AMAERO

Appendix 4E and

Audited Financial Report

20
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ASX:3DA

1. Company details

Name of entity:	Amaero Inc.
ARBN:	697 927 647
Reporting period:	For the year ended 30 June 2026
Previous period:	For the year ended 30 June 2025

2. Results for announcement to the market

				$
Revenues from ordinary activities	up	375.9%	to	18,146,327
Loss from ordinary activities after tax attributable to the owners of Amaero Inc.	up	49.4%	to	(36,515,350)
Loss for the year attributable to the owners of Amaero Inc.	up	49.4%	to	(36,515,350)

Dividends
There were no dividends paid, recommended or declared during the current financial period.

Comments
The loss for the Group after providing for income tax amounted to $36,515,350 (30 June 2025: $24,434,935).

Further information on the 'Review of operations' is detailed in the Directors' report which is part of the Annual Report.

3. Net tangible assets

	Reporting period Cents	Previous period Cents
Net tangible assets per CDI	7.16	7.60

Right-of-use assets have not been included for the purposes of the tangible asset calculation.

4. Control gained over entities

Not applicable.

5. Dividends

Current period
There were no dividends paid, recommended or declared during the current financial period.

Previous period
There were no dividends paid, recommended or declared during the previous financial period.

6. Dividend reinvestment plans

Not applicable.

7. Details of associates and joint venture entities

Not applicable.

8. Foreign entities

Details of origin of accounting standards used in compiling the report:

Not applicable.

9. Audit qualification or review

Details of audit/review dispute or qualification (if any):

The financial statements have been audited and an unmodified opinion has been issued. The audit report contains a paragraph addressing material uncertainty related to going concern.

10. Attachments

Details of attachments (if any):

The Audited Financial Report of Amaero Inc. for the year ended 30 June 2026 is attached.

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11. Signed

Signed Hank J. Holland ______________________ Date: 19 August 2026

Mr Hank J. Holland
Chairman and Chief Executive Officer
McDonald, Tennessee U.S.A

Amaero Inc.

ARBN 697 927 647

Appendix 4E and Audited Financial Report

30 June 2026

Directors	Mr Hank J Holland - Chairman Mr Omer Granit Mr Erik Levy Mr Robert Latta Mr Jamie Levy Mr Alistair Cray Mr Tim Johnson
ASX liaison officer	Ms Laura Newell
Registered office	1209 Orange Street Wilmington, Delaware 19801 United States
Principal place of business	130 Innovation Drive SW McDonald, Tennessee, 37353. United States
CDI register	Computershare Investor Services Pty Limited Level 17, 221 St Georges Terrace Perth WA 6000 Australia
Auditor	RSM Australia Partners Level 27, 120 Collins Street Melbourne VIC 3000 Australia Telephone: +61 (0)3 9286 8000
Solicitors	Norton Rose Fulbright Level 5, 60 Martin Place Sydney NSW 2000 Australia
Stock exchange listing	Amaero Inc. CHESS Depositary Interests ("CDIs"), each representing a beneficial interest in 1/40th of a share of common stock are listed on the Australian Securities Exchange (ASX code:3DA)
Website	www.amaeroinc.com
Corporate Governance Statement	The directors and management are committed to conducting the business of Amaero Inc. in an ethical manner and in accordance with the highest standards of corporate governance. Amaero Inc. has adopted and has substantially complied with the ASX Corporate Governance Principles and Recommendations (Fourth Edition) ('Recommendations') to the extent appropriate to the size and nature of its operations. The Corporate Governance Statement setting out the corporate governance practices that are in operation during the financial year and identifying and explaining any recommendations will be available at the same time as the Annual Report. The Corporate Governance Statement can be found on the Group's website at https://investorhub.amaero.com.au.

Dear shareholders,

FY2026 was a very strong year of execution and scale-up for Amaero, as we transitioned from building our core capabilities to commercial delivery and revenue growth. We advanced on many fronts – manufacturing, commercial partnerships, financial structure, leadership, and governance – completing our original three-year, A$72 million capital investment program on schedule and on budget, redomiciling the Company to the United States, and growing full-year revenue by 376% to A$18.1 million. The continued shift in U.S. Administration policy has reinforced a priority to re-industrialize with policies to re-shore, re-build and scale the domestic sovereign manufacturing and supply chain capabilities that support the defense industrial base and dual-use manufacturing – which is the imperative Amaero was built to serve.

Amaero was built to address a fundamental gap in the United States' manufacturing ecosystem – a secure, domestic source of high-value refractory and titanium alloy powders and large near-net-shape components. Our EIGA Premium gas atomization technology delivers a structural cost advantage, and as a pioneer in Powder Metallurgy Hot Isostatic Pressing ("PM-HIP") we offer an immediate, viable substitute for long lead-time castings and forgings. These capabilities translated into commercial traction in FY2026 – record revenue and new multi-year customer agreements – and we enter FY2027 operating three EIGA Premium atomizers, positioned to capitalise on the re-industrialisation and reshoring trend across the defense, aviation, space, medical, energy, consumer and industrial sectors.

Operational Milestones and Technical Advancements

Amaero completed its original three-year, A$72 million capital investment program on schedule and on budget with the commissioning of its third EIGA Premium Atomizer – the Company's second titanium-dedicated unit – in June 2026, doubling titanium alloy spherical powder production capacity. The Company now operates three EIGA Premium Atomizers – one refractory and two titanium – representing annual production capacity of approximately 200 MT of refractory alloy powders and 480 MT of titanium alloy powders, significantly expanding our U.S. production capacity for refractory and titanium alloy powders.

Our advanced atomizers are custom-designed to produce high quality spherical powders with high-quality yield, purity, and consistency – attributes critical for defense and aerospace-grade additive manufacturing. These assets, co-located at our 9,290 square metre (100,000 sq. ft) facility in McDonald, Tennessee, are core to our competitive edge.

In collaboration with Auburn University's National Center for Additive Manufacturing Excellence ("NCAME"), we qualified Amaero's powders for metal additive manufacturing, demonstrating that material printed with its C103 powder conforms with ASTM F3635 (Class B) and that material printed with its Ti64 powder conforms with the AMS7015 and ASTM F3001 international standards. This independent testing satisfied the qualification condition under our exclusive supply agreement with Velo3D and validated the quality, purity and consistency of Amaero's spherical powders for demanding defense and aerospace applications.

With our original expansion program now complete, we are progressing the next phase of manufacturing expansion. A fourth EIGA Premium Atomizer, expected to be commissioned by June 2027, will further increase our production capacity. Our argon recycling system, on track for commissioning in the first quarter of calendar 2027, targets a meaningful reduction in operating costs: argon is a major input cost in gas atomization, and the system is expected to reduce our argon gas costs by at least 77% in its first year of operation, strengthening our unit cost position and supporting durable margin improvement as we scale. Together, these investments will help ensure that we remain agile and responsive to the growing demand from U.S. federal agencies, contractors, and commercial partners seeking fully traceable, secure and sustainable supply chains.

Our proprietary PM-HIP capabilities, which allow the manufacture of large, forged-equivalent parts with exceptional mechanical properties, continue to gain traction as a scalable alternative to traditional castings and forgings. With domestic U.S. supply chains for such components under considerable pressure, we see increasing opportunities to provide alternative solutions that are faster, more cost-effective, and strategically aligned.

Manufacturing Safety

During the year, Amaero proactively addressed safety incidents at its Tennessee manufacturing facility. Following a flash fire during manufacturing operations in May 2026, the Company paused titanium powder production for approximately six weeks to conduct a comprehensive review of process, system and facility safety, led by our leadership team and advised by senior consultants. Refractory alloy powder production and PM-HIP manufacturing continued throughout this period, including completion of a A$4.6 million Titomic refractory powder order. In July 2026, titanium powder production restarted and, importantly, during the production pause there were no purchase order cancellations and no employee attrition.

Corporate Developments

In June, Amaero completed its redomiciliation from Australia to the United States. Following approval by shareholders, option holders and the Federal Court of Australia under schemes of arrangement, a newly-formed Delaware corporation, Amaero Inc., became the ultimate parent company of the Group, while the Company retained its ASX listing through CHESS Depositary Interests ("CDIs"). Each Amaero share was exchanged for one CDI in Amaero Inc. – with each CDI conferring a beneficial interest in 1/40th of a share of Amaero Inc. common stock – and the CDIs commenced trading on the ASX under the code "3DA" initially on a deferred settlement basis on 12 June 2026, with normal trading resuming on 23 June 2026. The Board pursued the redomiciliation to position Amaero in the larger and deeper U.S. capital markets, provide access to a broader U.S. investor base, align the corporate structure with the Company's U.S.-based operations and customers, strengthen our ability to pursue classified U.S. Department of War and federal contracts by mitigating foreign ownership concerns, and position the Company for a potential U.S. initial public offering and listing in late calendar 2026 or early calendar 2027, subject to equity market conditions.

Subsequent to year end, and in furtherance of these objectives, the Company completed a Public Company Accounting Oversight Board (PCAOB) audit of its historical consolidated financial statements for the 2024 and 2025 calendar years, prepared in accordance with U.S. Generally Accepted Accounting Principles (GAAP), and, on 15 July 2026, confidentially submitted a draft registration statement on Form S-1 with the U.S. Securities and Exchange Commission (SEC) relating to a proposed initial public offering of its common stock in the United States. The number of shares to be offered and the price range have not yet been determined, and the proposed offering remains subject to market and other conditions and completion of the SEC review process.

Commercial Progress and Customer Engagement

FY2026 marked Amaero's transition into commercial operations at scale. Fourth-quarter revenue of A$7.8 million was the highest in our history – a 417% increase on Q4 FY2025 – driven by the shipment of 22 PM-HIP components alongside titanium and refractory powders. Full-year revenue grew to A$18.1 million, versus A$3.8 million in FY2025, a 376% increase and in line with our A$18–20 million guidance; absent approximately A$1.3 million of titanium powder orders deferred to early FY2027 following the production pause, revenue would have been approximately A$19.5 million.

Underpinning this growth, we secured multi-year, largely exclusive supply agreements across our titanium and refractory alloy powder business. We fulfilled the initial orders under our five-year exclusive agreement with Velo3D and entered further multi-year exclusive agreements with Titomic – including an initial A$4.6 million refractory powder order – with Knust-Godwin, and with United Performance Metals, which appointed Amaero as its exclusive titanium powder supplier and distribution partner. We also signed a Master Purchasing Agreement with Continuum Powders Corporation for titanium alloy powders, with a binding minimum commitment of A$7.8 million with associated deliveries and revenue to be recognised in the coming year, as we plan to increase titanium powder production in FY2027 by up to 100% over FY2026. Subsequent to year end, we were also awarded a A$6.5 million contract from the U.S. Department of War to develop alternative refractory alloy powders, supporting an initiative to reduce cost and reliance on foreign sources for critical raw materials.

In our PM-HIP business, we deepened our position in the defense and maritime industrial base. During the year, building on approximately two years of collaboration with Bechtel Plant Machinery, Inc. ("BPMI"), we delivered First Article submarine components – an important qualification step – and received a Letter of Support from the U.S. Department of the Navy validating PM-HIP as a mature and viable alternative to the strained casting and forging supply chain. Additionally, we commenced a development collaboration with The Boeing Company for an aerospace component. Subsequent to year end, this progress culminated in our first BPMI production contract, marking Amaero's transition from PM-HIP validation to production.

Financial Stewardship and Capital Structure

21 August 2025, the Company completed a A$50 million institutional placement of 125 million new ordinary shares at A$0.40 per share, adding new institutional investors. This was followed by a Share Purchase Plan which raised a further approximately A$0.5 million at the same price, bringing total gross proceeds to approximately A$50.5 million. The raise was undertaken to accelerate growth initiatives – including the fourth EIGA Premium atomizer and the argon recycling system – and to broaden the shareholder base amid strong investor interest in the defense and manufacturing re-shoring thematic.

In June 2026, the Company amended its EXIM Bank Credit Agreement, increasing the total commitment from US$22.8 million to US$26.1 million – an additional US$3.3 million of non-dilutive capital in support of our manufacturing expansion. This facility marked the first known EXIM loan approved under the "Make More In America" initiative for the advanced materials and additive manufacturing sector, offering a fixed interest rate and funding for a substantial share of our capital equipment requirements.

Leadership, Governance and Team

FY2026 saw further strengthening of our leadership team and governance structure to support our transition into full-scale commercial operations and our redomiciliation to the United States.

We welcomed Brett Paduch as our Chief Financial Officer in July 2025. Brett brings strong credentials in financial planning, capital markets, and operational execution, with prior experience at private equity-backed businesses and large publicly listed companies. His appointment reflects our commitment to financial discipline and transparent capital allocation.

We also deepened our executive and technical leadership team during the year. Mark Struss joined as VP Manufacturing Operations, bringing 25 years of manufacturing and operations experience across the aerospace, automotive and industrial sectors; Dr. Jonathan Pegues was appointed VP Technology Development; and Dr. Arun Chattopadhyay assumed expanded responsibilities as VP Applied Research and Process Development. These appointments strengthen our capability to scale production, advance customer qualification, and drive continuous improvement across our operations.

In June 2026, we appointed Mr. Tim "TJ" Johnson to the Board as a Non-Executive Director and Chairman of the Audit and Risk Committee. Mr. Johnson is an experienced corporate director and former Chief Financial Officer of several U.S. publicly listed companies, and currently serves as a director of Dollar Tree, Brinker International and Driven Brands. His appointment further strengthens our governance and financial oversight as we prepare for a potential U.S. listing. In connection with Mr. Johnson's appointment, Eric Bono stepped down from the Board as an Executive Director, while continuing in his executive role as the Company's Chief Technology Officer. Following these changes, the Board comprises seven directors – one Executive and six Non-Executive – further strengthening our governance structure.

In connection with the redomiciliation, the Board established two standing committees at the Amaero Inc. level, effective 22 June 2026: an Audit and Risk Committee, comprising Mr Tim Johnson (Chair), Mr Robert Latta and Mr Erik Levy; and a Remuneration and Nomination Committee, comprising Mr Omer Granit (Chair), Mr Robert Latta and Mr Erik Levy.

Outlook

The macro environment – including increased defense spending, global military conflicts and geopolitical risks, and onshoring initiatives has created a tailwind for high-quality, U.S.-based production of advanced materials and critical additive manufacturing components.

Amaero enters FY2027 focused on disciplined operational execution and the conversion of our growing commercial pipeline into long-term, recurring revenue. Our FY2027 priorities include executing contracted supply agreements, advancing customer qualification programs, progressing qualification of critical submarine components with BPMI and the U.S. Navy, commissioning our fourth atomizer and argon recycling system, and advancing toward a potential U.S. listing targeted for late calendar 2026 / early calendar 2027, subject to market and other conditions and completion of the SEC review process.

The Amaero of today is materially different than just 12 months ago. We have grown in capability, capacity, visibility, and momentum.

In closing, we enter FY2027 with a contracted backlog of A$23.1 million, including A$8.5 million secured since 30 June 2026, and a growing pipeline of long-term agreements and contracted programs across the defense, space, aviation and medical markets, capped by the A$6.5 million U.S. Department of War contract and our first BPMI production contract. We are executing, scaling, and we believe Amaero is strongly positioned as both a leading advanced materials business and a leading advanced manufacturing business – the largest-scale U.S. producer of spherical refractory and titanium alloy powders and a leader in PM-HIP manufacturing of complex, near-net-shape parts for mission-critical components.

