AdNeo

ASX: AD1

AI-powered learning and workforce capability company, connecting education to employment.

Capital Raising Presentation

AUG 2026

AdNeo

ASX: AD1

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AdNeo (ASX:AD1) is an AI-powered learning and workforce capability company.

We're consolidating a fragmented Australian market - vocational education software, enterprise learning and mentoring - into a single platform connecting education to employment outcomes.

Mission

AI-powered learning. Human-powered outcomes. Built on 20 years of expertise for a world where skills change faster than careers.

AdNeo At A Glance

The tangible impact of our solutions.

$11.4m
Estimated FY26 Income Inc R&D $1.4m

1.4 million
Students on LMS

75%
Recurring revenue on multi-year contracts

850+
Customers

+$2.5m
EBITDA Turnaround from FY25 to FY26

5x M&A in 4 years
Proven M&A track record and playbook

The workforce challenge

Organisations face four converging pressures.
AdNeo is built to solve via employee learning.

AI Adoption & the Skills Gap

Upskilling

AI and automation are reshaping roles faster than training systems can respond. Continuous, organisation-wide capability refresh is now a permanent operating condition — not a one-off project.

Critical Industry Supply Shortages

Productivity

Healthcare, construction, aged care and trades face structural shortfalls migration alone cannot fix. An ageing workforce is exiting faster than new workers enter — and global competition for talent is intensifying.

Proving and Verifying Capability

Capability

Qualifications are no longer sufficient proof of job-readiness. Employers need verified, current, portable evidence of what workers can actually do — not just what they studied.

Growth & Retention

Mobility

Post-pandemic workforce expectations shifted permanently. Under-40s treat career development and mentoring as baseline requirements. Organisations without visible growth pathways are losing people regardless of salary.

AdNeo

Catapult — AI content that cuts qualification development from months to days

LEARNT — AI-native delivery at scale across healthcare, construction and public admin

APPLY DIRECT — Verified skills intelligence layer connecting credentials to employment

ART OF MENTORING — AI-powered mentoring connecting development to retention in 26 countries

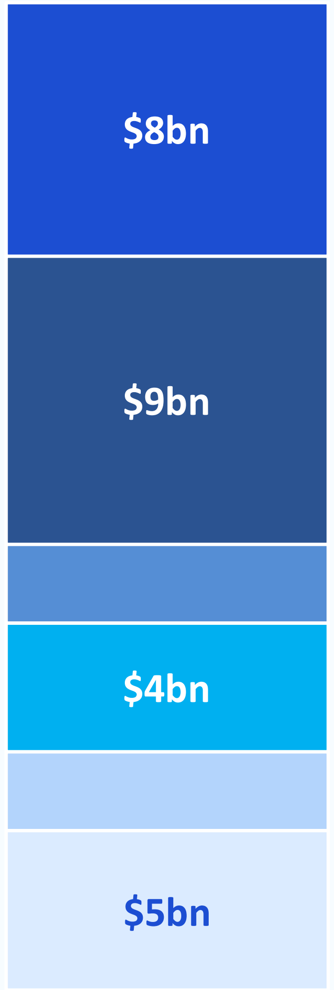
AdNeo

A $31bn Market from Education to Employment in Australia

AdNeo works exclusively across the learning space, from school to employment.

MARKET SIZE

≈ $31bn



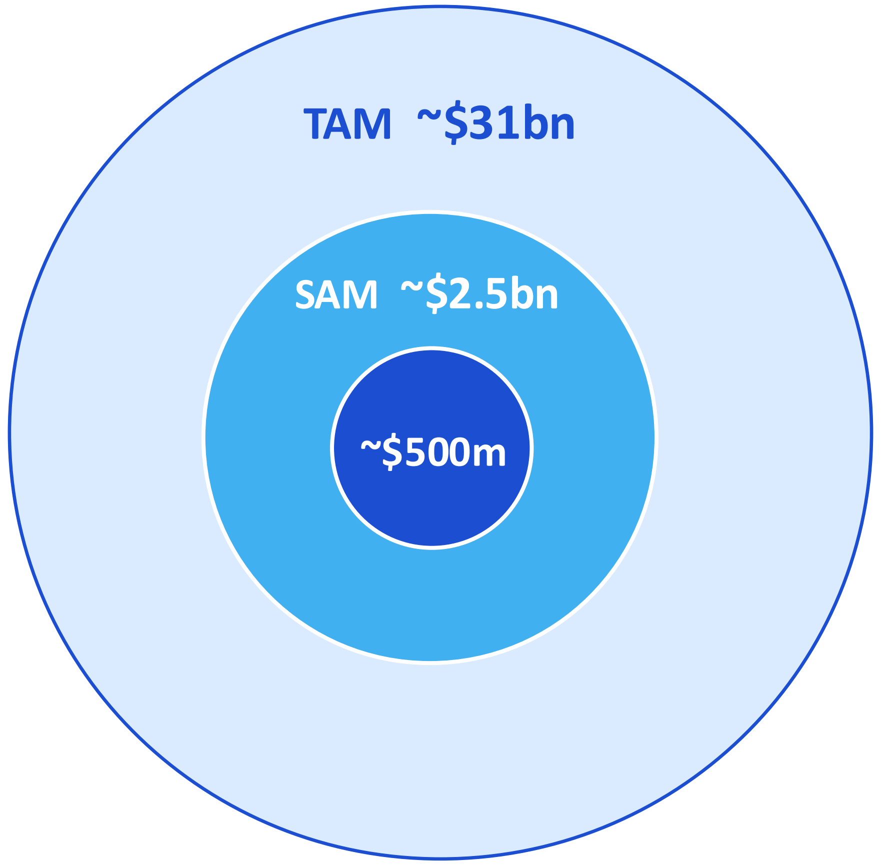
SECTOR BREAKDOWN (A$bn, annual)

