.

On 1 January 2024, the company entered into a twelve-month research agreement with the University of Waikato for the design, lead and reporting on experiments pertaining to feed formulations and bromoform research and to support the regulatory team in the preparation and management of product registration submissions for target markets and to drive the development of scientific and technical expert opinions as they relate to product efficacy, toxicology and safety. Under this agreement, the company committed to a cash payment of \$212,562. Upon expiry on 31 December 2024, the contract was renewed for an additional twelve months, extending through to 31 December 2025, with a further commitment of \$271,549.

Sea Forest Limited and its Controlled Entities
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Note 29. Related party transactions

Parent entity

Sea Forest Limited is the parent entity.

Subsidiaries

Interests in subsidiaries are set out in note 31.

Key management personnel

Disclosures relating to key management personnel are set out in note 26.

Transactions with related parties

The following transactions occurred with related parties:

	Consolidated	
	2025	2024
	\$	\$

Payment for goods and services:

Payment for services from HEPIUS Pty Ltd	-	7,500
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During FY2024, HEPIUS Pty Ltd, a company controlled by Mr Roger Millichamp provided IP consulting services to Sea Forest Limited.

All related party transactions are reviewed by the Audit & Risk committee and approved by the Board, prior to engagement.

Receivable from and payable to related parties

There were no trade receivables from or trade payables to related parties at the current and previous reporting date.

Loans to/from related parties

The following balances are outstanding at the reporting date in relation to loans with related parties:

	Consolidated	
	2025	2024
	\$	\$

Current receivables:

Loan to Forever Foundation Limited (refer note 7)	98,686	161,543
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Forever Foundation Limited is a registered and regulated charity with the Australian Charities and Not-for-Profits Commission (ACNC). The Foundation received its charitable tax concession in December 2022. The loan is unsecured and interest free and repayable at call.

The Foundation is focused on environmental sustainability and reducing greenhouse gas emissions (GHGs).

The Foundation operates independently of Sea Forest Ltd and its directors are actively seeking to raise funds in FY2026 to achieve financial self-sufficiency and facilitate the repayment of the related party loan.

Terms and conditions

All transactions were made on normal commercial terms and conditions and at market rates.

Sea Forest Limited and its Controlled Entities
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Note 30. 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	(9,086,683)	(6,883,479)
Other comprehensive loss for the year, net of tax	-	-
Total comprehensive loss	(9,086,683)	(6,883,479)

Statement of financial position

	Parent	
	2025	2024
	\$	\$
Total current assets	16,886,833	27,277,977
Total non-current assets	15,989,467	22,216,619
Total assets	32,876,300	49,494,596
Total current liabilities	2,627,063	5,176,442
Total non-current liabilities	4,800,933	10,581,162
Total liabilities	7,427,996	15,757,604
Net assets	<u>25,448,304</u>	<u>33,736,992</u>
Equity		
Issued capital	55,853,528	55,853,528
Share-based payments reserve	2,071,191	1,273,196
Accumulated losses	(32,476,415)	(23,389,732)
Total equity	<u>25,448,304</u>	<u>33,736,992</u>

Guarantees entered into by the parent entity in relation to the debts of its subsidiaries

The parent entity had no guarantees in relation to the debts of its subsidiaries as at 30 June 2025 and 30 June 2024.

Contingent liabilities

The parent entity has contingent liabilities as at 30 June 2025 of \$260,566 (2024: Nil). Refer to note 37 for further details.

Capital commitments - Property, plant and equipment

The parent entity had no capital commitments for property, plant and equipment as at 30 June 2025 (2024: \$215,790).

Other financial commitments

The parent entity has financial commitments at 30 June 2025 of \$135,774 (2024: \$250,000). Refer to note 28 for further details.

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Note 30. Parent entity information (continued)

Material accounting policy information

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

- Investments in subsidiaries are accounted for at cost, less any impairment, in the parent entity.

Note 31. 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 %	2024 %
Sea Forest Group Limited	United Kingdom	100.00%	100.00%
Sea Forest (NZ) Limited	New Zealand	100.00%	100.00%
Sea Forest Africa (Pty) Ltd	South Africa	100.00%	100.00%
Sea Forest SpA	Chile	100.00%	100.00%
Sea Forest Enviro Tech Pty Ltd	Australia	100.00%	100.00%

Note 32. Events after the reporting period

IPO-Capital Raising

The Company is actively pursuing an initial public offering (IPO) to raise equity capital and a listing on the Australian Securities Exchange (ASX) within the current financial year. Sea Forest has received in-principle confirmation from the ASX that it is suitable for admission to the official list, which is an important milestone in the listing process. In addition, preliminary indications of support have been received for the subscription of new equity to be offered under the proposed IPO.

Sale of Assets

In line with its strategic objectives, on 1 August 2025 the company sold the assets of its oyster business for \$223,500 and entered into a management agreement with Southern Cross Marine Culture Pty Ltd ("Marine Culture") for the operation of the oyster hatchery through to 30 June 2030. Under this agreement, Marine Culture will assume responsibility for expenses and outgoings and make an annual payment of \$75,000 to the company as compensation for operational costs during the agency period.