Hank J. Holland

Hank J. Holland
Chairman and Chief Executive Officer

Date: 19 August 2026

The Directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'Group') consisting of Amaero Inc. (referred to hereafter as the 'Company' or 'parent entity') and the entities it controlled at the end of, or during, the year ended 30 June 2026.

On 22 June 2026, Amaero Inc. became the ultimate parent of Amaero Ltd and its subsidiaries pursuant to two schemes of arrangement under the Corporations Act 2001 that were dependent upon each other, replacing Amaero Ltd (formerly Amaero International Ltd) as the ultimate parent entity of the Group and the entity admitted to the official list of ASX.

Directors

The following persons were Directors of Amaero Ltd and/or Amaero Inc. during the financial year and up to the date of this report. Unless otherwise stated, each person held office as a Director of Amaero Ltd from the beginning of the financial year (or their later date of appointment) until 7 August 2026 (other than Mr Hank J Holland and Mr Jamie Levy, who remain Directors of Amaero Pty Ltd (formerly Amaero Ltd) as at the date of this report), and as a Director of Amaero Inc. from 22 June 2026 and continues in office as at the date of this report:

Mr Hank J Holland – Executive Director, Chairman and Chief Executive Officer
Mr Omer Granit – Non-Executive Director
Mr Erik Levy – Non-Executive Director
Mr Robert Latta – Non-Executive Director
Mr Jamie Levy – Non-Executive Director (resigned on 4 August 2026)
Mr Alistair Cray - Non-Executive Director (resigned on 4 August 2026)
Mr Tim Johnson - Non-Executive Director (appointed on 1 June 2026)
Mr Eric Bono – Executive Director (resigned on 1 June 2026) and Chief Technology Officer

Principal activities

During the year, the principal continuing activities of the Group include (i) the production and sale of high-purity, spherical refractory and titanium alloy powders for additive and advanced manufacturing applications, and (ii) the production and sale of large, near-net-shape powder metallurgy components manufactured through Powder Metallurgy Hot Isostatic Pressing ("PM-HIP"). The Group's products serve customers in the defense, aerospace, space, medical, energy, consumer and industrial sectors.

The Group's operations are conducted at its AS9100D-certified manufacturing facility located in McDonald, Tennessee, and the Group's revenue is generated in the United States.

Dividends

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

Review of operations

The loss for the Group after providing for income tax amounted to $36,515,350 (30 June 2025: $24,434,935).

During the year, Group reported revenue of $18.1 million. This marks the first year with material commercial revenue. The revenue included approximately $15.6 million from powder sales and $2.6 million from PM-HIP manufacturing.

Capital raise activity

During the 2026 financial year, the Company completed a $50 million institutional placement, issuing 125 million new fully paid ordinary shares at $0.40 per share. The Placement attracted new institutional investors to the register while retaining support from existing shareholders, with proceeds directed toward accelerating growth initiatives, including the fourth EIGA Premium atomizer and the argon recycling system, and general working capital.

Following the Placement, the Company undertook a Share Purchase Plan ("SPP") for eligible shareholders at the same issue price of $0.40 per share. The SPP was completed in September 2025, raising approximately $0.5 million, including 1,175,000 new fully paid ordinary shares issued, and bringing total gross proceeds from the equity raising to approximately $50.5 million.

EXIM Credit Agreement Amended – Total Commitment Increased to US$26.1 million

The Group's equipment financing facility with the Export-Import Bank of the United States ("EXIM") is the first *Make More In America* ("MMIA") loan approved to support the advanced materials and additive manufacturing sector. The facility carries a fixed interest rate of 5.36% per annum and funds a substantial share of the capital equipment installed at the Group's Tennessee manufacturing facility.

In June 2026, the Group amended the EXIM Credit Agreement to increase the total commitment from US$22.8 million to US$26.1 million, an increase of US$3.3 million in non-dilutive capital to support the Group's continued manufacturing expansion.

Powder Qualification for Additive Manufacturing

In collaboration with Auburn University's National Center for Additive Manufacturing Excellence ("NCAME"), the Group qualified its powders for metal additive manufacturing, demonstrating that material printed with its C103 powder conforms with ASTM F3635 (Class B) and that material printed with its Ti64 powder conforms with the AMS7015 and ASTM F3001 international standards. This independent testing satisfied the qualification condition under the Group's exclusive supply agreement with Velo3D and validated the quality, purity and consistency of the Group's spherical powders.

Commercial Supply Agreements

FY2026 marked Amaero's transition into commercial operations at scale. Fourth-quarter revenue of $7.8 million was the highest in our history – a 417% increase on Q4 FY2025 – underpinned by the shipment of 30 PM-HIP components alongside titanium and refractory powders. Full-year FY2026 revenue grew to $18.1 million, versus $3.8 million in FY2025, a 376% increase and in line with our $18–20 million guidance. Approximately A$1.3 million of contracted titanium powder orders were deferred to the first quarter of FY2027 following the pause in titanium powder production; absent this timing impact, FY2026 revenue would have been approximately $19.5 million. The principal customer and commercial engagements advanced during the year are summarised below, in chronological order.

On 1 September 2025, the Group entered a five-year exclusive supplier and development agreement with Titomic Limited (ASX:TTT), establishing the Group as Titomic's exclusive supplier of spherical refractory and titanium alloy powders to support Titomic's proprietary cold spray technology for mission-critical defense, space and aerospace applications. On 19 December 2025, the Group received a $4.6 million refractory powder purchase order under this agreement, with shipments scheduled across the third and fourth quarters of FY2026, representing the first commercial order under the partnership.

During the first half of FY2026, the Group signed a five-year exclusive supplier and strategic development agreement for titanium alloy powders with Knust-Godwin, an integrated additive manufacturer and precision machining firm planning a 52,000 square foot expansion of its additive manufacturing operations near Houston, Texas.

On 15 December 2025, the Group received a Letter of Support from the U.S. Department of the Navy validating PM-HIP as a mature manufacturing technology and a viable alternative to the casting and forging supply chain. The Group also commenced a development collaboration with The Boeing Company, combining the Group's PM-HIP expertise in the manufacture of large near-net-shape parts with Boeing's extensive manufacturing and materials experience.

On 10 April 2026, the Group signed a Master Purchasing Agreement with Continuum Powders Corporation for titanium alloy powders, with a binding minimum commitment of $7.8 million across equal quarterly deliveries from July 2026 to June 2027, with the associated revenue to be recognised in FY2027.

During the fourth quarter, the Group executed a three-year exclusive Master Purchasing Agreement with United Performance Metals, LLC ("UPM"), a leading distributor of specialty metals and advanced alloy powders to defense, aerospace, space, medical and industrial customers. Under the agreement, UPM acts as a distribution partner and the Group is UPM's exclusive supplier of titanium alloy powders, supported by an initial 4,000 kilogram purchase order and a contracted minimum inventory maintained for "on demand" sales.

Manufacturing Safety Review

In May 2026, a flash fire occurred during manufacturing operations at the Group's Tennessee facility. The Group paused titanium powder production for approximately six weeks to conduct a comprehensive review of process, system and facility safety, led by its leadership team and advised by senior consultants from Jensen Hughes, a leader in safety and risk-based engineering. Refractory alloy powder production and PM-HIP manufacturing continued throughout this period, including completion of a $4.6 million refractory powder order for Titomic. Titanium powder production has since resumed, with no purchase order cancellations and no employee attrition during the pause.

Third EIGA Premium Atomizer Commissioned; Capital Investment Program Completed

In June 2026, the Group commissioned its third EIGA Premium atomizer, its second titanium-dedicated unit, completing its original three-year, $72 million capital investment program on schedule and on budget. The Group now operates three EIGA Premium atomizers (one refractory and two titanium), representing annual production capacity of approximately 200 metric tonnes of refractory alloy powders and 480 metric tonnes of titanium alloy powders, and doubling the Group's titanium powder production capacity.

Fourth EIGA Premium and Argon Recycling System Ordered
In December 2025, the Group executed binding purchase contracts for its fourth EIGA Premium atomizer and for an argon recycling system, advancing its capacity expansion program and accelerating operating cost benefits. The fourth EIGA Premium atomizer is scheduled for commissioning in June 2027 and will further expand the Group's U.S. production capacity for titanium alloy powders from an estimated 480 metric tonnes to 720 metric tonnes.

The argon recycling system is on track for commissioning in the first quarter of calendar 2027. Once operational, it is expected to reduce the Group's argon gas costs by at least 77% in its first year, materially lowering unit input costs and supporting margin improvement as production scales.

Redomiciliation to the United States
During the year, the Group completed its redomiciliation from Australia to the United States. Following approval by shareholders, option holders, and the Federal Court of Australia under schemes of arrangement, a newly-formed Delaware corporation, Amaero Inc., became the ultimate parent company of the Group, with the Group retaining its ASX listing through CHESS Depositary Interests ("CDIs"). Each Amaero share was exchanged for one CDI in Amaero Inc. (with each CDI conferring a beneficial interest in 1/40th of a share of Amaero Inc. common stock), and the CDIs commenced trading on the ASX under the code "3DA" initially on a deferred settlement basis on 12 June 2026, with normal trading resuming on 23 June 2026.

The redomiciliation positions the Group in the larger and deeper U.S. capital markets, provides access to a broader U.S. investor base, aligns the corporate structure with the Group's U.S.-based operations and customers, and strengthens the Group's ability to pursue classified U.S. Department of War and federal contracts.

Board and Executive Leadership Changes
Mr. Brett Paduch was appointed Chief Financial Officer, in July 2025.

Effective 1 June 2026, Mr. Tim "TJ" Johnson was appointed to the Board as a Non-Executive Director and Chairman of the Audit and Risk Committee. In connection with Mr. Johnson's appointment, Mr. Eric Bono stepped down from the Board as an Executive Director while continuing in his executive role as the Group's Chief Technology Officer. Following these changes, the Board comprised seven directors: one Executive Director and six Non-Executive Directors.

In connection with the redomiciliation, and effective 22 June 2026, the Board established two standing committees at the Amaero Inc. level: an Audit and Risk Committee, comprising Mr Tim "TJ" Johnson (Chair), Mr Robert Latta and Mr Erik Levy; and a Remuneration and Nomination Committee, comprising Mr Omer Granit (Chair), Mr Robert Latta and Mr Erik Levy.

Matters subsequent to the end of the financial year
On 1 July 2026, the Group was awarded its first Low-Rate Initial Production contract, valued at US$344,000, from Bechtel Plant Machinery, Inc. ("BPMI") for piping components supporting the submarine industrial base.

On 9 July 2026, the Group resumed titanium powder production, which had been paused for approximately six weeks following a flash fire during manufacturing operations at the Group's Tennessee facility in May 2026, upon completion of a comprehensive safety review and associated remediation.

On 22 July 2026, the Group was awarded a $6.5 million (US$4.5 million) contract from the U.S. Department of War for the development of alternative refractory alloy powders, a 13-month program expected to be completed in August 2027.

In July 2026, the Company confidentially submitted a draft registration statement on Form S-1 with the U.S. Securities and Exchange Commission relating to a proposed initial public offering of its common stock in the United States. The proposed offering remains subject to market and other conditions and completion of the SEC review process. In connection with the proposed offering, the Company is seeking approval from its shareholders at a special meeting of Stockholders to be held on 28 August 2026, for the purposes of ASX Listing Rule 7.1, for the issue of up to 5,000,000 shares of Common Stock (which may be represented by CDIs) pursuant to an underwritten registered public offering.

On 4 August 2026, Mr Jamie Levy and Mr Alistair Cray resigned as Non-Executive Directors of the Company. In connection with their resignations, the Board approved the acceleration of vesting of their then-unvested options over CHESS Depositary Interests in the Company. Each of Mr Levy and Mr Cray also entered into a consultancy agreement with the Company under which they will provide services, including investor relations in Australia and general corporate advisory services, until 31 December 2026 (unless extended by mutual agreement of the parties).

On 6 August 2026, the Company entered into a new executive employment agreement with Mr Hank Holland to continue as Chief Executive Officer and Chair of the Board for a four-year term commencing 1 July 2026 and ending 30 June 2030. Under the agreement, Mr Holland's fixed remuneration is US$750,000 per annum (approximately A$1.09 million, based on the 30 June 2026 exchange rate of A$1.00 = US$0.6869), effective 1 July 2026. The agreement also provides for: an annual cash bonus targeted at 100% of fixed remuneration and capped at 200%; a one-time grant of 30,000,000 restricted stock units to acquire CHESS Depositary Interests ("CDIs"), vesting in equal instalments of 25% on each of the first four anniversaries of the grant date; a one-time grant of 30,000,000 performance stock units to acquire CDIs, earned on achievement of 20-day volume-weighted average price hurdles of A$0.50, A$0.75 and A$1.00; and, contingent upon a U.S. initial public offering, an award equal to 200% of fixed remuneration, paid 50% in cash and 50% in restricted stock units. The grant of these equity awards is subject to approval by the Company's shareholders at a special meeting of Stockholders to be held on 28 August 2026.

On 6 August 2026, the Board adopted the Amaero Inc. 2026 Equity Incentive Plan, which provides for the grant of equity awards, including options and RSUs, to employees, directors and consultants. The 2026 Plan is subject to, and will become effective upon, approval by the Company's shareholders at a special meeting of Stockholders to be held on 28 August 2026, including for the purposes of ASX Listing Rule 7.2 (Exception 13), under which approval is being sought for the issue of up to 60,000,000 CDIs (representing 1,500,000 shares of Common Stock) under the 2026 Plan over the three-year period commencing on the date of that meeting.

On 6 August 2026, the Board approved changes to non-executive director remuneration, comprising: the issue to each non-executive director of restricted stock units ("RSUs") under the Company's 2026 Equity Incentive Plan with a value of US$115,000 (approximately A$167,000) in each fiscal year over the three-year period from the date of the special meeting of Stockholders (US$345,000, or approximately A$502,000, in aggregate for each director), representing directors' fees to be received in the form of RSUs rather than in cash; and an increase in the maximum aggregate annual cash fee pool from which non-executive directors may be paid from A$500,000 to US$600,000 per annum. These changes are subject to approval by the Company's shareholders at a special meeting of Stockholders to be held on 28 August 2026, for the purposes of ASX Listing Rule 10.14 (the RSU grants) and ASX Listing Rule 10.17 (the cash fee pool).

Other than as disclosed above, no matter or circumstance has arisen since 30 June 2026 that has significantly affected, or may significantly affect, the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

Likely developments and expected results of operations
Other than the information disclosed in the review of operations above, there are no likely developments or details on the expected results of operations that has not been disclosed by the Group.

Business risks
The following is a summary of the material risks of the Group (in no particular order of importance). These risks may adversely impact the Group's financial condition and operating performance.