SECTOR	SPEND	CAGR*	USERS*	PROVIDERS*
VOCATIONAL EDUCATION (VET) ~$17bn				
Private VET *reg. training orgs*	$8bn	~11%	~1.6M students	~3,600 RTOs (consolidating)
Public TAFE *state institutes*	$9bn	~7%	~0.7M students	~35 institutes
NON-ACCREDITED TRAINING ~$2.5bn				
Short courses *& micro-credentials*	$2.5bn	~12%	~3.5M learners	~500 main providers
EMPLOYMENT ~$11.5bn				
Private L&D *200+ FTE enterprises*	$4bn	~8%	~4.5M FTEs	~4,500 employers (200+)
Government L&D *public sector*	$2.5bn	~8%	~2M FTEs	~1,200 gov't bodies
Retraining *the unemployed*	$5bn	~4%	~600k people	~40 providers
TAM (total)	~$31bn	~8.2%	*~10m between Learners and Workforce in the learning economy*	

Indicative numbers in this slide, not to be taken as forecasts or market projections. SAM & SOM illustrative.

Sources: VET split — NCVER (estimated); non-accredited — IBISWorld / HolonIQ; L&D — employed-workforce-share estimate (private 200+ FTE ≈ 4,500 employers).

TAM → SAM → SOM



- TAM — VET + Workforce L&D + Short-course Education
- SAM — Edu Tech + Content + Services AdNeo addresses
- SOM — Available to capture (~20% of SAM)

AdNeo

Why Now? The cost of inaction is significant

Independent research confirms the scale of the upskilling gap AdNeo is built to close.

38%

of Australian workers say they would leave their job if it offered no learning & development opportunities to future-proof their careers.

UPSKILLING

Randstad Workmonitor 2026

$25bn

The national economic boost Australia could unlock by 2035 if it closes its growing digital skills gap.

RE-SKILLING

ACS Digital Pulse Report 2025

3.6 million

Australians enrolled in stand-alone accredited subjects in a single year to quickly address immediate workplace skill requirements.

ACCREDITED TRAINING

NCVER 2025

~6x

Mentees are more likely to be promoted than non-mentored peers

MENTORING

PushFar (Sun Microsystems study)

1 in 4

Over 1 in 4 Australian secondary students (aged 15–19) are now enrolled in VET programs, marking the highest participation rate since records began in 2006.

ACCREDITED TRAINING

NCVER, VET in Schools 2024

#2 in AI

While Australia ranks #2 overall for future AI infrastructure readiness, it drops to 44th globally for actual AI skills penetration across the workforce.

AI TRAINING

QS World Future Skills Index 2027, published June 2026

$7bn vs $4bn

Australian businesses spend $7 billion annually recruiting new talent, compared to only $4 billion on training and developing existing staff.

L&D

Deloitte Access Economics 2025/2026

AI, IoT, Robotics and Industry 4.0 are redefining education and the workforce at exponential speed.

Sources cited per item. Figures presented for context; independent third-party research, not AdNeo estimates.

AdNeo

Diversified Offering. One Platform.

From school to workforce maturity, unified by one data engine.

AdNeo unifies five specialist brands into one single, AI-powered platform - spanning the full learning lifecycle from education to employment and leadership.

Target Segment

EDUCATION

ENTERPRISE & GOVERNMENT

1 Yrs 9–12
School + VET
State VET funding
Catapult

2 17-30+
VET + Higher Ed
National Skills Agreement
Catapult

3 20-35
Early-Career
Skills Guarantee
LEARNT

4 35–55
Mid-Career
Skills Checkpoint
LEARNT

5 55+
Reskilling & Mature Age
Mature Age Programs
Catapult

The Capability Wallet

A single mobile app for every learner and employer (B2C + B2B): pathways, skills-gap insights, training in the flow of work, and recognition of prior learning.

ART OF MENTORING

The Human Data Moat

Mentorship transforms individual expertise into a compounding human data moat, automatically widening our competitive advantage as the business scales.