Research Agreement

Additionally, on 22 July 2025, the company entered into a research agreement with the Foundation for Food and Agriculture Research to support a project aimed at evaluating the effectiveness of its products in reducing methane emissions and enhancing productivity in ruminant livestock, with a particular focus on dairy systems. The project will run from 1 July 2025 to 30 June 2028 and includes a cash-matched contribution of US\$70,305, alongside in-kind contributions totalling US\$200,000 over the duration of the project.

Commercialisation of Customer Agreements

After year end, the Group has made substantial progress towards commercialisation through the signing of customer agreements with two significant feedlot operators in Australia, as well as the extension of its wool trial with a large global fashion retailer. Customer 'scale-up' activities are expected to extend across most of the 2026 financial year and the Group anticipates that revenue contributions will continue to build into the following financial year.

No other matter or circumstance has arisen since 30 June 2025 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

Sea Forest Limited and its Controlled Entities
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Note 33. Reconciliation of loss after income tax to net cash used in operating activities

	Consolidated	
	2025	2024
	\$	\$
Loss after income tax expense for the year	(9,090,241)	(6,883,479)
Adjustments for:		
Depreciation and amortisation	1,606,050	1,696,137
Impairment of property, plant and equipment	1,527,845	393,736
Net loss on disposal of property, plant and equipment	82,628	103,020
Share-based payments	797,995	574,097
Interest and other finance costs	163,484	445,981
Change in operating assets and liabilities:		
Decrease in trade and other receivables	293,380	379,385
Increase in prepayments	(32,456)	(9,494)
Decrease / (increase) in inventories	2,551,406	(2,005,246)
Decrease in R&D rebate receivable	107,114	2,733,512
Decrease in other assets	-	215,924
Decrease in trade and other payables	(1,134,638)	(219,726)
Increase in employee benefits	63,175	239,831
Decrease in deferred income	(1,281,611)	(456,036)
(Decrease) / increase in grants received in advance	(1,593,035)	1,277,687
Net cash used in operating activities	<u>(5,938,904)</u>	<u>(1,514,671)</u>

Note 34. Earnings per share

	Consolidated	
	2025	2024
	\$	\$
Loss after income tax attributable to the owners of Sea Forest Limited and its Controlled Entities	<u>(9,090,241)</u>	<u>(6,883,479)</u>
	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	<u>45,809,770</u>	<u>45,809,770</u>
Weighted average number of ordinary shares used in calculating diluted earnings per share	<u>45,809,770</u>	<u>45,809,770</u>
	Cents	Cents
Basic earnings per share	(19.84)	(15.03)
Diluted earnings per share	(19.84)	(15.03)

Sea Forest Limited and its Controlled Entities
Notes to the financial statements
30 June 2025

Note 35. Share-based payments

On 20 November 2020, the Board approved the formation of the Sea Forest Limited Option Plan ("Share Option Plan").

The purpose of the offer of Employee Share Options was to recognise the ability and efforts of employees and contractors of Sea Forest who have contributed to the success of the Company and to provide them with an incentive to achieve the Company's long-term objectives and improve the performance of the Company.

Unless otherwise determined by the Board, the total number of Employee Share Options shall not exceed an amount, which if all Employee Share Options were exercised, would be equal to 10% of the total issued Shares of the Company from time to time.

The salient terms of the Employee Share Options are as follows:

1.1 No Options are exercisable until they have vested. The Options will vest in 3 tranches, with:

- one third vesting upon completion of one year's service with the Company after the Grant Date;
- a further one third vesting upon completion of two year's service with the Company after the Grant Date; and
- the final third vesting upon completion of three year's service with the Company after the Grant Date.

1.2 The Options were granted for nil consideration.

1.3 The Employee Options are convertible on a one for one basis into ordinary share in the company.

1.4 The option exercise price is the price that is determined by the Board from time to time in its absolute discretion, taking into account the most recent capital raising price.

The options allow for exercise conditions to be individually set for individuals. Exercise conditions have been set on 175,000 options issued on 21 October 2021 and 1 March 2023 based on performance hurdles.

Upon exercise of the Options, the employee will pay the Company an amount equal to the Exercise Price multiplied by the number of Options exercised.

On 25 June 2025, as part of the Company's workforce reduction, the Board approved the immediate accelerated vesting of 133,333 third tranche options, each with an exercise price of \$2.50.