1. Company and industry risks
The risks outlined below are specific to the Group's operations.

1.1 Scaling production and manufacturing capacity
The Group's sustained growth depends on its ability to fully commercialise and scale up its refractory and titanium alloy powder production and PM-HIP manufacturing capacity. Events that could jeopardise production progress include an adverse event, incident or accident at the production facility (such as the flash fire experienced in May 2026), a delay in procuring the fourth EIGA Premium atomizer or other necessary equipment, or difficulty in hiring and training qualified employees. If the Group is unable to achieve and maintain expected production rates — including anticipated throughput, uptime and yield — within expected timeframes, it may not be able to build a sustainable or profitable business as expected.

1.2 Qualification of powders and PM-HIP components
The Group's powders and PM-HIP components must satisfy rigorous customer qualification requirements before they can be used in production. Qualification is typically a lengthy, multi-stage process, the Group has limited experience qualifying PM-HIP components, and its first major customer qualification is currently in progress. A failure or delay in qualification could prevent the Group from securing production contracts. Even after qualification, quality issues, nonconformances or process variability could require rework, additional testing or re-qualification at significant cost, and recurring or unresolved issues could damage customer relationships or result in the suspension or cancellation of a production contract.

1.3 Single-facility concentration and critical equipment
All of the Group’s manufacturing is concentrated at a single facility in McDonald, Tennessee, so any significant disruption at that facility could adversely affect the Group’s entire business and financial results. The facility is subject to operational risks including accidents, fires, natural disasters, power outages, water shortages, labour disruptions and safety incidents. The Group’s manufacturing processes are complex and capital intensive and rely on critical, high-cost equipment that is difficult or very costly to replace; unplanned equipment failures or other incidents could cause prolonged periods of reduced production and significant repair or replacement costs. Maintaining, updating and scaling this equipment requires regular, substantial capital investment, and certain of these risks may exceed the Group’s insurance limits or fall outside available insurance cover.

1.4 Health and safety and operational incidents
The Group’s manufacturing operations expose it to health and safety risks, and any workplace accident or safety incident at its facility could result in significant liabilities, production disruptions and increased regulatory scrutiny. The Group is subject to federal, state and local health and safety laws and regulations, and any accident, fire, explosion or injury could give rise to workers’ compensation claims, personal injury litigation and regulatory penalties (including from the Tennessee Occupational Safety and Health Administration). Such events could disrupt manufacturing, damage the Group’s reputation with customers, and require substantial expenditure to remedy safety deficiencies, upgrade or replace equipment, or re-engineer production processes. For example, in May 2026 a flash fire at the facility injured two employees; the Group subsequently paused titanium powder production, engaged independent experts to review process, system and facility safety, and implemented the resulting remediation before resuming production.

1.5 Dependence on U.S. government and defense contracts
A considerable portion of the Group’s revenue is derived from defense-related products supplied through contracts and subcontracts that are subject to the risks of U.S. government contracting. The Group’s direct exposure arises principally through its PM-HIP components supplied for defense and naval programs, including as a subcontractor to prime contractors and to government-affiliated laboratories, and it has indirect exposure through powders that may ultimately be incorporated into products sold to the U.S. government. These contracts may be suspended, cancelled, conditioned or delayed, and are subject to termination by the government either for convenience or for default. A reduction in overall U.S. Department of War or other agency budgets or appropriations, changes in the U.S. political environment or federal policies, procurement delays, or a government shutdown could reduce or defer the Group’s revenue, with a material adverse effect on its business, financial condition and results of operations.

1.6 Foreign ownership, control and influence and facility clearance
Certain current and prospective U.S. government and defense programs are subject to Foreign Ownership, Control or Influence (“FOCI”) requirements and may require a facility security clearance. Obtaining and maintaining such clearance can be time-consuming and costly and imposes stringent requirements; an inability to obtain or maintain required clearances, or to satisfy FOCI mitigation requirements, could limit the Group’s ability to pursue or perform classified defense contracts and adversely affect its growth in the defense market.

1.7 Dependence on third-party additive-manufacturing systems
The Group sells its refractory and titanium alloy powders, directly and through distributors, as feedstock to customers who design, manufacture and operate additive-manufacturing systems, and its powders are qualified to specific systems, processes and material specifications. The Group does not control those systems or processes, so its success depends on the continued competitiveness and adoption of its customers’ systems. The additive-manufacturing market is subject to continuous innovation and technological change, including new alloys, particle specifications, standards and certifications, and shifting customer requirements. If customers’ systems become obsolete or lose market share to competing technologies, if the industry transitions to processes or materials for which the Group’s powders are not qualified, or if new standards or certifications require re-qualification, demand for the Group’s powders could decline and the Group could incur significant time and expense to re-qualify.

1.8 Demand for, and prices of, products, raw materials and supply
The Group generates revenue from titanium, C103 and other refractory and specialty alloy powders and PM-HIP components. Prices are subject to factors beyond the Group’s control, including the prices of the underlying metals, competition from other producers, the availability of competing products and manufacturing methods, and customer purchasing decisions; increases in production capacity by the Group or competitors could place downward pressure on prices. The availability and prices of critical raw materials — the titanium and refractory metal electrodes (niobium, tungsten, tantalum, molybdenum, rhenium and zirconium) the Group atomises, and the non-reactive metal powders it purchases for PM-HIP — depend on global supply and demand. Certain refractory metals are relatively scarce, are traded in smaller volumes, have historically been more price-volatile, and a substantial portion of global supply is concentrated in a limited number of sources, some outside the United States and subject to tariffs. There is no guarantee the Group can pass increased costs through to customers, and volatility or supply disruption could adversely affect its results of operations.

1.9 Competition
The Group operates in competitive markets against companies with significant manufacturing scale, financial resources and established customer relationships, including substantially larger domestic manufacturers and international manufacturers that may benefit from lower labour costs, government subsidies or favourable currency conditions. The Group's ability to attract and retain customers depends in significant part on matching or exceeding competitors on design, production timelines and cost. If the Group is unable to compete effectively, its revenue, margins and growth prospects could be materially and adversely affected.

1.10 Failure to meet specifications; product and contractual liability
The Group's powders and PM-HIP components are used in demanding, often mission-critical applications and must meet stringent customer specifications. If products fail to meet required specifications, the Group's technology and products may become less competitive and results may be harmed. Defects or non-conformances in products used in critical applications could result in significant liabilities — including personal injury, property damage, loss of production and consequential or punitive damages — and could give rise to contractual default or product-liability claims, any of which could have a material adverse effect on the Group.

1.11 Intellectual property
The Group's success depends on its proprietary technology, processes and know-how, including its atomization processes, powder and post-processing parameters, and proprietary modelling and simulation software. It relies primarily on trade secrets and unpatented proprietary information, together with confidentiality and invention-assignment agreements, to protect its rights. The Group currently holds no issued patents (with one pending U.S. application that may not issue, or may issue with narrower claims) and no registered trademarks. Its intellectual property protections may therefore be more limited than those of competitors with established patent and trademark portfolios, and trade-secret protection does not prevent independent development or reverse-engineering. An inability to protect its intellectual property could adversely affect the Group's business and competitive position.

1.12 Regulatory, compliance and export controls
The defence, space and aviation industries are highly regulated, and the Group faces risks associated with regulatory compliance. Adherence to stringent industry-specific standards involves significant costs relating to quality assurance, certification and continuous monitoring, and non-compliance can result in financial penalties, legal liabilities, operational restrictions and loss of business opportunities. In addition, the Group's products and technology are subject to U.S. export controls, including the International Traffic in Arms Regulations ("ITAR") and the Export Administration Regulations ("EAR"), as well as U.S. economic sanctions administered by the Office of Foreign Assets Control ("OFAC"). The Group is registered with the Directorate of Defense Trade Controls as a manufacturer of defense articles, and certain of its metal alloy powders and related technical data are controlled under the EAR and/or ITAR. Compliance requires the Group to correctly classify products and technology, screen customers and counterparties, restrict access to controlled technical data by non-U.S. persons, obtain required licences or authorisations for certain exports or transfers, and maintain related records. Violations — even if inadvertent — can result in significant civil and criminal penalties, including fines, loss or suspension of export privileges, debarment from government contracting and reputational harm.

1.13 Retention and attraction of skilled employees
The future financial and operational performance of the Group is significantly dependent on the performance and expertise of key personnel given the highly specialised industries in which the Group operates. The Group's ability to operate and scale its production and manufacturing, innovate, maintain high product quality and meet customer demand hinges on its ability to retain experienced personnel and attract new talent with the necessary technical skills and industry knowledge. The unplanned loss of key personnel, or an inability to retain high-performing individuals, may adversely impact the Group's ability to deliver its customer commitments and its future financial performance.

1.14 Future capital requirements and access to capital
The Group is currently loss-making and, until it achieves commercial production of its refractory and titanium alloy powders and PM-HIP components at scale, will continue to incur operating and investing cash outflows. The Group will therefore require substantial additional capital to fund and scale its operations and relies on access to the capital and financial markets. There is no assurance that additional funding will be available on satisfactory terms, or at all; any equity financing is likely to be dilutive to shareholders and may be undertaken at prices below the prevailing market price. Market disruptions — including high inflation, tariffs or adverse economic or capital-market conditions — could increase the Group's cost of borrowing or affect its ability to access financing. The Group has also incurred significant indebtedness, including a US$26.1 million senior secured credit facility with the Export-Import Bank of the United States maturing in June 2034, which contains financial obligations and restrictive covenants that may limit the Group's operating flexibility. If the Group cannot service or repay its indebtedness, or obtain additional financing when needed, there could be a material adverse effect on its business, financial condition and results of operations.

1.15 Going concern
The Group has not been profitable and incurred net losses of $36.5 million in the year ended 30 June 2026 and $24.4 million in the year ended 30 June 2025. The Group expects to continue to incur net losses until such time as it is able to scale commercial production of its refractory and titanium alloy powders and PM-HIP components. At 30 June 2026, the Group had cash and cash equivalents of $19.4 million. As disclosed in Note 2 to the financial statements, these conditions give rise to a material uncertainty that may cast significant doubt on the Group's ability to continue as a going concern.

The Group's ongoing operations depend upon its ability to raise additional funding through the issue of equity securities, convertible securities or debt in public offerings or private placements or, to the extent available, through government grants, tax incentives or other sources. There is no assurance that the Group will be able to raise additional funds on reasonable terms, or at all. If the Group does not obtain additional funding, it may not be able to continue as a going concern and may be forced to curtail or cease operations.

The successful commercialisation and scale-up of the Group's titanium powder production capacity, the development of other refractory alloy powders, and the build-out of its integrated value chain for PM-HIP components depend on the Group's ability to obtain such financing, the availability of which will depend upon prevailing capital market conditions and the Group's business performance. There can be no assurance that the Group will be successful in raising additional funding on terms satisfactory to it. If adequate funding is not available, the Group may be required to delay, reduce the scope of, or discontinue one or more of its development or commercialisation activities, with a material adverse effect on its business, financial condition and results of operations.

1.16 Redomiciliation and dual US/ASX listing
In June 2026 the Company completed its re-domiciliation from Australia to Delaware, and it intends to list its common stock on a U.S. stock exchange while its CDIs (each representing a beneficial interest in 1/40th of a share of common stock) remain listed on the ASX. The Group may not ultimately realise the expected benefits of the re-domiciliation. A dual listing subjects the Group to the rules and regulatory requirements of both markets: as a U.S. SEC registrant it expects to incur significant additional legal, accounting, insurance and compliance costs (including under the Sarbanes-Oxley Act and related SEC rules), and management will need to devote substantial time to compliance, while the Group also remains subject to the ASX Listing Rules and associated Australian requirements in respect of its CDIs. The dual listing may adversely affect the liquidity and value of the Group's securities, as a U.S. stock exchange and the ASX have different trading hours, characteristics, liquidity and investor bases, so the trading prices of the common stock and CDIs may differ and may be affected by arbitrage activity. In addition, the ASX Listing Rules limit the amount of common stock the Group may issue without stockholder approval, which could constrain its ability to raise additional capital.

2. General Risk

2.1 Cybersecurity Risks
Cybersecurity and cyber incidents may adversely affect our business. Attempts to gain unauthorized access to our information technology systems may be related to industrial or other espionage, include the introduction of malware to our computers and networks. The theft, unauthorized use, or publication of our confidential business information could harm our competitive position or otherwise adversely affect our business. In addition, the devotion of additional resources to the security of our information technology systems in the future could significantly increase the cost of doing business or otherwise adversely impact our financial results.

2.2 Insurance risk
The Group intends to insure its operations in accordance with industry practice. However, in certain circumstances, the Group's insurance may not provide adequate insurance cover. The occurrence of an event that is not covered or fully covered by insurance could have a material adverse effect on the business, financial position, and results of the Group.

2.3 Litigation risk
The Group is not currently engaged in any litigation proceedings. There's a risk that a member of the Group could be made a party to such litigation. If any claim was successfully pursued it may adversely impact the financial performance, financial position, cash flow, share price and/or industry standing of the Group.

Environmental regulation
The Group is not subject to any significant environmental regulation under Australian Commonwealth or State law.

Information on Directors

Name:	Mr Hank J. Holland
Title:	Executive Director, Chairman and Chief Executive Officer
Qualifications:	Bachelor of Science in Civil Engineering from Southern Methodist University; and a Master of Agriculture in Agricultural Sciences from Colorado State University.
Experience and expertise:	Mr. Holland has served as Amaero's Executive Director, Chairman and Chief Executive Officer since October 2022, and as President since June 2026. He has been a Founder and Managing Member of Pegasus Growth Capital, a U.S.-based private equity firm, since February 2019, and previously held senior roles at First Republic Investment Management, Merrill Lynch, and Sanford C. Bernstein & Co. He has served as a Senior Advisor and director of OneTrust Home Loans since April 2020 and as a director of Trifecta since December 2017, and has previously served on the boards of LogicSource, W Motors and DYLN. Mr. Holland brings extensive experience in investment, finance and capital markets, and in business development and strategic partnerships across the manufacturing, defense, space and aviation industries.
Other current directorships:	None
Former directorships (last 3 years):	No ASX listed Directorships in the past 3 years. Holland was a Director of LogicSource, Inc, DYLN. Inc, Trifecta, Inc and Warp Speed Mortgage in the U.S. W Motors in the UAE; Project Apollo in Poland.
Interests in shares:	288,200,607 CDIs (7,205,015 shares of Common Stock)
Interests in options:	2,200,000 options over CDIs

Name:	Mr Omer Granit
Title:	Non-Executive Director
Qualifications:	Bachelor of Laws and a Bachelor of Arts in Business Administration from Reichman University; and a Master of Laws in Corporate Law from New York University School of Law, where he was valedictorian.
Experience and expertise:	Mr. Granit joined Amaero's board of directors in November 2022. He has been a Partner at EnPar Capital and the Founder and Managing Partner of June Seventy Sixers, both private investment firms, since September 2022. He was the Founder of West 4 Capital, a London-based hedge fund, from February 2017 (serving as its Managing Partner from February 2017 to February 2021); a Partner at Infinity Ventures from December 2021 to December 2024; and co-Founder and co-CEO of Mixer Global from October 2016 to July 2020. He has served as a director and Executive Chairman of Bluglass Limited, an ASX-listed company, since September 2025. Earlier in his career he was an Associate at White & Case LLP from 2007 to 2009. Mr. Granit is a member of the New York and Israel Bar Associations.
Other current directorships:	Bluglass Ltd (ASX: BLG)
Former directorships (last 3 years):	None
Special responsibilities:	Member of the Audit and Risk Committee until 22 June 2026; Chair of the Remuneration and Nomination Committee from 22 June 2026
Interests in shares:	25,850,366 CDIs (646,259 shares of Common Stock)
Interests in options:	2,200,000 options over CDIs