Business overview

Group Entity	AdNeo			
Target Markets	Education	Enterprise Learning & Mentoring		Services
	Catapult	LEARNT	ART OF MENTORING	Oliver Grace
Individual Businesses	**Catapult Education** *an AdNeo Company*	**Learnt** *an AdNeo Company*	**Art of Mentoring** *an AdNeo Company*	**Oliver Grace** *an AdNeo Company*
Website	*catapulteducation.com.au*	*learntbusiness.com.au*	*artofmentoring.net*	*olivergrace.com.au*
Products and Services	Educational Resources	Learning & Communication Platform (LCP/LMS)	Art of Mentoring Platform	Brand Strategy
	Technology Solutions	Content Creation	Mentoring on Demand Platform	Experience Design
	RTO Services	Consulting Services	ApplyDirect Government Jobs Board	Content Creation
Target Customer	RTO + TAFE	Enterprise, Government and Associations		B2B

AdNeo

Market Validation

Our 850 clients represent many of the largest employers in AUS and US

AdNeo

850+
CUSTOMERS

1.4
MILLION USERS

Government & Defence

Australian Government
Queensland Government | OIR Office of Industrial Relations
Australian Government Department of Health
NSW Government
Australian Government Department of Defence
Queensland Government
American College of Rheumatology – Empowering Rheumatology Professionals
BAE SYSTEMS
FAAA Financial Advice Association Australia
Halton Regional Police
Queensland Government | Department of the Environment, Tourism, Science and Innovation
Australian Government Department of Defence Guided Weapons and Explosive Ordnance Group
Washoe County, Nevada 1861
Victoria
acofp American College of Osteopathic Family Physicians
Sound Transit

Corporates & Associations

Toyota
mastercard foundation
origin
Lexus
lululemon
David Jones
Aurizon
Schindler
ndis
BFG Ballarat Food Group
Luxwall See Beyond
Zimmer Biomet
American College of Physician Advisors
CPA Australia
Bank of Melbourne
Amplitude energy
hfma
Caltex
Terra
Australian Physiotherapy Association
CUNA Credit Union National Association
AHRI Australian HR Institute
Chartered Accountants Australia + New Zealand
Fujitsu
Munro Footwear Group
Danone One Planet. One Health
AHIMA
JB Hi-Fi
Harvey Norman
coles

TAFE, RTOs & Education Providers

National Local Government Customer Service Network Inc
Integrity Education Group
ilsc
etaustralia Employment Training & Education
Phillips Institute
LookNow Training
one tree community services
Marine Rescue New South Wales
wesley mission
PremiumHealth
CBD College
WISE Employment – empowerment through employment
One World for Children
ican learn
TAFE WA South Metropolitan
FirstAidPro First Aid Courses
sureway skills training
Master Builders Australia

New Marquee Contract Wins 2026

Landmark client wins across education, enterprise and government this year.

KANGAN INSTITUTE	Hisense	Queensland Human Rights Commission	ndis	mastercard foundation
Aspire	LEARNT	Aspire	ART OF MENTORING	ART OF MENTORING
TOYOTA	tafeSA	NSW GOVERNMENT Renewal for 2 years	Australian Government Department of Defence Guided Weapons and Explosive Ordnance Group	AURIZON
LEARNT	Catapult	APPLY DIRECT	ART OF MENTORING	ART OF MENTORING

10+ new marquee wins in 2026 worth a combined TVC of \$3m+ with an average of \$200k+ TCV, spanning education, enterprise, government and defence — validating AdNeo's platform across every customer segment.

AdNeo

One ecosystem, one compounding data moat.

Every product writes to one proprietary engine — and every product gets smarter from it. The more the platform is used, the deeper the moat.

DATA IN

Proprietary data

Learning, assessment, enrolment & outcomes signals from all five brands.

Public data

Open labour-market, skills & qualifications data.

THE CORE

NEO

(AWS AI + LLM)

Data Moat Warehouse & AI Middleware

AI Layer & Agents

MODULES

EdifyAI

AI- powered tool for learning content, contextualisation and compliance.

Catapult

LMS

1M users

Vasto

100K users

LEARNT

LCP

50K users

ART OF MENTORING

30K users

APPLY DIRECT

1M users

PLATFORM

Human Capability Wallet

One mobile interface for every user - B2C & B2B.