Set out below are summaries of options granted under the plan:

2025

Grant date	Expiry date	Exercise price	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the year
04/02/2021	03/02/2026	\$1.00	800,000	-	-	-	800,000
21/10/2021	20/10/2026	\$1.50	1,300,000	-	-	-	1,300,000
01/03/2023	29/02/2028	\$2.50	775,000	-	-	-	775,000
01/06/2024	31/05/2029	\$2.50	250,000	-	-	-	250,000
01/09/2024	31/08/2029	\$2.50	-	100,000	-	-	100,000
			<u>3,125,000</u>	<u>100,000</u>	<u>-</u>	<u>-</u>	<u>3,225,000</u>

2024

Sea Forest Limited and its Controlled Entities
Notes to the financial statements
30 June 2025

Note 35. Share-based payments (continued)

Grant date	Expiry date	Exercise price	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the year
04/02/2021	03/02/2026	\$1.00	850,000	-	-	(50,000)	800,000
21/10/2021	20/10/2026	\$1.50	1,300,000	-	-	-	1,300,000
01/03/2023	29/02/2028	\$2.50	775,000	-	-	-	775,000
01/06/2024	31/05/2029	\$2.50	-	250,000	-	-	250,000
			<u>2,925,000</u>	<u>250,000</u>	<u>-</u>	<u>(50,000)</u>	<u>3,125,000</u>

Equity-Based, Long-Term Executive Incentive Mechanism” (LTI Mechanism)

On 21 February 2023, the Board approved an at-Risk, Long Term Incentive Mechanism whereby the three executive directors, Sam Elsom, Stephen Turner and Dion Cohen, are each allotted 25,000 fully paid ordinary Sea Forest shares annually, subject to:

- (i) continuity of engagement (employment) to, 31 July 2025, and
- (ii) a verifiable share value increment to \$3 per share (or more) at close by 31 July 2025.

At the time of signing the financials, the shares had not been issued.

The weighted average value of the option during the financial year was \$1.65 (2024: \$1.70).

The weighted average remaining contractual life of options outstanding at the end of the financial year was 1.75 years (2024: 2.67 years).

Note 36. Shareholder options

There were no shareholder options outstanding at 30 June 2025 (2024: Nil)

Note 37. Contingent liability

A Bank Guarantee was issued on 3 June 2025, with an expiry date of 30 June 2026 in respect of research guarantees supporting product trials. The bank guarantee has been assigned to the trial partner in support of trial outcomes.

In the event that a right is exercised under this guarantee, the company is obligated to reimburse an amount equal to the invoiced value of the SeaFeed™ product used in the trials. Any surplus funds will be refunded to the company. Conversely, if the guaranteed amount is insufficient to cover the reimbursement, the company will pay the shortfall to the trial partner. Any potential liability is not expected to exceed the total value of the Bank Guarantee of \$260,566. At 30 June 2025, a total of \$156,394 incl GST had been invoiced.

Sea Forest Limited and its Controlled Entities
Consolidated entity disclosure statement
30 June 2025

Entity name	Entity type	Place formed / Country of incorporation	Ownership interest %	Tax residency
Sea Forest Group Limited	Body corporate	United Kingdom	100%	United Kingdom
Sea Forest (NZ) Limited	Body corporate	New Zealand	100%	New Zealand
Sea Forest Africa (Pty) Ltd	Body corporate	South Africa	100%	South Africa
Sea Forest SpA	Body corporate	Chile	100%	Chile
Sea Forest Enviro Tech Pty Ltd	Body corporate	Australia	100%	Australia

Sea Forest Limited and its Controlled Entities

Directors' declaration

30 June 2025

In the directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, the Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- the attached financial statements and notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in note 1 to the financial statements;
- the attached financial statements and notes give a true and fair view of the consolidated entity's financial position as at 30 June 2025 and of its performance for the financial year ended on that date;
- there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable; and
- The information disclosed in the attached consolidated entity disclosure statement is true and correct.

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



Stephen Turner
Director

12 September 2025



Sam Elsom
Director

12 September 2025

SEA FOREST LIMITED
ABN: 46 631 662 283

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SEA FOREST LIMITED

Opinion

We have audited the financial report of Sea Forest Limited (the "Company") and its Controlled Entities (the "Group"), which comprises the consolidated statement of financial position as at 30 June 2025, the consolidated statement of profit 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 a summary of material accounting policy information, and the directors' declaration.

In our opinion the accompanying financial report of 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 30 June 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 (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.

Emphasis of Matter – Going Concern

We draw attention to Note 1 in the financial statements, which indicates the Group incurred a loss after tax of \$9,090,241 and has net operating cash outflows of \$5,938,904. Note 1 describes the conditions that may cast doubt about Group's ability to continue as a going concern and management's plans to address these matters are also outlined in that note. Our opinion is not modified in respect of this matter.

Information Other than the Financial Report and Auditor's Report Thereon

The directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 30 June 2025 but does not include the financial report and our auditor's report thereon. Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon. In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the Financial Report

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

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

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

- i) the financial report (other than the consolidated entity disclosure statement) that gives a true and fair view and is free from material misstatement, whether due to fraud or error; and
- ii) the consolidated entity disclosure statement that is true and correct in accordance with the *Corporations Act 2001*, and

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

Auditor's Responsibilities for the Audit of the Financial Report

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

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

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.
- 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's audit. We remain solely responsible for our audit opinion. We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We 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.

Name of firm: Logicca Assurance Pty Limited

Name of Partner: Peter Hersh OAM

A handwritten signature in black ink, appearing to be "Peter Hersh", with a stylized flourish at the end.

Address: Level 9, 151 Macquarie Street Sydney NSW 2000

Dated this: 12 September 2025