Name:	Mr Erik Levy
Title:	Non-Executive Director
Qualifications:	Bachelor of Science in Actuarial Mathematics from Concordia University; and a Master of Business Administration in Finance from the University of Toronto, Rotman School of Management.
Experience and expertise:	Mr. Levy has served on Amaero's board of directors since March 2023. He has been a Managing Partner of EnPar Capital since February 2022 and, prior to that, was a Founding Partner and Managing Director of BlackRock's Direct Private Equity business from November 2018 to February 2022. He has also previously served on the boards of directors of a number of private companies, including Skype, Informatica, Acelity and Suddenlink. Mr. Levy brings extensive management and investing experience.
Other current directorships:	None
Former directorships (last 3 years):	No ASX listed directorships in the last 3 years but Erik was previously a Director of Informatica Corporation, Altice USA, Suddenlink Communications, Acelity, JemPak and Skype technologies.
Special responsibilities:	Chair of the Audit and Risk Committee until 22 June 2026; member of the Audit and Risk Committee and the Remuneration and Nomination Committee from 22 June 2026
Interests in shares:	38,889 CDIs (972 shares of Common Stock)
Interests in options:	2,200,000 options over CDIs

Name:	Mr Robert Latta
Title:	Non-Executive Director
Qualifications:	Bachelor of Arts in Economics and a Juris Doctor from Stanford University.
Experience and expertise:	Mr. Latta joined Amaero's board of directors in September 2023. He was a Senior Partner at Wilson Sonsini Goodrich & Rosati from 1979 to 2019 and Senior Of Counsel at the firm from 2019 until his retirement in September 2024, during which time he served on the firm's Executive, Policy, Compensation and WS Investments Committees. He has also served on the board of directors of Western Alliance Bancorporation (NYSE: WAL) since 2015. Mr. Latta brings extensive legal experience advising public and private companies.
Other current directorships:	Western Alliance Bancorporation (NYSE: WAL)
Former directorships (last 3 years):	None
Special responsibilities:	Member of the Audit and Risk Committee and the Remuneration and Nomination Committee from 22 June 2026
Interests in shares:	288,500,607 CDIs (7,212,515 shares of Common Stock)
Interests in options:	2,200,000 options over CDIs

Name:	Mr Jamie Levy
Title:	Non-Executive Director (resigned on 4 August 2026)
Qualifications:	Bachelor of Laws (Hons) and a Bachelor of Commerce (Finance) from Bond University.
Experience and expertise:	Mr. Levy joined Amaero's board of directors in September 2023. He has served as a Senior Advisor to the Abu Dhabi Investment Office (ADIO) since September 2022 and, before that, as General Counsel of ADIO from October 2019 to September 2022. Prior to ADIO, he was a Corporate Law Partner in KPMG Law's Sydney office from 2018 to 2019. He served as General Counsel at Mubadala Development Company from 2008 to 2016 and, from 2006 to 2008, was a private equity fund formation lawyer in the London office of Debevoise & Plimpton LLP. Mr. Levy brings the perspective and experience of a lawyer and business advisor to public and private companies in the defense, space and aviation industries.
Other current directorships:	HA Law
Former directorships (last 3 years):	None
Special responsibilities:	Member of the Audit and Risk Committee until 22 June 2026
Interests in shares:	157,333 CDIs (3,933 shares of Common Stock)
Interests in options:	1,700,000 options over CDIs

Name:	Mr Alistair Cray
Title:	Non-Executive Director (resigned on 4 August 2026)
Qualifications:	Member of the Australian Institute of Company Directors.
Experience and expertise:	Mr. Cray joined Amaero's board of directors in October 2024. He is an experienced investor with a focus on fundamental, technical and macro analysis of small-cap ASX companies and, as a high-net-worth investor and one of Amaero's largest shareholders, provides a representative perspective for individual and high-net-worth investors. He began his investment career as a registered representative of the London Stock Exchange, broking for listed companies from 1987 to 1989, before emigrating to Australia, where he established, acquired and built numerous real estate services businesses. He has served as a director of Emerald Lakes Pty Ltd since 2020 and as the sole director of Allcare Investments Pty Ltd since 1999, and is a member of the Australian Institute of Company Directors. Mr. Cray brings over 39 years of experience as an investor, business owner and business advisor.
Other current directorships:	None
Former directorships (last 3 years):	None
Interests in shares:	9,876,599 CDIs (246,915 shares of Common Stock)
Interests in options:	1,637,500 options over CDIs

Name:	Mr Tim Johnson
Title:	Non-Executive Director (appointed on 1 June 2026)
Qualifications:	Bachelor of Science in Business, Accounting from Miami University; and a Certified Public Accountant.
Experience and expertise:	Mr. Johnson joined Amaero's board of directors in June 2026. He served as Chief Financial and Administrative Officer of Victoria's Secret & Company (NYSE: VSXY) from June 2021 until his retirement in May 2025, and previously as Chief Financial and Administrative Officer of Big Lots Incorporated (NYSE: BIG) from 2015 to 2019 and as its Chief Financial Officer from 2012 to 2015, having held various other executive roles there from 2000 to 2012. He currently serves on the boards of directors of Dollar Tree, Inc. (NASDAQ: DLTR) since February 2025, Brinker International, Inc. (NYSE: EAT) since February 2025, and Driven Brands, Inc. (NASDAQ: DRVN) since January 2026, and previously served on the board of The Aaron's Company, Inc. (NYSE: AAN) from April 2021 until October 2024. He has been Managing Director of his consulting firm, Fairway Consulting LLC, since 2020, and began his career in public accounting at Coopers & Lybrand. Mr. Johnson brings a broad-based business perspective and extensive financial experience as a director and chief financial officer of publicly traded companies.
Other current directorships:	Dollar Tree Inc. (NASDAQ: DLTR), Brinker International Inc. (NYSE: EAT), and Driven Brands, Inc. (NASDAQ: DRVN)
Former directorships (last 3 years):	Aaron's Company, Inc. (NYSE: AAN)
Special responsibilities:	Chair of the Audit and Risk Committee from 22 June 2026
Interests in shares:	288,200,607 CDIs (7,205,015 shares of Common Stock)
Interests in options:	600,000 options over CDIs

Name:	Mr Eric Bono
Title:	Executive Director (resigned on 1 June 2026) and Chief Technology Officer
Qualifications:	Bachelor of Science in Mechanical Engineering and a Master of Science in Mechanical Engineering (Solid Mechanics) from the University of Pittsburgh; and a Master of Business Administration from Carnegie Mellon University (concentrations in Entrepreneurship and Marketing).
Experience and expertise:	Mr. Bono has served as Amaero's Chief Technology Officer since August 2023 and previously served as a member of the board of directors and as President from August 2023 to June 2026. From October 2020 to August 2023 he was VP Sales and Development at 6K Additive, a private advanced materials manufacturer that listed on the ASX in 2025, and before that was Commercial Lead, Additive Manufacturing at Carpenter Technology Corporation (NYSE: CRS) from March 2017 to October 2020 and at Puris, LLC, a private titanium powder manufacturer, from March 2014 to March 2017. Over more than 29 years, Mr. Bono has held leadership roles across technical and sales functions, and brings extensive experience and relationships in powder metallurgy, additive manufacturing, and PM-HIP manufacturing.
Other current directorships:	None
Former directorships (last 3 years):	None
Interests in shares:	505,769 CDIs (12,644 shares of Common Stock)
Interests in options:	11,680,769 options over CDIs

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

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

ASX Liaison Officer

Ms Laura Newell, Laura is a Chartered Secretary with Source Governance and has over 16 years' experience in providing company secretarial and corporate advisory services to ASX and NSX listed companies across a variety of sectors. She has also acted as company secretary for public unlisted and proprietary companies, monitoring and managing their corporate governance and compliance frameworks.

Meetings of Directors

The number of meetings of the Company's Board of Directors ('the Board') held during the year ended 30 June 2026, and the number of meetings attended by each Director were:

	Full Board		Audit and Risk Committee	
	Attended	Held	Attended	Held
Mr Hank Holland	8	8	-	-
Mr Eric Bono	8	8	-	-
Mr Erik Levy	8	8	2	2
Mr Alistair Cray	8	8	-	-
Mr Robert Latta	8	8	-	-
Mr Jamie Levy	7	8	1	2
Mr Omer Granit	7	8	2	2

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

On 22 June 2026, the Company established a Remuneration and Nomination Committee with no meetings held during the year ended 30 June 2026.

Remuneration report (audited)
The remuneration report details the key management personnel remuneration arrangements for the Group, in accordance with the requirements of the Corporations Act 2001 and its Regulations.

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

The remuneration report is set out under the following main headings:
- Principles used to determine the nature and amount of remuneration
- Details of remuneration
- Service agreements
- Share-based compensation
- Additional information
- Additional disclosures relating to key management personnel

Principles used to determine the nature and amount of remuneration
The objective of the Group's executive reward framework is to ensure reward for performance is competitive and appropriate for the results delivered. The framework aligns executive reward with the achievement of strategic objectives and the creation of value for shareholders, and it is considered to conform to the market best practice for the delivery of reward. The Board of Directors ('the Board') ensures that executive reward satisfies the following key criteria for good reward governance practices:
- competitiveness and reasonableness;
- acceptability to shareholders;
- performance linkage / alignment of executive compensation; and
- transparency.

The Board is responsible for determining and reviewing remuneration arrangements for its Directors and executives. The performance of the Group depends on the quality of its Directors and executives. The remuneration philosophy is to attract, motivate and retain high performance and high quality personnel.

In consultation with external remuneration consultants (refer to the section 'Use of remuneration consultants' below), the Board has structured an executive remuneration framework that is market competitive and complementary to the reward strategy of the Group.

The reward framework is designed to align executive reward to shareholders' interests. The Board has considered that it should seek to enhance shareholders' interests by:
- having economic profit as a core component of plan design;
- focusing on sustained growth in shareholder wealth, consisting of dividends and growth in share price, and delivering constant or increasing return on assets as well as focusing the executive on key non-financial drivers of value; and
- attracting and retaining high calibre executives.

Additionally, the reward framework should seek to enhance executives' interests by:
- rewarding capability and experience;
- reflecting competitive reward for contribution to growth in shareholder wealth; and
- providing a clear structure for earning rewards.

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

Non-executive Directors' remuneration
Fees and payments to non-executive Directors reflect the demands and responsibilities of their role. Non-executive Directors' fees and payments are reviewed annually by the Board. The Board may, from time to time, receive advice from independent remuneration consultants to ensure non-executive Directors' fees and payments are appropriate and in line with the market. The chairman's fees are determined independently to the fees of other non-executive Directors based on comparative roles in the external market. The chairman is not present at any discussions relating to the determination of his own remuneration.

ASX listing rules require the aggregate non-executive Directors' remuneration be determined periodically by a general meeting. The most recent determination was at the Annual General Meeting held on 5 December 2019, where the shareholders approved a maximum annual aggregate remuneration of $500,000.

	2026 $	2025 $
Chair	90,000	90,000
Director	75,000	75,000
Chair of committee	15,000	15,000

Executive remuneration
The Group aims to reward executives based on their position and responsibility, with a level and mix of remuneration which has both fixed and variable components.

The executive remuneration and reward framework has four components:
- base pay and non-monetary benefits;
- short-term performance incentives;
- long-term incentives; and
- other remuneration such as superannuation and long service leave.

The combination of these comprises the executive's total remuneration.

Fixed remuneration, consisting of base salary, superannuation and non-monetary benefits, are reviewed annually by the Board based on individual and business unit performance, the overall performance of the Group and comparable market remunerations.

Executives may receive their fixed remuneration in the form of cash or other fringe benefits (for example motor vehicle benefits) where it does not create any additional costs to the Group and provides additional value to the executive.

The short-term incentives ('STI') program is designed to align the targets of the business units with the performance hurdles of executives. STI payments are granted to executives based on specific annual targets and key performance indicators ('KPI's') being achieved.

The long-term incentives ('LTI') are share-based payments. Shares and/or options are awarded to executives over a period of three years based on long-term incentive measures. These include increase in shareholders' value relative to the entire market and the increase compared to the Group's direct competitors. The Board reviewed the long-term equity-linked performance incentives specifically for executives during the year ended 30 June 2024.

Consolidated entity performance and link to remuneration
Remuneration for certain individuals is directly linked to the performance of the Group. A portion of cash bonus and incentive payments are dependent on defined earnings per share targets being met. The remaining portion of the cash bonus and incentive payments are at the discretion of the Board. Refer to the section 'Additional information' below for details of the earnings and total shareholders return for the last five years.

The Board is of the opinion that the continued improved results can be attributed in part to the adoption of performance based compensation and is satisfied that this improvement will continue to increase shareholder wealth if maintained over the coming years.

Use of remuneration consultants

During the financial year ended 30 June 2026, the Group engaged Korn Ferry (AU) Pty Ltd (“Korn Ferry”) as a remuneration consultant to review the remuneration of the Chairman and Chief Executive Officer and to benchmark Non-Executive Director remuneration, informed by both ASX and U.S. market data, in connection with the Group’s re-domiciliation and potential listing in the United States. Korn Ferry provided a remuneration recommendation (as defined in the Corporations Act 2001 (Cth)) in relation to the quantum and structure of the Chairman and Chief Executive Officer’s remuneration. The total amount paid or payable to Korn Ferry in respect of the remuneration recommendation and related benchmarking services was $103,600. The engagement with Korn Ferry was led by Mr Omer Granit, an independent Non-Executive Director and Chair of the Company’s Remuneration and Nomination Committee, and the remuneration recommendation was considered by the Company’s non-executive directors. The Board is satisfied that the recommendation was made free from undue influence by the member of key management personnel to whom it related, noting that Korn Ferry was engaged and instructed independently of the affected key management personnel.

Voting and comments made at the Company's 2025 Annual General Meeting ('AGM')

At the 2025 AGM, 73.37% of the votes received supported the adoption of the remuneration report for the year ended 30 June 2025. The Board acknowledges the feedback and has taken this into consideration as it reviewed the Company’s remuneration framework and practices.

Details of remuneration

Amounts of remuneration
Details of the remuneration of key management personnel of the Group are set out in the following tables.