Pathways · gaps · in-flow training · prior-learning recognition

All proprietary and public data feeds Neo

Every interaction feeds Neo — usage compounds the moat

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AdNeo's AI-powered Products

AI-Driven Innovation

Embedded AI for compliance, skills matching, and support

Integrated Platform

- Student Management System
- Learning Management System
- Mentoring Program
- Content Creation
- Job Boards
- Brand Strategy

YESTERDAY

Static Learning Content

- Generic learning resources
- Manual authoring
- Mentoring handled informally, outside the system
- Compliance checked post-development
- Difficult to scale

CONTENT & MENTORING AS DOCUMENTS

DIGITAL TRANSFORMATION

TODAY

Digital Content Platforms

- LMS & cloud delivery
- Digital content libraries
- Mentoring tracked separately via basic scheduling tools
- Faster distribution
- Better accessibility

CONTENT & MENTORING AS ASSETS

AI TRANSFORMATION

TOMORROW

Intelligent Learning & Mentoring Infrastructure

- AI-assisted contextualisation
- Continuous verification
- Adaptive learning experiences
- AI-matched mentoring, tied to real-time skills and progress data
- Enterprise-scale compliance

CONTENT & MENTORING AS INFRASTRUCTURE

STRATEGIC IMPLICATIONS

Faster Creation	Enterprise Scale	Compliance	Contextualisation	Recurring Revenue
Months → Days	One team → Thousands	Verification by design	Context-specific	Platform Rev Streams

Competitive Positioning

AdNeo is the only ASX listed platform with full coverage across all 6 workforce capability dimensions

Capability	AdNeo	RDY	JAN	CLU	KNO	OLL	AdNeo advantage
Lifecycle coverage	✓	~	~	✗	~	✗	Only platform spanning all 5 workforce lifecycle stages
AI capability	✓	~	~	~	~	✓	EdifyAI for the full learning lifecycle from content to compliance, learner assistant & capability scoring - Catapult + Learnt
VET compliance	✓	✓	✓	✗	~	~	AVETMISS, TGA, state funding - 650+ RTO clients live
Mentoring	✓	✗	✗	✗	✗	✗	Art of Mentoring - 20+ yrs, 60K+ participants, 26 countries, ISO 27001
Job boards	✓	✗	✗	✗	✗	✗	Apply Direct - 61.9M career site visits since 2020
Content creation	✓	✗	~	~	~	~	Aspire + Oliver Grace - 30+ yrs, 5000+ units, Diamond LearnX 2025

Platform vs point solution: Competitors solve 1-2 problems. AdNeo solves the entire workforce lifecycle.

Valuation gap: Readytech ~3–4x EV/Rev. Janison ~2–3x. AdNeo at ~1.3x - substantial re-rating opportunity.

Moat deepens with scale: Switching cost grows with every product a client adopts - no competitor replicates in combination.

Competitor assessments based on publicly available information as at June 2026. AdNeo's view only.

Award Winning Learning & Mentoring

We believe great learning should feel effortless, useful, and made for real people doing real work.

That's why every course, platform, and pathway we create is designed with one thing in mind, helping teams move forward, together.

We're proud to have that work recognised through awards that reflect not just creativity, but impact. Because to us, learning isn't about ticking boxes, it's about building something that actually sticks, scales, and supports growth.

These awards remind us we're on the right path.

ART OF MENTORING
BEST EDTECH MENTORING ONLINE

Celebrating a successful partnership with Beaumont People, this award highlights our commitment to delivering talent guidance and performance support through innovative online mentoring programs.

LEARNT
BEST LEARNING & DEVELOPMENT: EMERGENCY TRAINING

Honouring a critical initiative, this award recognises an enterprise training project specifically designed to support talent development for emergency work (e.g., pandemics, crises, natural disasters).

LEARNT
BEST LEARNING & DEVELOPMENT: MICRO LEARNING (L&D)

Applauding impactful design, this award recognises an enterprise microlearning project that uses short, accessible content to drive and support talent development.

CATAPULT
BEST AI TECH: EDTECH LEARNER SUPPORT

Recognising cutting-edge innovation, this award honours an EdTech learner support project for its integration of Artificial Intelligence (AI), using it to personalise resources and successfully drive educational outcomes.

CATAPULT
BEST AI TECH: LEARNING DESIGN

Distinguishing superior achievement, this award recognises an EdTech learning design project for its innovative use of Artificial Intelligence (AI) to automate processes and tailor resources, boosting educational outcomes.

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Financial Performance and Growth Strategy

AdNeo

FY26: A Successful Strategic Turnaround

Clear strategy, profitable growth, accretive M&A, AI investment

Strategic Reset

AdNeo has undertaken a strategic re-set and re-launch, which was presented to investors in H1 FY25. Within 18 months the business executed a full turnaround: New Mission; New Board and CEO; Lean Executive team with SaaS and M&A expertise; financial discipline and profitable growth mantra; client obsession and product innovation; AI adoption.

Revenue Growth and Market Expansion

Commercial reset executed to deliver organic growth and expansion of client share of wallet, last year 6 clients have been cross sold with 20+ in pipeline. New industries and products were added via strategic M&A. Revenue grew 135% YoY from FY25 to FY26.

Diversification of Products and investment in AI

Our dynamic learning technology products and custom-built content are the ideal solutions for delivering the complex, bespoke training needed to integrate emerging technologies for upskilling and reskilling the workforce in the AI-era. During FY26 AdNeo continued investment into AI roadmap and released new AI features into Art of Mentoring and internal operations.

