AdNeo Identify potential, maximise value.

ASX Announcement

13 August 2026

AdNeo receives commitments for $1.5 million Placement and Debt Conversion

AdNeo Limited (ASX:AD1) (AdNeo or the Company) is pleased to announce that it has received commitments for a placement and debt conversion with an aggregate value of approximately $1.5 million.

The transaction comprises approximately $1.243 million of cash subscriptions before costs and the conversion of approximately $256,269 of existing debt owed to Pure Asset Management Pty Ltd (Pure). The debt conversion is a non-cash transaction and is not included in the amount of cash raised.

Placement Highlights

- Approximately 60 million New Shares at $0.025 per New Share, representing an aggregate transaction value of approximately $1.5 million.
- The issue price represents a ~11.5% discount to the 15 day VWAP of $0.028.
- Approximately $1.243 million in cash commitments before costs, including approximately $273,175 from AdNeo directors, subject to shareholder approval under ASX Listing Rule 10.11.
- Pure has agreed to convert approximately $256,269 of existing debt into New Shares at the same issue price (Debt Conversion), The Debt Conversion shares will be issued using the Company's existing placement capacity under ASX Listing Rule 7.1.

Cash proceeds will support operational efficiency initiatives, investment in AdNeo's technology platform and AI capabilities, potential acquisition opportunities, transaction costs and working capital. It also follows on from the company positive Q4 FY26 which reported net cash from operating activities of positive +$451k, and a full year FY26 of positive +$335k.

Morgans Corporate Limited acted as lead manager and bookrunner to the placement.

The company is also releasing an updated investor presentation with this announcement. The presentation contains further information about AdNeo's strategy and operating performance. Investors should read the presentation together with this announcement and the Company's other ASX disclosures.

Transaction details

The Tranche 1 Placement is expected to settle on 18 August 2026, with the New Shares to be issued on 19 August 2026 under the Company's available placement capacity pursuant to ASX Listing Rule 7.1.

The Director Placement, comprising total commitments of approximately $258,175, is subject to shareholder approval under ASX Listing Rule 10.11 at an extraordinary general meeting.

The Debt Conversion does not require shareholder approval and will also be issued under Listing Rule 7.1. All New Shares will rank equally with the Company's existing fully paid ordinary shares.

Following completion of all components, the Company expects to have approximately 440.5 million ordinary shares on issue, subject to settlement and whole-share rounding.

Further details regarding the placement are set out in the Appendix 3B released today.

Use of Funds

The approximately $1.243 million of gross cash proceeds, before transaction costs, will be applied to:

- implementation of operational-efficiency and cost-reduction initiatives;
- investment in AdNeo's technology platform and AI capabilities;
- assessment and execution of potential acquisition opportunities; and transaction costs and working capital.

Managing Director's Comment

Commenting on the Placement, AdNeo Managing Director Angus Washington said:

> *"We are delighted with the level of support shown by both new and existing investors. This additional capital will provide additional funding to accelerate our cost-out program, execute our M&A strategy, and continue investing in our AI-enabled technology platform. We were also pleased to see continued alignment from our Board, with directors committing approximately $273,175 to the Placement, subject to shareholder approval. Pure's proposed debt conversion will reduce existing debt and strengthen the balance sheet."*

Indicative timetable

Event	Indicative date
Announcement of placement and debt conversion	13 August 2026
Settlement of Tranche 1 Placement	18 August 2026
Issue of Tranche 1 Placement shares	19 August 2026
Extraordinary general meeting for Director Placement	To be advised
Issue of Director Placement shares, if approved	To be advised

The timetable is indicative and may change, subject to the ASX Listing Rules and applicable law. The Company will announce any material changes.

This announcement has been authorised for release by the CEO and Chairman of AdNeo.

END

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About AdNeo

AdNeo (ASX:AD1) is an AI-powered learning innovation company connecting education to employment for every learner. Our workforce capability platform unites a fragmented market of education, mentoring and workforce technology, into a single AI-driven capability engine -grounded in 20+ years of expertise and built for a world where skills change faster than careers.

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