The key management personnel of the Group consisted of the Directors of Amaero Inc. and the following persons:
- Mr Jay Chandran - Chief Operating Officer
- Ms Melissa Denton - Chief Administration Officer
- Mr Michael Maher - Chief Strategy and Commercial Officer
- Mr Eric Bono - Chief Technology Officer
- Mr Brett Paduch - Chief Financial Officer

	Short-term benefits				Post-employment benefits		Share-based payments	
	Salary and fees	Bonus	Non-monetary benefits [(a)]	Annual leave [(b)]	Superannuation	Termination benefits [(c)]	Equity settled	Total
2026	$	$	$	$	$	$	$	
Non-Executive Directors:								
Mr Omer Granit	75,000	-	-	-	-	-	79,549	154,549
Mr Erik Levy	90,000	-	-	-	-	-	79,549	169,549
Mr Robert Latta	75,000	-	-	-	-	-	79,549	154,549
Mr Jamie Levy	75,000	-	-	-	-	-	79,549	154,549
Mr Alistair Cray	75,000	-	-	-	-	-	79,549	154,549
Mr Tim Johnson [(d)]	25,114	-	-	-	-	-	6,446	31,560
Executive Directors:								
Mr Hank J. Holland	828,515	297,951	136,192	13,825	20,183	-	79,549	1,376,215
Mr Eric Bono [(d)]	807,265	238,841	-	13,825	27,820	-	361,013	1,448,764
Other Key Management Personnel:								
Mr Jay Chandran	123,972	-	-	-	4,959	122,217	45,530	296,678
Ms Melissa Denton	275,433	12,154	-	5,841	13,907	-	83,884	391,219
Mr Michael Maher	462,551	21,617	-	8,987	40,207	-	294,326	827,688
Mr Brett Paduch	613,803	-	-	6,044	17,983	-	964,850	1,602,680
	3,526,653	570,563	136,192	48,522	125,059	122,217	2,233,343	6,762,549

(a) Non-monetary benefits represent housing allowance and reimbursement of relocation expenses.
(b) Annual leave represents accrued annual leave earned through 30 June 2026 and paid out in cash in lieu of vacation days taken.
(c) On 12 December 2025, Mr Chandran entered into a Separation Agreement and received a severance payment of $122,217.
(d) Mr. Eric Bono resigned as Executive Director, effective 1 June 2026 and Mr Tim Johnson was appointed Non- Executive Director on 1 June 2026.

2025	Short-term benefits: Salary and fees $	Short-term benefits: Bonus $	Short-term benefits: Annual leave $	Post-employment benefits: Superannuation $	Share-based payments: Equity-settled $	Total $
Non-Executive Directors:						
Mr Omer Granit	70,000	-	-	-	103,608	173,608
Mr Erik Levy	80,000	-	-	-	103,608	183,608
Mr Robert Latta	70,000	-	-	-	103,608	173,608
Mr Jamie Levy	70,000	-	-	-	103,608	173,608
Mr Alistair Cray [(a)]	50,000	-	-	-	76,088	126,088
Ms Lucy Robb Vujcic [(a)]	25,000	-	-	-	27,520	52,520
Executive Directors:						
Mr Hank J. Holland	830,885	192,832	-	33,235	103,607	1,160,559
Mr Eric Bono	820,959	64,278	-	32,838	593,590	1,511,665
Other Key Management Personnel:						
Mr Jay Chandran	462,797	-	-	18,512	170,905	652,214
Ms Melissa Denton [(b)]	187,433	15,427	-	-	119,341	322,201
Mr Michael Maher [(b)]	206,874	-	-	8,227	112,770	327,871
Mr Chris Scanlon [(c)]	395,676	-	-	15,827	173,317	584,820
	3,269,624	272,537	-	108,639	1,791,570	5,442,370

(a) Ms Lucy Robb Vujcic resigned as Non-Executive Director on 29 October 2024 and Mr Alistair Cray was appointed Non-Executive Director on 29 October 2024.
(b) Ms Melissa Denton was appointed as a KMP on 30 September 2024 and Mr Michael Maher was appointed on 2 January 2025, hence their remuneration represents from their appointment date to year end.
(c) Mr Chris Scanlon resigned as Chief Financial Officer on 30 April 2025.

The proportion of remuneration linked to performance and the fixed proportion are as follows:

Name	Fixed remuneration 2026	Fixed remuneration 2025	At risk - STI 2026	At risk - STI 2025	At risk - LTI 2026	At risk - LTI 2025
Non-Executive Directors:						
Mr Omer Granit	49%	40%	-	-	51%	60%
Mr Erik Levy	53%	44%	-	-	47%	56%
Mr Robert Latta	49%	40%	-	-	51%	60%
Mr Jamie Levy	49%	40%	-	-	51%	60%
Mr Alistair Cray	49%	40%	-	-	51%	60%
Mr Tim Johnson	80%	-	-	-	20%	-
Ms Lucy Robb Vujcic	-	48%	-	-	-	52%
Executive Directors:						
Mr Hank J. Holland	72%	74%	22%	17%	6%	9%
Mr Eric Bono	59%	57%	16%	4%	25%	39%
Other Key Management Personnel:						
Mr Jay Chandran	85%	74%	-	-	15%	26%
Ms Melissa Denton	76%	58%	3%	5%	21%	37%
Mr Michael Maher	61%	66%	3%	-	36%	34%
Mr Brett Paduch	40%	-	-	-	60%	-
Mr Chris Scanlon	-	70%	-	-	-	30%

Bonuses are dependent on meeting defined performance measures. The amount of the bonus is determined having regard to the satisfaction of performance measures as described above in the section 'Consolidated entity performance and link to remuneration'. The maximum bonus values are established at the start of each financial year and amounts payable are determined by the Board and paid in the final month of the financial year.

The proportion of the bonus paid/payable or forfeited is as follows:

	Bonus paid/payable		Bonus forfeited	
Name	2026	2025	2026	2025
Executive Directors:				
Mr Hank J. Holland	100%	100%	-	-
Mr Eric Bono	100%	100%	-	-
Other Key Management Personnel:				
Mr Jay Chandran	-	-	-	-
Ms Melissa Denton	100%	100%	-	-
Mr Michael Maher	100%	-	-	-
Mr Chris Scanlon	-	-	-	-
Mr Brett Paduch	-	-	-	-

Service agreements

Remuneration and other terms of employment for key management personnel are formalised in service agreements. The agreements summarised below reflect the terms in place during the year ended 30 June 2026; subsequent to year end, the Company entered into a new employment agreement with Chairman and Chief Executive Officer, Mr Hank Holland (refer to Matters subsequent to the end of the financial year). Details of these agreements are as follows:

Name:	Mr Hank J. Holland
Title:	Chairman and Chief Executive Officer
Agreement commenced:	24 August 2023
Term of agreement:	No fixed term
Details:	Salary of $738,514 per annum plus superannuation. Performance incentives: Annual cash bonus equal up to 25% of salary.

Name:	Mr Eric Bono
Title:	President & Chief Technical Officer
Agreement commenced:	21 August 2023
Term of agreement:	No fixed term
Details:	Salary of $738,514 per annum plus superannuation. Options issued on commencing employment was 10,000,000. Performance incentives: Annual cash bonus equal up to 25% of salary. Additionally, a cash bonus for a period of five years following the commencement of employment with the Company equal to 12.5% of the amount of the Gross Profit that the Company receives from PM-HIP manufacturing of near net shape parts, so long as the Company exceeds a minimum Gross Profit threshold of 40% as determined by the Company.

Name:	Mr Jay Chandran
Title:	Chief Operating Officer
Agreement commenced:	11 September 2023
Term of agreement:	No fixed term
Details:	Salary of $443,108.62 per annum plus superannuation. Stock options issued on commencing employment was 3,000,000. On 12 December 2025, Mr. Chandra entered into a Separation Agreement and received a severance payment of $122,217. Performance incentives: Annual number of options to be determined on the Black Scholes option pricing model that values 25% of base salary on the date of grant.

Name:	Ms Melissa Denton
Title:	Chief Administrative Officer
Agreement commenced:	30 September 2024
Term of agreement:	No fixed term
Details:	Current salary of $288,020.60 per annum plus superannuation. Stock options issued on commencing employment was 810,000.

Name:	Mr Michael Maher
Title:	Chief Strategy and Commercial Officer
Agreement commenced:	2 January 2025
Term of agreement:	No fixed term
Details:	Current salary of $480,034 per annum plus superannuation. Stock options issued on commencing employment was 1,000,000 and 2,000,000 options were issued upon promotion. Performance incentives: Annual number of options to be determined on the Black Scholes option pricing model that values 25% of base salary on the date of grant.

Name:	Mr Brett Paduch
Title:	Chief Financial Officer
Agreement commenced:	27 June 2025
Term of agreement:	No fixed term
Details:	Salary of $480,034 per annum plus superannuation. Stock options issued on commencing employment was 2,350,000. On 14 November 2025, Mr. Paduch's employment agreement was amended to increase his annual base salary to $664,662. Performance incentives: Annual number of options to be determined on the Black Scholes option pricing model that values 25% of base salary on the date of grant.

Key management personnel have no entitlement to termination payments in the event of removal for misconduct.

Share-based compensation

Issue of shares
There were no shares issued to Directors and other key management personnel as part of compensation during the year ended 30 June 2026.

Options
The terms and conditions of each grant of options over CDIs affecting remuneration of directors and other key management personnel in this financial year or future reporting years are as follows:

Name	Number of options granted	Grant date	Vesting date and exercisable date	Expiry date	Exercise price	Fair value per option at grant date
Mr Omer Granit	600,000	29-Oct-24	29-Oct-25	08-Nov-27	$0.3480	$0.1897
Mr Omer Granit	600,000	25-Nov-25	18-Nov-26	22-Nov-28	$0.2307	$0.1150
Mr Erik Levy	600,000	29-Oct-24	29-Oct-25	08-Nov-27	$0.3480	$0.1897
Mr Erik Levy	600,000	25-Nov-25	18-Nov-26	22-Nov-28	$0.2307	$0.1150
Mr Robert Latta	600,000	29-Oct-24	29-Oct-25	08-Nov-27	$0.3480	$0.1897
Mr Robert Latta	600,000	25-Nov-25	18-Nov-26	22-Nov-28	$0.2307	$0.1150
Mr Jamie Levy	600,000	29-Oct-24	29-Oct-25	08-Nov-27	$0.3480	$0.1897
Mr Jamie Levy	600,000	25-Nov-25	18-Nov-26	22-Nov-28	$0.2307	$0.1150
Mr Alistair Cray	600,000	29-Oct-24	29-Oct-25	08-Nov-27	$0.3480	$0.1897
Mr Alistair Cray	600,000	25-Nov-25	18-Nov-26	22-Nov-28	$0.2307	$0.1150
Mr Tim Johnson	600,000	05-Jun-26	05-Jun-27	08-Jun-29	$0.3140	$0.1569
Mr Hank J. Holland	600,000	29-Oct-24	29-Oct-25	08-Nov-27	$0.3480	$0.1897
Mr Hank J. Holland	600,000	25-Nov-25	18-Nov-26	22-Nov-28	$0.2307	$0.1150
Mr Eric Bono	2,000,000	31-Oct-23	28-Aug-25	31-Oct-33	$0.1860	$0.1857
Mr Eric Bono	2,000,000	31-Oct-23	28-Aug-26	31-Oct-33	$0.1860	$0.1982
Mr Eric Bono	2,000,000	31-Oct-23	28-Aug-27	31-Oct-33	$0.1860	$0.2075
Mr Eric Bono	600,000	29-Oct-24	29-Oct-25	08-Nov-27	$0.3480	$0.1897
Mr Eric Bono	600,000	25-Nov-25	18-Nov-26	22-Nov-28	$0.2307	$0.1150
Mr Jay Chandran *	500,000	31-Oct-23	11-Sep-25	31-Oct-33	$0.1910	$0.1855
Mr Jay Chandran *	500,000	31-Oct-23	11-Sep-26	31-Oct-33	$0.1910	$0.1978
Mr Jay Chandran *	500,000	31-Oct-23	11-Sep-27	31-Oct-33	$0.1910	$0.2073
Mr Jay Chandran *	100,000	09-Jan-24	09-Jan-26	03-Jan-34	$0.2150	$0.1413
Mr Jay Chandran *	100,000	09-Jan-24	09-Jan-27	03-Jan-34	$0.2150	$0.1413
Mr Jay Chandran *	100,000	09-Jan-24	09-Jan-28	03-Jan-34	$0.2150	$0.1413
Mr Jay Chandran *	125,000	12-Feb-25	12-Feb-26	11-Feb-35	$0.3320	$0.2048
Mr Jay Chandran *	125,000	12-Feb-25	12-Feb-27	11-Feb-35	$0.3320	$0.2048
Mr Jay Chandran *	125,000	12-Feb-25	12-Feb-28	11-Feb-35	$0.3320	$0.2048
Ms Melissa Denton	162,000	30-Sep-24	30-Sep-25	30-Sep-34	$0.2720	$0.2822
Ms Melissa Denton	162,000	30-Sep-24	30-Sep-26	30-Sep-34	$0.2720	$0.2822
Ms Melissa Denton	162,000	30-Sep-24	30-Sep-27	30-Sep-34	$0.2720	$0.2822
Ms Melissa Denton	162,000	30-Sep-24	30-Sep-28	30-Sep-34	$0.2720	$0.2822
Ms Melissa Denton	16,875	12-Feb-25	12-Feb-26	11-Feb-35	$0.3320	$0.2048
Ms Melissa Denton	16,875	12-Feb-25	12-Feb-27	11-Feb-35	$0.3320	$0.2048
Ms Melissa Denton	16,875	12-Feb-25	12-Feb-28	11-Feb-35	$0.3320	$0.2048
Ms Melissa Denton	67,866	16-Jan-26	16-Jan-26	16-Jan-29	$0.3150	$0.1564
Ms Melissa Denton	67,866	16-Jan-26	16-Jan-27	16-Jan-29	$0.3150	$0.1564
Ms Melissa Denton	67,866	16-Jan-26	16-Jan-28	16-Jan-29	$0.3150	$0.1564
Mr Michael Maher	250,000	06-Jan-25	06-Jan-26	06-Jan-35	$0.2950	$0.2167
Mr Michael Maher	250,000	06-Jan-25	06-Jan-27	06-Jan-35	$0.2950	$0.2167
Mr Michael Maher	250,000	06-Jan-25	06-Jan-28	06-Jan-35	$0.2950	$0.2167
Mr Michael Maher	250,000	06-Jan-25	06-Jan-29	06-Jan-35	$0.2950	$0.2167
Mr Michael Maher	500,000	17-Mar-25	17-Mar-26	17-Mar-35	$0.2650	$0.1958
Mr Michael Maher	500,000	17-Mar-25	17-Mar-27	17-Mar-35	$0.2650	$0.1958
Mr Michael Maher	500,000	17-Mar-25	17-Mar-28	17-Mar-35	$0.2650	$0.1958
Mr Michael Maher	500,000	17-Mar-25	17-Mar-29	17-Mar-35	$0.2650	$0.1958
Mr Michael Maher	120,710	16-Jan-26	16-Jan-26	16-Jan-29	$0.3150	$0.1564

Name	Number of options granted	Grant date	Vesting date and exercisable date	Expiry date	Exercise price	Fair value per option at grant date
Mr Michael Maher	120,710	16-Jan-26	16-Jan-27	16-Jan-29	$0.3150	$0.1564
Mr Michael Maher	120,710	16-Jan-26	16-Jan-28	16-Jan-29	$0.3150	$0.1564
Mr Brett Paduch	470,000	22-Jul-25	22-Jul-25	22-Jul-35	$0.4160	$0.3748
Mr Brett Paduch	470,000	22-Jul-25	14-Jul-26	22-Jul-35	$0.4160	$0.3748
Mr Brett Paduch	470,000	22-Jul-25	14-Jul-27	22-Jul-35	$0.4160	$0.3748
Mr Brett Paduch	470,000	22-Jul-25	14-Jul-28	22-Jul-35	$0.4160	$0.3748
Mr Brett Paduch	470,000	22-Jul-25	14-Jul-29	22-Jul-35	$0.4160	$0.3748
Mr Brett Paduch	530,000	25-Nov-25	25-Nov-25	25-Nov-35	$0.2350	$0.1795
Mr Brett Paduch	530,000	25-Nov-25	25-Nov-26	25-Nov-35	$0.2350	$0.1795
Mr Brett Paduch	530,000	25-Nov-25	25-Nov-27	25-Nov-35	$0.2350	$0.1795
Mr Brett Paduch	530,000	25-Nov-25	25-Nov-28	25-Nov-35	$0.2350	$0.1795
Mr Brett Paduch	530,000	25-Nov-25	25-Nov-29	25-Nov-35	$0.2350	$0.1795
Mr Brett Paduch	440,400	18-Dec-25	18-Dec-25	18-Dec-35	$0.2600	$0.1993
Mr Brett Paduch	440,400	18-Dec-25	18-Dec-26	18-Dec-35	$0.2600	$0.1993
Mr Brett Paduch	440,400	18-Dec-25	18-Dec-27	18-Dec-35	$0.2600	$0.1993
Mr Brett Paduch	440,400	18-Dec-25	18-Dec-28	18-Dec-35	$0.2600	$0.1993
Mr Brett Paduch	440,400	18-Dec-25	18-Dec-29	18-Dec-35	$0.2600	$0.1993
Mr Brett Paduch	155,154	16-Jan-26	16-Jan-26	16-Jan-29	$0.3150	$0.1564
Mr Brett Paduch	155,154	16-Jan-26	16-Jan-27	16-Jan-29	$0.3150	$0.1564
Mr Brett Paduch	155,154	16-Jan-26	16-Jan-28	16-Jan-29	$0.3150	$0.1564

* Mr Jay Chandran was granted no new options during FY2026. The options shown were being expensed during the year; all of his outstanding options were exercised (by cashless exercise on 23 December 2025) or lapsed during FY2026, and none remain outstanding at 30 June 2026.