Operational Discipline and Cost control

Executed a substantial 40% cost cut through iterative programs, reducing expenses while increasing productivity. The ratio of cost to revenue turned around, and AdNeo delivered its first 2 consecutive Half Years of positive EBITDA in FY26 (Est'd).

3 YEAR PLAN

PHASE 1 **RESET** → PHASE 2 **STABILISE** → PHASE 3 **GROWTH**

Profitable Growth by the numbers

$11.4m
FY26 Total Income* (Est)

+135%
YoY Revenue Growth
(+$6.5m, inc $1.6m R&D)

+$2.5 M
EBITDA Improvement
FY25 to FY26

-$5.0 M
Reduction in Debts and Liabilities
from Balance Sheet in FY26

(*) All numbers are indicative only and not projections. Figures for FY26 are un-audited and should not be taken as guidance. Debt and Liabilities reduction include Pure debt conversion of $3m; AoM debt Restructure; extinguishing of R&D facility with Kashcasde and other balance sheet liabilities reductions.

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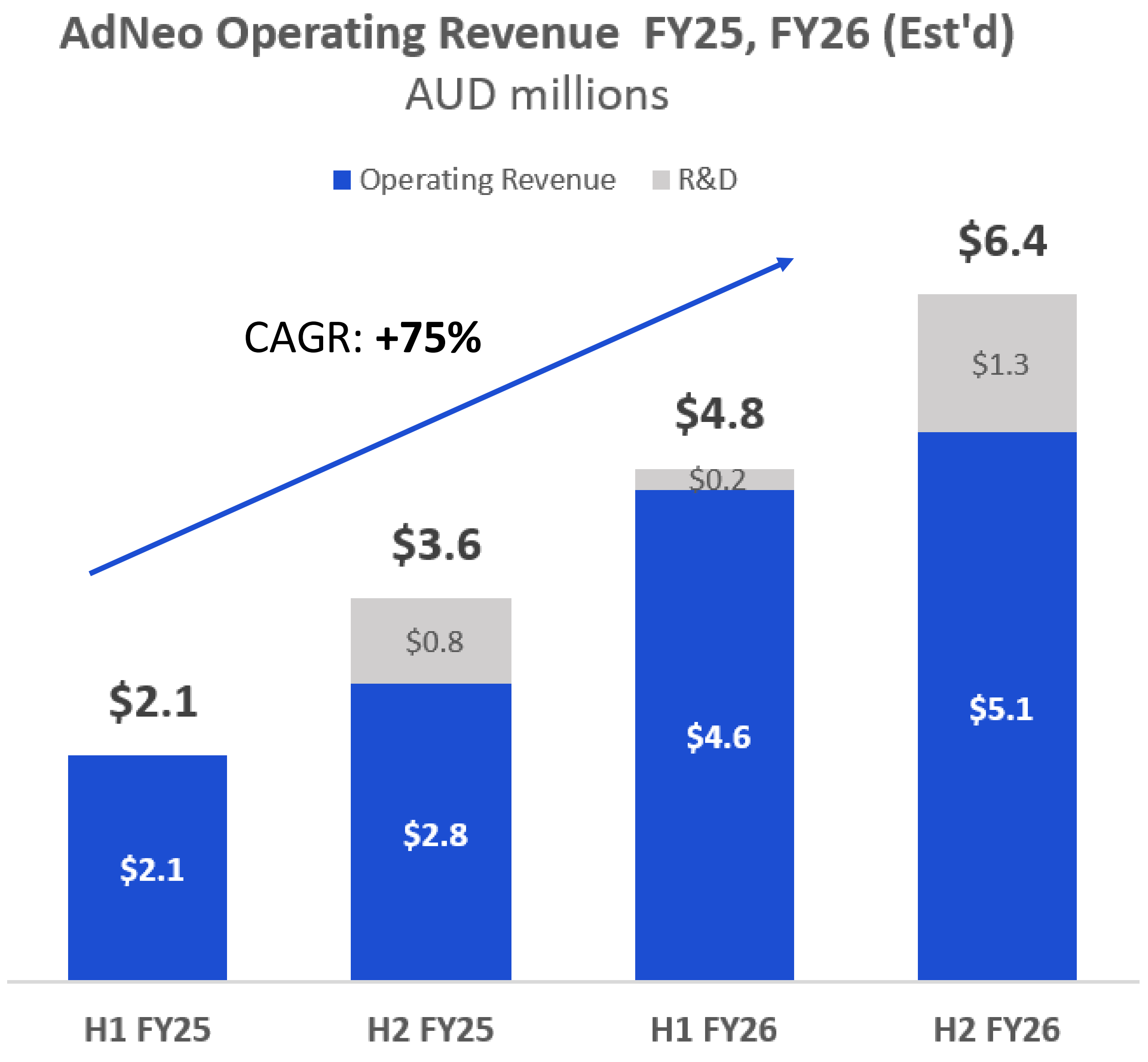
Rapid Revenue Growth, Large Client Base

75% CAGR in 2 years from Organic and M&A growth, 75%+ ARR



Organic Growth in diversified market

Share of wallet expansion, through more product offering and AI-driven investment generated organic revenue growth at >3:1 LTV/CAC ratio.