Option granted carry no dividend or voting rights.

Values of options over CDIs granted, exercised and lapsed for Directors and other key management personnel as part of compensation during the year ended 30 June 2026 are set out below:

Name	Value of options granted during the year $	Value of options exercised during the year $	Value of options lapsed during the year $	Remuneration consisting of options for the year %
Mr Hank Holland	79,549	-	-	6%
Mr Omer Granit	79,549	-	-	51%
Mr Eric Bono	361,013	-	-	25%
Mr Erik Levy	79,549	-	-	47%
Mr Robert Latta	79,549	-	-	51%
Mr Jamie Levy	79,549	-	-	51%
Mr Alistair Cray	79,549	-	-	51%
Mr Tim Johnson	6,446	-	-	20%
Mr Jay Chandran	45,530	(107,240)	(321,744)	15%
Ms Melissa Denton	83,884	-	-	21%
Mr Michael Maher	294,326	-	-	36%
Mr Brett Paduch	964,850	-	-	60%

Performance rights
There were no performance rights over CDIs issued to Directors and other key management personnel as part of compensation that were outstanding as at 30 June 2026.

Additional information

The earnings of the Group for the five years to 30 June 2026 are summarised below:

	2026 $	2025 $	2024 $	2023 $	2022 $
Revenue from contracts with customers	18,146,327	3,812,978	902,573	790,514	569,834
Loss after income tax	(36,515,350)	(24,434,935)	(18,785,306)	(12,527,776)	(8,621,489)

The factors that are considered to affect total shareholders return ('TSR') are summarised below:

	2026	2025	2024	2023	2022
CDI price at financial year end ($)	0.25	0.37	0.38	0.10	0.17
Basic earnings per CDI (cents per CDI)	(4.00)	(3.92)	(4.04)	(3.62)	(4.17)

Additional disclosures relating to key management personnel

Shareholding

The number of CDIs (shares of Common Stock) in the Company held during the financial year by each Director and other members of key management personnel of the Group, including their personally related parties, is set out below:

	Balance at the start of the year (CDIs)	Additions (CDIs)	Disposals / other (CDIs)	Balance at the end of the year (CDIs)	Balance at the end of the year (Shares of Common Stock)
Mr Hank J. Holland*	196,291,635	91,908,972	-	288,200,607	7,205,015
Mr Eric Bono	505,769	-	-	505,769	12,644
Mr Omer Granit	20,878,140	4,972,226	-	25,850,366	646,259
Mr Erik Levy	-	38,889	-	38,889	972
Mr Jamie Levy	157,333	-	-	157,333	3,933
Mr Robert Latta*	196,346,635	92,153,972	-	288,500,607	7,212,515
Mr Alistair Cray	8,130,426	1,746,173	-	9,876,599	246,915
Mr Tim Johnson*	196,291,635	91,908,972	-	288,200,607	7,205,015
Mr Jay Chandran	1,093,882	412,145	(94,273)	1,411,754	35,294
Mr Brett Paduch	-	951,000	-	951,000	23,776
Less: relevant interest attributable to more than one director*	(392,583,270)	(183,817,944)	-	(576,401,214)	(14,410,030)
	227,112,185	100,274,405	(94,273)	327,292,317	8,182,308

* Pegasus Growth Capital Fund I LP holds 288,200,607 CDIs (7,205,015 shares of Common Stock) in the Company. Each of Mr Holland, Mr Latta and Mr Johnson has a relevant interest (as defined in section 608 of the Corporations Act 2001) in these CDIs (shares of Common Stock). As they are attributable to more than one director, they are reflected only once in the aggregate total, so that the total does not overstate the number of shares in which key management personnel hold a relevant interest.

Each CDI represents a beneficial interest in 1/40th of a share of Common Stock. Ordinary shares in Amaero Ltd held before the redomiciliation on 22 June 2026 are shown as the equivalent number of CDIs (one CDI for each ordinary share).

The participation of key management personnel in the Company’s share issuance during the year was on the same terms as those offered to all shareholders.

Option holding
The number of options over CDIs in the Company held during the financial year by each Director and other members of key management personnel of the Group, including their personally related parties, is set out below:

	Balance at the start of the year	Granted	Exercised	Acquired/ expired/ forfeited/ other	Balance at the end of the year
Mr Hank J. Holland*	171,451,503	600,000	(169,851,503)	-	2,200,000
Mr Eric Bono	11,080,769	600,000	-	-	11,680,769
Mr Omer Granit*	15,100,493	600,000	(8,402,034)	(5,098,459)	2,200,000
Mr Erik Levy	1,600,000	600,000	-	-	2,200,000
Mr Robert Latta*	171,451,503	600,000	(169,851,503)	-	2,200,000
Mr Jamie Levy	1,100,000	600,000	-	-	1,700,000
Mr Alistair Cray	1,983,673	600,000	(946,173)	-	1,637,500
Mr Tim Johnson*	169,851,503	600,000	(169,851,503)	-	600,000
Mr Jay Chandran	4,336,538	-	(1,700,000)	(2,636,538)	-
Ms Melissa Denton	860,625	203,598	-	-	1,064,223
Mr Michael Maher	3,000,000	362,130	-	-	3,362,130
Mr Brett Paduch	-	7,667,462	-	-	7,667,462
Less: relevant interest attributable to more than one director*	(339,703,006)	-	339,703,006	-	-
	212,113,601	13,033,190	(180,899,710)	(7,734,997)	36,512,084

* Pegasus Growth Capital Fund I LP held 169,851,503 options over CDIs in the Company at the start of the year. Each of Mr Holland, Mr Latta, and Mr Johnson had a relevant interest (as defined in section 608 of the Corporations Act 2001) in these options. As they are attributable to more than one director, they are reflected only once in the aggregate total, so that the total does not overstate the number of options over CDIs in which key management personnel hold a relevant interest.

This concludes the remuneration report, which has been audited.

CDIs under option
Unissued CDIs of Amaero Inc. under option at the date of this report are as follows:

Grant date	Expiry date	Exercise price	Number under option
31/10/2023	31/10/2033	$0.190	2,000,000
31/10/2023	31/10/2033	$0.190	10,000,000
31/10/2023	31/10/2033	$0.190	2,750,000
31/10/2023	31/10/2033	$0.190	2,000,000
11/08/2023	11/08/2033	$0.250	2,500,000
27/12/2023	27/12/2026	$0.240	25,681,952
04/05/2024	04/05/2027	$0.500	1,000,000
29/04/2024	16/12/2033	$0.280	3,553,000
06/04/2024	31/10/2033	$0.250	950,000
06/04/2024	27/11/2033	$0.170	2,500,000
06/04/2024	06/04/2034	$0.410	4,125,000
06/04/2024	02/08/2027	$0.360	1,000,000
08/05/2024	08/05/2029	$0.390	2,000,000
15/10/2024	02/08/2027	$0.360	1,000,000
11/08/2024	11/08/2027	$0.500	1,000,000
11/08/2024	11/08/2027	$0.500	2,000,000
29/10/2024	11/08/2027	$0.350	4,200,000
30/09/2024	30/09/2034	$0.270	810,000
06/01/2025	06/01/2035	$0.300	1,000,000
31/01/2025	30/01/2035	$0.330	351,000
12/02/2025	11/02/2035	$0.330	2,044,375
17/03/2025	17/03/2035	$0.270	2,000,000
22/07/2025	22/07/2035	$0.416	2,350,000
22/07/2025	22/07/2035	$0.463	494,000
10/01/2025	10/01/2035	$0.360	3,682,354
25/11/2025	22/11/2028	$0.230	4,200,000
25/11/2025	25/11/2035	$0.235	4,273,400
18/12/2025	18/12/2035	$0.260	5,631,250
16/01/2026	16/01/2029	$0.315	5,211,662
20/02/2026	20/02/2036	$0.275	4,443,780
28/04/2026	28/04/2031	$0.350	2,108,000
03/06/2026	03/06/2031	$0.330	3,510,900
08/06/2026	08/06/2029	$0.314	600,000
			110,970,673

On 22 June 2026, each option over an ordinary share of Amaero Ltd was cancelled and exchanged for a new option over a CDI of Amaero Inc., and the exercise price of each replacement option was redenominated from Australian dollars to US dollars at the fixed scheme rate of A$1.00 = US$0.7004. Exercise prices in this table are presented in Australian dollars, being the amounts applying on grant and their fixed-rate equivalent following redomiciliation.

No person entitled to exercise the options had or has any right by virtue of the option to participate in any share issue of the Company or of any other body corporate.

CDIs issued on the exercise of options
The following CDIs of Amaero Inc. were issued during the year ended 30 June 2026 and up to the date of this report on the exercise of options granted:

Date options granted	Exercise price	Number of CDIs issued
01/08/2022	$0.420	176,165
02/12/2022	$0.180	118,304,042
31/10/2023	$0.390	541,714
31/10/2023	$0.191	398,924
27/12/2023	$0.240	16,946,895
09/01/2024	$0.243	13,221
18/12/2025	$0.260	8,176
16/01/2026	$0.315	1,196
		136,390,333

Shares issued on the exercise of performance rights
There were no ordinary shares of Amaero Inc. issued on the exercise of performance rights during the year ended 30 June 2026 and up to the date of this report.

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.

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

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

Proceedings on behalf of the Company
No person has applied to the Court under section 237 of the Corporations Act 2001 for leave to bring proceedings on behalf of the Company, or to intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the Company for all or part of those proceedings.

Non-audit services
No non-audit services were provided by the auditor during the financial year.

Officers of the Company who are former partners of RSM Australia Partners
There are no officers of the Company who are former partners of RSM Australia Partners.

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

Hank J. Holland

Mr Hank J. Holland
Chairman and Chief Executive Officer

19 August 2026
McDonald, Tennessee U.S.A.

RSM Australia Partners

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AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the audit of the financial report of Amaero Inc. and its controlled entities for the year ended 30 June 2026, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

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

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

RSM

RSM AUSTRALIA PARTNERS

DEEPAK KESHAVAMURTHY
Partner

Dated: 19 August 2026
Melbourne, Victoria

Contents

	Note	Consolidated 2026 $	2025 $
Continuing operations			
Revenue from contracts with customers	5	18,146,327	3,812,978
Cost of sales	7	(22,885,488)	(7,822,626)
Gross profit/(loss)		(4,739,161)	(4,009,648)
Other income	6	110,235	991,526
Expenses			
Distribution costs		(127,018)	(126,916)
General and administrative expenses	7	(27,862,440)	(19,430,082)
Research and development expenses		(943,493)	(629,756)
Selling and marketing expenses		(1,115,667)	(515,467)
Operating loss		(34,677,544)	(23,720,343)
Finance income		1,290,224	663,134
Finance costs	7	(3,123,628)	(1,620,227)
Finance costs - net		(1,833,404)	(957,093)
Loss before income tax expense from continuing operations		(36,510,948)	(24,677,436)
Income tax expense	8	(4,402)	(4,704)
Loss after income tax expense from continuing operations		(36,515,350)	(24,682,140)
Profit after income tax benefit from discontinued operations	9	-	247,205
Loss after income tax (expense)/benefit for the year attributable to the owners of Amaero Inc.		(36,515,350)	(24,434,935)
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss			
Exchange differences on translation of continuing foreign operations		(4,722,867)	(150,462)
Other comprehensive income for the year, net of tax		(4,722,867)	(150,462)
Total comprehensive income for the year attributable to the owners of Amaero Inc.		(41,238,217)	(24,585,397)
Total comprehensive income for the year is attributable to:			
Continuing operations		(41,238,217)	(24,585,397)
Discontinued operations		-	-
		(41,238,217)	(24,585,397)

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

		Cents	Cents
Earnings per CDI for loss from continuing operations attributable to the owners of Amaero Inc.			
Basic earnings/(loss) per CDI	34	(4.00)	(3.96)
Diluted earnings/(loss) per CDI	34	(4.00)	(3.96)
Earnings per CDI for profit from discontinued operations attributable to the owners of Amaero Inc.			
Basic earnings per CDI	34	-	0.04
Diluted earnings per CDI	34	-	0.04
Earnings per CDI for loss attributable to the owners of Amaero Inc.			
Basic earnings/(loss) per CDI	34	(4.00)	(3.92)
Diluted earnings/(loss) per CDI	34	(4.00)	(3.92)

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

	Note	Consolidated 2026 $	Consolidated 2025 $
Assets			
Current assets			
Cash and cash equivalents	10	19,429,535	19,219,215
Trade and other receivables	11	6,105,684	1,308,706
Inventories	12	9,469,157	7,018,722
Other current assets	13	2,154,572	509,253
		37,158,948	28,055,896
Non-current assets classified as held for sale	14	298,076	333,253
Total current assets		37,457,024	28,389,149
Non-current assets			
Property, plant and equipment	15	67,448,638	43,759,755
Right-of-use assets	16	16,505,372	18,077,818
Other non-current assets	13	8,957,639	858,114
Total non-current assets		92,911,649	62,695,687
Total assets		130,368,673	91,084,836
Liabilities			
Current liabilities			
Trade and other payables	17	12,855,282	11,278,251
Lease liabilities	19	33,433	60,475
Employee benefits		418,848	68,374
Total current liabilities		13,307,563	11,407,100
Non-current liabilities			
Trade and other payables	17	601,243	774,473
Borrowings	18	28,777,533	5,360,598
Lease liabilities	19	15,571,833	16,244,328
Employee benefits		14,586	10,151
Provisions	20	2,911,632	3,053,435
Total non-current liabilities		47,876,827	25,442,985
Total liabilities		61,184,390	36,850,085
Net assets		69,184,283	54,234,751
Equity			
Issued capital	21	173,662,226	122,599,203
Reserves	22	8,106,294	8,182,655
Accumulated losses		(112,584,237)	(76,547,107)
Total equity		69,184,283	54,234,751

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

Consolidated	Issued capital $	Reserves $	Accumulated losses $	Total equity $
Balance at 1 July 2024	77,425,224	4,157,415	(52,157,392)	29,425,247
Loss after income tax expense for the year	-	-	(24,434,935)	(24,434,935)
Other comprehensive income for the year, net of tax	-	(150,462)	-	(150,462)
Total comprehensive income for the year	-	(150,462)	(24,434,935)	(24,585,397)
Transactions with owners in their capacity as owners:				
Contributions of equity, net of transaction costs (note 21)	45,173,979	-	-	45,173,979
Share-based payments (note 35)	-	4,220,922	-	4,220,922
Lapsed options	-	(45,220)	45,220	-
Balance at 30 June 2025	122,599,203	8,182,655	(76,547,107)	54,234,751

Consolidated	Issued capital $	Reserves $	Accumulated losses $	Total equity $
Balance at 1 July 2025	122,599,203	8,182,655	(76,547,107)	54,234,751
Loss after income tax expense for the year	-	-	(36,515,350)	(36,515,350)
Other comprehensive income for the year, net of tax	-	(4,722,867)	-	(4,722,867)
Total comprehensive income for the year	-	(4,722,867)	(36,515,350)	(41,238,217)
Transactions with owners in their capacity as owners:				
Contributions of equity, net of transaction costs (note 21)	50,879,562	-	-	50,879,562
Share-based payments (note 35)	-	5,308,187	-	5,308,187
Exercise of options	183,461	(183,461)	-	-
Lapsed options	-	(478,220)	478,220	-
Balance at 30 June 2026	173,662,226	8,106,294	(112,584,237)	69,184,283

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

Amaero Inc.
Statement of cash flows
For the year ended 30 June 2026

	Note	Consolidated 2026 $	Consolidated 2025 $
Cash flows from operating activities			
Receipts from customers (inclusive of GST)		13,459,585	2,622,670
Payments to suppliers and employees (inclusive of GST)		(48,660,413)	(20,049,216)
Interest received		1,290,224	664,481
Interest and other finance costs paid		(1,461,211)	(1,620,227)
Research and development tax incentive		-	1,351,934
Net cash used in operating activities	32	(35,371,815)	(17,030,358)
Cash flows from investing activities			
Payments for property, plant and equipment		(31,344,850)	(25,754,562)
Movement in security deposits and escrow		375,628	(281,192)
Proceeds from disposal of property, plant and equipment		-	21,567
Net cash used in investing activities		(30,969,222)	(26,014,187)
Cash flows from financing activities			
Proceeds from issue of shares		54,373,569	47,365,324
Share issue transaction costs		(3,494,009)	(2,428,520)
Proceeds from borrowings		24,136,944	5,360,598
Repayment of principal portion of leases		-	(154,369)
EXIM Bank loan collateral deposit		(5,937,410)	-
Transaction costs associated with borrowings		(497,673)	-
Net cash from financing activities		68,581,421	50,143,033
Net increase in cash and cash equivalents		2,240,384	7,098,488
Cash and cash equivalents at the beginning of the financial year		19,219,215	11,987,989
Effects of exchange rate changes on cash and cash equivalents		(2,030,064)	132,738
Cash and cash equivalents at the end of the financial year	10	19,429,535	19,219,215

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

Note 1. General information

The financial statements cover Amaero Inc. as a Group consisting of Amaero Inc. and the entities it controlled at the end of, or during, the year. The financial statements are presented in Australian dollars, which is Amaero Inc.'s functional and presentation currency.

Amaero Inc. is a corporation incorporated in the State of Delaware, United States, and registered as a foreign company in Australia under Part 5B.2 of the Corporations Act 2001. Its registered office and principal place of business are:

Registered office	Principal place of business
1209 Orange Street Wilmington, Delaware 19801 United States	130 Innovation Drive SW McDonald, Tennessee, 37353. United States

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

On 22 June 2026 (the "Implementation Date"), prior to the Group's latest reported balance sheet date as of 30 June 2026, Amaero Inc. became the ultimate parent of Amaero Ltd and its subsidiaries pursuant to two schemes of arrangement under the Australian Corporations Act 2001 that were dependent upon each other (collectively, the "Scheme"), replacing Amaero Ltd (formerly Amaero International Ltd) as the ultimate parent entity. The Scheme did not result in any change in the underlying operations, assets, liabilities, or ultimate economic ownership of the Amaero group. The Scheme is expected to support the Company's ability to complete an initial public offering in the U.S. and to support the Company's eligibility for U.S. classified defense contracts by aligning the Company's corporate structure with U.S. Foreign Ownership, Control, and Influence requirements. See Note 2 — *Basis of preparation* for the accounting treatment of the Scheme and Note 21 — *Issued Capital* for information regarding the Share Consolidation effected through the Scheme.

Under the Scheme, each outstanding ordinary share of Amaero Ltd was exchanged for one CHESS Depositary Interest ("CDI") of Amaero Inc., with each CDI representing a beneficial interest in 1/40th of a share of Amaero Inc.'s common stock (the "Share Consolidation"). Amaero Inc.'s CDIs are quoted on the Australian Securities Exchange under the ticker symbol "3DA". In addition, each outstanding stock option to purchase an ordinary share of Amaero Ltd was exchanged for one stock option of Amaero Inc. exercisable into CDIs on substantially the same terms as the original award. See Note 35 — *Share-based payment*. Share and per-share information presented in these consolidated financial statements, including weighted-average shares outstanding and loss per share, has been retrospectively adjusted to reflect the capital structure of Amaero Inc., giving effect to the Share Consolidation, as if the Scheme had occurred at the beginning of the earliest period presented. See Note 21 — *Issued Capital* for additional information regarding the Share Consolidation.

The financial statements were authorised for issue, in accordance with a resolution of Directors, on 19 August 2026. The Directors have the power to amend and reissue the financial statements.

Note 2. Material accounting policy information

The accounting policies that are material to the Group are set out either in the respective notes or 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 Group has adopted all the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period. The adoption of these Accounting Standards and Interpretations did not have any significant impact on the financial performance or position of the Group.

The following Accounting Standards and Interpretations are most relevant to the Group:

- AASB 101, to clarifies the criteria for classifying liabilities as current or non-current in AASB 101 and Introduces disclosures about covenants related to non-current liabilities;
- AASB 107, to requires disclosures about supplier finance arrangements to enhance transparency of such financing.

Going concern

The financial statements have been prepared on the going concern basis of accounting, which contemplates the realisation of assets and the settlement of liabilities in the normal course of business.

Note 2. Material accounting policy information (continued)

The Group has historically incurred losses from operations and used cash in operating activities, and has made substantial capital investments to build and scale its production infrastructure. For the year ended 30 June 2026, the Group incurred a net loss of $36,515,350 (2025: $24,434,935) and had net cash outflows from operating activities of $35,371,815 (2025: $17,030,358). As at 30 June 2026, the Group had an accumulated deficit of $112,584,237. These conditions reflect the Group's capital investment in production infrastructure during the early stage of commercialisation, with production volumes during the periods presented below installed atomisation capacity. As the Group continues to scale production towards its installed capacity, it expects to make further capital investments to support its planned growth.

These factors indicate a material uncertainty which may cast significant doubt as to whether the Group will continue as a going concern and therefore whether it will realise its assets and extinguish its liabilities in the normal course of business and at the amounts stated in the financial report.

The Directors believe that there are reasonable grounds to believe that the Group will be able to continue as a going concern, after consideration of the following factors:

- As of 30 June 2026, the Group had cash and cash equivalents of $19,219,215, working capital (excluding cash and cash equivalents) of $5,040,642, and approximately $5.4 million of remaining availability under its credit facility with the Export-Import Bank of the United States ('EXIM'), reflecting an amendment in June 2026;
- The Directors' principal plan is to complete an initial public offering in the United States, which is subject to external factors such as market conditions, regulatory clearance, investor demand and pricing;
- The Group has the ability to defer or reduce discretionary capital expenditure and manage working capital requirements, should the timing of additional financing require it; and
- The Directors believe the Group would be able to access funds from existing shareholders or new investors to support working capital.

Accordingly, the Directors believe that the Group will be able to continue as a going concern and that it is appropriate to adopt the going concern basis in the preparation of the financial report.

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

Basis of preparation

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

On 22 June 2026, Amaero Inc. became the ultimate parent entity of Amaero Ltd and its subsidiaries pursuant to schemes of arrangement under the Corporations Act 2001. Under the schemes, each ordinary share in Amaero Ltd was exchanged for one CHESS Depositary Interest ("CDI") in Amaero Inc., with each CDI representing a beneficial interest in 1/40th of a share of Amaero Inc. common stock. Existing options in Amaero Ltd were replaced with substantially equivalent options issued by Amaero Inc.

Amaero Inc. was incorporated solely to facilitate the redomiciliation of the Group from Australia to the State of Delaware in the United States and did not constitute a business immediately before implementation of the schemes. Although the legal form of the transaction has certain characteristics of a reverse acquisition, the transaction does not constitute a business combination or reverse acquisition within the scope of AASB 3 *Business Combinations*, as no business was acquired by the existing Amaero Group.

The transaction represents a capital reorganisation involving the insertion of a newly formed parent above the existing Amaero Group. It did not result in a substantive change in the Group's underlying operations, assets, liabilities, management or strategy, and the former shareholders of Amaero Ltd retained equivalent proportional economic interests in Amaero Inc. following implementation.

In the absence of an Australian Accounting Standard that specifically prescribes the accounting for this capital reorganisation, the Group developed an accounting policy in accordance with AASB 108 *Accounting Policies, Changes in Accounting Estimates and Errors* and applied the predecessor-value method. Accordingly, these consolidated financial statements are presented as a continuation of the consolidated financial statements of Amaero Ltd and its subsidiaries. The Group's assets and liabilities continue to be recognised at their existing carrying amounts, no goodwill or gain on acquisition has been

Note 2. Material accounting policy information (continued)

recognised, and the comparative information represents the historical financial information of Amaero Ltd and its subsidiaries. The consolidated financial statements are issued under the name of Amaero Inc., being the legal parent following implementation of the schemes, and the equity structure reflects the legal equity structure of Amaero Inc.

Comparative share, option and earnings per share information has been presented on a consistent basis to reflect the exchange of Amaero Ltd securities for Amaero Inc. CDIs and replacement options.

Historical cost convention
The financial statements have been prepared under the historical cost convention.

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 Group'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 3.

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

Principles of consolidation
The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Amaero Inc. ('Company' or 'parent entity') as at 30 June 2026 and the results of all subsidiaries for the year then ended. Amaero Inc. and its subsidiaries together are referred to in these financial statements as the 'Group'.

Subsidiaries are all those entities over which the Group has control. The Group controls an entity when the Group 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 Group. They are de-consolidated from the date that control ceases.

Intercompany transactions, balances and unrealised gains on transactions between entities in the Group 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 Group.

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 Group 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 Group recognises the fair value of the consideration received and the fair value of any investment retained together with any gain or loss in profit or loss.

Foreign currency translation
The consolidated financial statements are presented in Australian dollars, which is the Group’s presentation currency. The functional currency of Amaero Inc. is United States dollars, reflecting the currency of the primary economic environment in which it operates. Each entity within the Group determines its own functional currency, and amounts included in the financial statements of each entity are measured using that functional currency.

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

Note 2. Material accounting policy information (continued)

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

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

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 Group'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 Group'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.

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

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.

Finance costs
Finance costs attributable to qualifying assets are capitalised as part of the asset. All other finance costs are expensed in the period in which they are incurred.

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.

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.

Comparative information
Certain comparative amounts in the statement of profit or loss and other comprehensive income and statement of financial position have been reclassified to conform with the current year presentation and to better reflect the nature of the Group's operations, including the presentation of discontinued operations. These reclassifications had no impact on the Group's previously reported loss, total comprehensive loss or net assets.

Note 2. Material accounting policy information (continued)

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 Group for the annual reporting period ended 30 June 2026. The Group has not yet assessed the impact of these new or amended Accounting Standards and Interpretations.

- *AASB18 Presentation and Disclosure in Financial Statements*
  This standard is applicable to annual reporting periods beginning on or after 1 January 2027. The standard replaces AASB 101 Presentation of Financial Statements, with many of the original disclosure requirements retained and there will be no impact on the recognition and measurement of items in the financial statements. But the standard will affect presentation and disclosure in the financial statements, including introducing five categories in the statement of profit or loss and other comprehensive income: operating, investing, financing, income taxes and discontinued operations. The standard introduces two mandatory sub-totals in the statement: 'Operating profit' and 'Profit before financing and income taxes'. There are also new disclosure requirements for 'management-defined performance measures', such as earnings before interest, taxes, depreciation and amortisation ('EBITDA') or 'adjusted profit'. The standard provides enhanced guidance on grouping of information (aggregation and disaggregation), including whether to present this information in the primary financial statements or in the notes. The Group will adopt this standard from 1 July 2027. As at reporting date, the Group has not completed an assessment on the impact of the standard.

- *AASB 2024-2 Amendments to Australian Accounting Standards - Classification and measurement of financial instruments*
  Amends AASB 9 Financial instruments to introduce an option to derecognise financial liabilities settled through electronic transfer before the settlement date, clarifies how contractual cash flows should be assessed for financial assets with environmental, social and governance (ESG) and similar features, includes additional guidance in respect of non-recourse features and contractually linked instruments and amends specific disclosure requirements. The Group is currently evaluating the expected impact of these amendments on the consolidated financial statements. The amendments are applicable to annual reporting periods beginning on or after 1 January 2026. As at reporting date, the Group has not completed an assessment on the impact of the standard.

Note 3. 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.

Key estimate and assumptions - Share-based payment transactions
The Group 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 valuation requires judgement in determining inputs such as expected volatility, expected life, risk-free interest rates and the probability of satisfying applicable vesting conditions. Changes in these assumptions may affect the share-based payment expense and the corresponding share-based payment reserve recognised over the vesting period

Key estimate and assumptions - Estimation of useful lives of assets
The Group 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.

Note 3. Critical accounting judgements, estimates and assumptions (continued)

Key estimate and assumptions - 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 Group 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.

Significant accounting judgment – 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 Group'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 Group 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.