Product expansion via strategic M&A

Expansion into education and innovative services via accretive acquisitions of Learnt Group; Aspire; Oliver Grace.

75%+ ARR, strong revenue retention

Across multiple product lines and 850+ customers, AdNeo reached 75%+ Recurring Revenue contracts, a strong base for future expansion.

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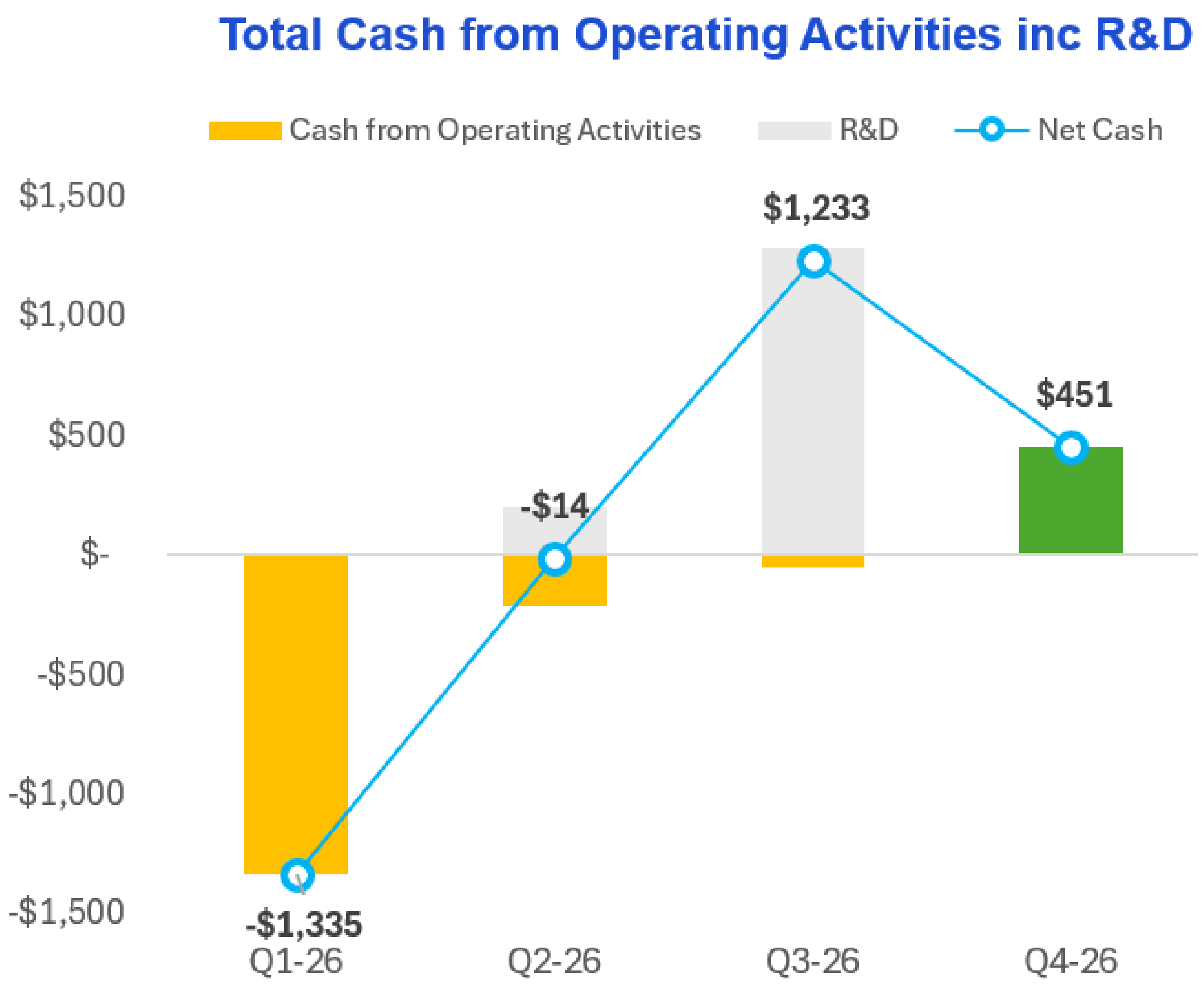
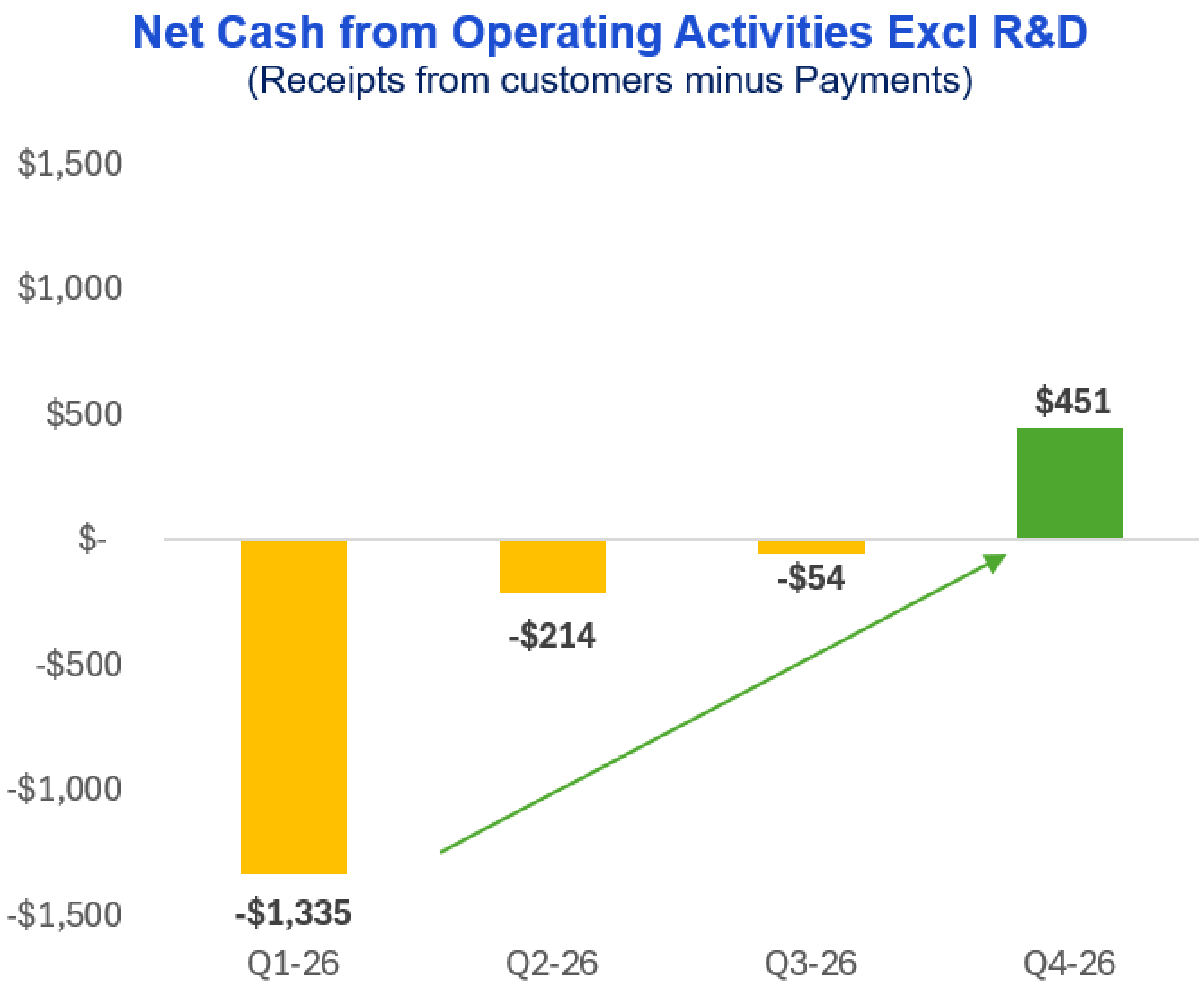
AdNeo Quarterly Cash Performance

Positive net cash from operating activities in Q4 FY26





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AdNeo strategy is based on four pillars

Organic Growth

20% YoY growth from existing offering, with 80% Target Recurring Revenue, and 95%+ Net Revenue Retention.

Profitability

Expand EBITDA margin, while investing in AI and top line growth.

Strategic M&A

Pipeline of strategic and EPS accretive M&A targets that would drive revenues of $50m ARR.

AI Platform & Data Moat

Expand the One Platform Strategy to all AdNeo products to power the lifecycle of the learner.

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M&A Track Record

Proven execution, disciplined valuation, and a targeted pipeline across EdTech, Skills, AI and workforce SaaS.

2022	2024	2025	2025	2025
ART OF MENTORING	Oliver Grace	LEARNT	Catapult Vasto	Aspire
Mentoring platform acquisition	Creative services acquisition	LMS and enterprise learning acquisition	Education technology platform	Content and capability expansion

Valuation Discipline

revenue for acquisitions
(vs. industry peer multiples of 2–3x)

Pipeline

Targeting EdTech, Skills, AI and workforce SaaS (eg mentoring)

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Investment Highlights

Mission-Critical SaaS
Sticky, high-retention platforms for education, workforce, and government

Rule of 40 Focus
Targeting combined growth + EBITDA margin >40 by FY28

Recurring Revenue
Target 80%+ of Annual Recurring Revenue

Proven M&A Playbook
Multiple successful integrations, cost synergies, and rapid scaling

Growth Profile
20%+ organic growth, with additional upside from M&A

Integrated Technology Platform
Unified SaaS and AI ecosystem enables seamless cross-selling and operational efficiency

Our Board Members

Nicholas Smedley

Non-Executive Chairman

- 10+ years of experience in investment banking and M&A with UBS and KPMG
- Led a A$9bn defense of WMC Resources and a $65m investment in catch.com.au
- Chairman of Vitasora Limited, an ASX-listed SaaS company

Angus Washington

CEO + Managing Director

- Shapes & executes group-wide strategy
- Leadership for the executive team and wider organisation
- Growth and profitability for the group
- Group-level HR strategy

Ian Basser

Independent Non-Exec Director

- ASX-listed company Chair and CEO experience
- M&A expertise both in selling businesses and successful acquisitions
- International HR technology expertise

Kevin Lynch

Independent Non-Exec Director and VET Industry Leader

- Learnt Chairman
- Education industry expertise in AUS, EU and USA.
- Founder of Torrens, Open Colleges and successful exit of both businesses

AdNeo

Our Team To Lead

Angus Washington
CEO + Managing Director

- Shapes & executes group-wide strategy
- Leadership for the executive team and wider organisation
- Growth and profitability for the group
- Group-level HR strategy

Antonluigi Gozzi
Chief Operating Officer, CTO

- Translates group strategy into executable plans
- Supports technology strategy
- Leads the end-to-end M&A process
- Oversees the implementation of AI-driven projects

Bianca Reed
Chief Marketing Officer

- Oversees global marketing strategy and brand vision.
- Defines core brand narrative and external communication standards.
- Ensures consistent brand identity and enforcement across all subsidiaries.

Bonnie Borland
Co-Founder & Managing Director
Oliver Grace

- Shapes and leads agency strategic direction
- Champions creative talent and team leadership
- Oversees and drives brand growth and digital transformation projects

Gerard Manion
Chief Executive Officer
Learnt

- Sets company vision for LMS technology and content development.
- Leads product innovation for a scalable, market-leading LMS.
- Drives commercial growth via market expansion and industry partnerships.

Matt Willis
Chief Executive Officer
Catapult

- Establishes strategy for VET platforms and content.
- Accelerates growth through RTO and industry partnerships.
- Oversees innovation to ensure full VET compliance.

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Equity Raising
August 2026

AdNeo

Offer Summary

Offer Structure and Size	AdNeo has received commitments for a placement and debt conversion with an aggregate value of approximately $1.5 million through the issue of approximately 60 million New Shares. The transaction comprises: • Approximately $1.243 million in cash subscriptions before costs, including approximately $273,175 from AdNeo directors, subject to shareholder approval under ASX Listing Rule 10.11. • Conversion of approximately $256,269 of existing debt owed to Pure Asset Management into New Shares under the Company's available placement capacity pursuant to ASX Listing Rule 7.1. The non-director placement and debt conversion will be undertaken using the Company's available placement capacity under Listing Rule 7.1.

Offer Price	• A$0.025 per share, represents a:
	  • 16.7% discount to the last close price of $0.030 per share on Monday, 10 August 2026
	  • 13.2% discount to the volume weighted average trading price over the 5-trading-day period ending on Monday, 10 August 2026

Use of Proceeds	• Proceeds received under Placement will be used as follows:
	  • Operational efficiency and cost reduction initiatives;
	  • Investment in AdNeo's technology platform and AI capabilities; and
	  • Assessment and execution of potential acquisition opportunities, transaction costs and working capital.

Ranking	• New Shares issued under the Placement will rank equally with existing AD1 shares from their respective issue dates

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Sources and Uses of Funds

Sources	$m
Cash subscriptions	1.243
Pure debt conversion – non-cash	0.256
Total Transaction Value	**1.5**

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

- 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.

Indicative Timetable

Event[1,2]	Date (2026)
Trading halt	Tuesday, 11 August
Complete Placement bookbuild	Wednesday, 12 August
Announcement of completion of Placement and recommence trading	Thursday, 13 August
Settlement of shares issued under the Tranche 1 Placement	Tuesday, 18 August
Allotment of shares issued under the Tranche 1 Placement	Wednesday, 19 August
Extraordinary General Meeting to approve new shares issued under Placement Tranche 2	To be advised
Settlement of shares issued under the Tranche 2 Placement	To be advised
Allotment of shares issued under the Placement (Appendix 2A must be lodged prior to midday)	To be advised

(1) The Lead Manager and the Company reserve the right to vary these dates.

(2) All times are Melbourne time

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AdNeo Limited the market leader in lifelong learning

Content. Technology. Mentoring. Talent.
Wherever the market moves, AdNeo drives the journey.