Significant accounting judgment - Accounting for re-domiciliation and group reorganisation
The Group exercised significant judgement in determining the appropriate accounting treatment for the redomiciliation and insertion of Amaero Inc. as the new ultimate parent entity. Management concluded that Amaero Inc. did not constitute a business immediately before implementation and, therefore, the transaction was a capital reorganisation outside the scope of AASB 3 *Business Combinations.* In the absence of specific accounting guidance, the Group developed an accounting policy under AASB 108 *Accounting Policies, Changes in Accounting Estimates and Errors* and applied the predecessor-value method, with the consolidated financial statements presented as a continuation of Amaero Ltd and its subsidiaries.

Note 4. Operating segments

Identification of reportable operating segments
Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Chief Executive Officer of Amaero Ltd. The Group has identified one reportable segment; that is, the research, development, manufacture and sales of refractory metals and specialty alloy powders for critical applications. The segment details are therefore fully reflected in the body of the financial statements. As at 30 June 2026 and 30 June 2025, all of the operations and revenue is generated in the United States of America.

Geographical information

	Sales to external customers		Geographical non-current assets	
	2026	2025	2026	2025
From continuing operations	$	$	$	$
United States of America	18,146,327	3,812,978	92,911,649	62,695,687

The geographical non-current assets above are exclusive of, where applicable, financial instruments, deferred tax assets, post-employment benefits assets and rights under insurance contracts.

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

Note 5. Revenue

	Consolidated 2026 $	Consolidated 2025 $
From continuing operations		
Sale of speciality metal powder and engineered parts	18,146,327	3,812,978

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

	Consolidated 2026 $	Consolidated 2025 $
Major product lines		
Metal powders	15,556,066	2,399,356
PM-HIP components	2,590,261	1,413,622
	18,146,327	3,812,978
Geographical regions		
United States of America	18,146,327	3,812,978
Timing of revenue recognition		
Goods transferred at a point in time	15,556,066	2,399,356
Goods transferred over time	2,590,261	1,413,622
	18,146,327	3,812,978

Accounting policy for revenue recognition
All revenue is generated from customers located in the U.S., reflecting the Company's current commercial focus on the U.S. defence, aerospace, and space markets. Metal powder sales are recognised at a point in time upon shipment; PM-HIP contract manufacturing revenue is recognised over time using the cost-to-cost method.

The following judgements in applying the Company's revenue recognition policies have the most significant effect on the amounts recognised in these financial statements:

Identification of Contract and Performance Obligations
The Company's commercial arrangements include both standalone purchase orders and purchase orders issued under multi-year master supply, preferred supplier, and exclusive distribution agreements. Management evaluates whether each individual purchase order constitutes a separate contract or is part of a broader arrangement with a longer duration. In all periods presented, individual purchase orders are treated as the operative contract for revenue recognition, as each specifies the product, quantity, price, and delivery terms on a stand-alone basis, and the customer has no unconditional obligation to place future orders unless a specific minimum purchase commitment has been triggered. This judgement is significant and affects the assessment of contract duration, timing of revenue recognition, and the application of the practical expedient for remaining performance obligations.

Over-Time Recognition for PM-HIP — Criteria and Measure of Progress
The Company recognises PM-HIP contract manufacturing revenue over time. The determination that over-time recognition is appropriate requires judgement as to whether the performance obligation meets one or more of the criteria under paragraph 35 of AASB 15. Management has concluded that PM-HIP contracts satisfy the over-time criteria because: (i) the components are manufactured to customer-proprietary specifications and have no alternative commercial use to the Company; and (ii) the Company has an enforceable right to payment for costs incurred plus a reasonable margin upon any customer-initiated termination. The cost-to-cost method is used to measure progress, and management's estimates of total contract costs — which determine the percentage-of-completion and the revenue recognised in each period — require significant judgement

Note 5. Revenue (continued)

and are subject to revision as work progresses. Changes in estimated contract costs are recognised in the period the change is determined.

Transfer of Control — Metal Powder Sales
For metal powder sales, the Company recognises revenue at the point in time when control transfers to the customer. The determination of when control transfers requires judgement with respect to applicable shipping terms. The Company reviews the delivery terms of each purchase order to determine the appropriate point of recognition. For substantially all powder sales in the periods presented, control transfers upon shipment from the Company's Tennessee facility.

Variable Consideration and Constraint
Certain supply agreements include pricing provisions that may vary based on raw material indices or agreed upon escalators. The Company applies the most likely amount method to estimate such provisions and applies the variable consideration constraint to ensure that a significant reversal of cumulative revenue will not occur. Variable consideration was not material in either of the periods presented.

Major Customer Concentration
During the year ended 30 June 2026, 3 customers individually accounted for more than 73.7% of total revenue. The concentration of revenue among a limited number of customers reflects the Company's early commercial stage and the qualification and program development cycles typical of the defence, aerospace, and space powder supply and advanced manufacturing markets.

Note 6. Other income

	Consolidated	
	2026 $	2025 $
Net foreign exchange (losses)/ gains	(24,959)	702,606
Other grants	133,758	257,564
Other income	1,436	31,356
Other income	110,235	991,526

Other grants
Grant income consists of government assistance received in relation to economic development incentives. Grants from the government are recognised at their fair value when there is reasonable assurance that the grant will be received and that the Group will comply with all attached conditions. Government grants relating to costs are deferred and recognised in profit or loss as other income over the periods necessary to match them with the costs that they are intended to compensate.

Note 7. Expenses

Loss before income tax from continuing operations includes the following specific expenses:

Note 7. Expenses (continued)

	Consolidated 2026 $	Consolidated 2025 $
Cost of sales		
Cost of sales	22,885,488	7,822,626
Depreciation (included in cost of sales)		
Leasehold improvements	1,098,372	401,417
Plant and equipment	1,046,418	460,542
Furniture, fittings and equipment	99,518	17,889
Buildings right-of-use assets	743,771	801,666
Total depreciation	2,988,079	1,681,514
Finance costs		
Interest expense on borrowings	1,612,503	61,676
Interest on lease liabilities	1,511,125	1,558,551
Finance costs expensed	3,123,628	1,620,227

	Consolidated 2026 $	Consolidated 2025 $
General and administration expenses		
Employee benefits	8,515,888	6,421,926
Share-based payments	5,308,187	4,233,970
Defined contribution plans - Superannuation	284,163	336,316
Travel	690,140	935,783
Accounting and audit	334,612	438,639
Contracting and consulting	3,115,281	1,913,864
Legal and company secretarial	1,022,364	1,502,940
Listing and share registry	338,916	356,476
IPO and redomiciliation	3,690,560	-
Equipment expenses	269,230	480,728
Loss on disposal of assets	184,641	33,054
Occupancy	419,448	479,221
Insurance	1,193,638	675,564
Investor and public relations	659,569	328,791
Other	1,835,803	1,292,810
	27,862,440	19,430,082

Note 8. Income tax

	Consolidated 2026 $	Consolidated 2025 $
Income tax expense/(benefit) is attributable to:		
Loss from continuing operations	4,402	4,704
Profit from discontinued operations	-	(149,121)
Aggregate income tax expense/(benefit)	4,402	(144,417)
Numerical reconciliation of income tax expense/(benefit) and tax at the statutory rate		
Loss before income tax expense from continuing operations	(36,510,948)	(24,677,436)
Profit before income tax benefit from discontinued operations	-	98,084
	(36,510,948)	(24,579,352)
Tax at the statutory tax rate of 21% (FY 2025 25%)*	(7,667,299)	(6,144,838)
Tax effect amounts which are not deductible/(taxable) in calculating taxable income:		
R&D tax incentive	-	(79,974)
Accounting expenditure subject to R&D tax incentive	-	188,309
Other grants	(28,089)	(70,830)
Accrued expenses	49,551	(408,221)
Employee leave obligations	74,750	(33,384)
Entertainment	-	138
Legal fees	194,715	350,796
Share-based payments	1,319,449	1,058,492
Unrealised currency (gains)/losses	(7,183)	(293,239)
Provisions	-	(262)
Accrued interest expense	243,414	-
IPO and redomiciliation expenses	878,304	-
Adjustment recognised for prior periods	-	-
	(4,942,389)	(5,433,013)
Difference in overseas tax rates	(433,039)	(423,824)
Tax losses and other timing differences for which no deferred tax asset is recognised	5,379,830	5,712,420
Income tax expense/(benefit)	4,402	(144,417)

*The applicable statutory tax rate used in the reconciliation for the year ended 30 June 2026 is the United States federal corporate income tax rate of 21%, reflecting Amaero Inc. becoming the ultimate parent entity of the Group and the concentration of the Group's operations in the United States. The comparative period reflects the Australian corporate income tax rate of 25% applicable to Amaero Ltd.

	Consolidated 2026 $	Consolidated 2025 $
Tax losses not recognised		
Unused tax losses for which no deferred tax asset has been recognised	82,231,360	57,141,259
Potential tax benefit**	18,687,047	14,285,315

**The potential tax benefit has been calculated using the applicable enacted tax rates in the jurisdictions in which the underlying tax losses arose.

Note 8. Income tax (continued)

Unused tax losses comprise those attributed to the Group for the year ended 30 June 2026 and pre-acquisition losses attributed to Amaero Engineering Pty Ltd. 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.

Accounting policy for 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.

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to be applied when the assets are recovered or liabilities are settled, based on those tax rates that are enacted or substantively enacted, except for:
- when the deferred income tax asset or liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and that, at the time of the transaction, affects neither the accounting nor taxable profits; or
- when the taxable temporary difference is associated with interests in subsidiaries, associates or joint ventures, and the timing of the reversal can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

The carrying amount of recognised and unrecognised deferred tax assets are reviewed at each reporting date. Deferred tax assets recognised are reduced to the extent that it is no longer probable that future taxable profits will be available for the carrying amount to be recovered. Previously unrecognised deferred tax assets are recognised to the extent that it is probable that there are future taxable profits available to recover the asset.

Deferred tax assets and liabilities are offset only where there is a legally enforceable right to offset current tax assets against current tax liabilities and deferred tax assets against deferred tax liabilities; and they relate to the same taxable authority on either the same taxable entity or different taxable entities which intend to settle simultaneously.

Note 9. Discontinued operations

Description
During the previous year the Group ceased its operations in Australia and UAE. Accordingly, the financial results of the Australia (including the joint venture operations) and UAE operations have been classified as discontinued operations.

Financial performance information

	Consolidated 2026 $	Consolidated 2025 $
Other income (including research and development tax incentive)	-	318,848
General and administrative expenses	-	(222,111)
Finance income/(costs) - net	-	1,347
Total expenses	-	(220,764)
Profit before income tax benefit	-	98,084
Income tax benefit	-	149,121
Profit after income tax benefit from discontinued operations	-	247,205

Cash flow information

	Consolidated 2026 $	Consolidated 2025 $
Net cash used in operating activities	-	(102,120)
Net cash from investing activities	-	-
Net cash from financing activities	-	-
Net decrease in cash and cash equivalents from discontinued operations	-	(102,120)

Accounting policy for discontinued operations
A discontinued operation is a component of the Group that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single co-ordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately on the face of the statement of profit or loss and other comprehensive income.

Note 10. Cash and cash equivalents

	Consolidated 2026 $	Consolidated 2025 $
Current assets		
Cash at bank	6,494,897	19,208,898
Deposit on call	-	10,317
Money market funds	12,934,638	-
	19,429,535	19,219,215

Money market funds are valued using a market approach based on the quoted market prices or broker/dealer quotes of identical or comparable instruments. Cash and cash equivalents are held with major financial institutions and, at times, may exceed federally insured limits.

Note 10. Cash and cash equivalents (continued)

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

Note 11. Trade and other receivables

	Consolidated 2026 $	Consolidated 2025 $
Current assets		
Trade receivables	5,194,347	1,293,247
Unbilled revenue	821,268	-
Less: Allowance for expected credit losses	-	(51,626)
	6,015,615	1,241,621
Other receivables	90,069	67,085
	6,105,684	1,308,706

Allowance for expected credit losses
The Group has recognised a loss of $81,753 (2025: $nil) in profit or loss in respect of the expected credit losses for the year ended 30 June 2026. The loss recognised in the current year relates to one specific customer and reflects management's assessment of the outstanding balance. Based on past experience no further losses are expected in the immediate future that need to be provided for.

Movements in the allowance for expected credit losses are as follows:

	Consolidated 2026 $	Consolidated 2025 $
Opening balance	51,626	50,579
Exchange difference	-	1,047
Unused amounts reversed	(51,626)	-
Closing balance	-	51,626

Accounting policy for trade and other receivables
Trade receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any allowance for expected credit losses. Trade receivables are generally due for settlement within 30 days.

The Group 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.

Note 12. Inventories

	Consolidated 2026 $	Consolidated 2025 $
Current assets		
Raw materials - at cost	2,896,256	5,551,023
Work in progress - at cost	781,081	-
Finished goods - at cost	5,791,820	1,331,780
Stock in transit - at cost	-	135,919
	9,469,157	7,018,722

Accounting policy for inventories
Inventories are stated at the lower of cost and net realisable value, with cost determined using the first-in, first-out (FIFO) method. Inventories consist of the following categories:

- Raw materials — metal alloy electrodes used as feedstock in the atomisation process.
- Work-in-process — atomised powder that has not yet been sieved and classified.
- Finished goods — atomised powder that has been sieved and classified by particle size distribution.

Costs include direct material, direct labour, and applicable manufacturing overhead. The term net realisable value is defined as estimated selling price in the ordinary course of business, less reasonably predictable costs of completion, disposal, and transportation. Powder produced through the atomisation process that does not currently meet customer particle size specifications is not assigned inventory value, and the associated production costs are absorbed into the cost of saleable powder, consistent with the absorption of normal production losses under AASB 102.

The Company evaluates inventories on a quarterly basis to identify carrying values that exceed estimated net realisable value. The calculation of a resulting write-down, if any, is recognised as an expense in the period in which the need for the write-down is identified. It is the Company's general policy to write down to scrap value any inventory identified as slow-moving or obsolete.

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.

Note 13. Other assets

	Consolidated 2026 $	Consolidated 2025 $
Current assets		
Prepayments	1,346,117	509,253
Deferred contract costs	808,455	-
	2,154,572	509,253
Non-current assets		
Deferred contract costs	2,508,976	-
Rental bond	455,671	537,405
EXIM Bank collateral deposit	5,818,636	-
Other assets	174,356	320,709
	8,957,639	858,114
	11,112,211	1,367,367

Note 14. Non-current assets classified as held for sale

The following assets were reclassified as held for sale in relation to the discontinued operations as at 30 June 2025. Refer to note 9 'Discontinued operations' for further details.

	Consolidated 2026 $	Consolidated 2025 $
Current assets		
Machinery and equipment	298,076	333,253

Accounting policy for non-current assets classified as held for sale
Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continued use. They are measured at the lower of their carrying amount and fair value less costs of disposal. For non-current assets to be classified as held for sale, they must be available for immediate sale in their present condition and their sale must be highly probable.

An impairment loss is recognised for any initial or subsequent write down of the non-current assets to fair value less costs of disposal. A gain is recognised for any subsequent increases in fair value less costs of disposal of a non-current assets, but not in excess of any cumulative impairment loss previously recognised.

Non-current assets are not depreciated or amortised while they are classified as held for sale. Interest and other expenses attributable to the liabilities of assets held for sale continue to be recognised.

Note 15. Property, plant and equipment

	Consolidated 2026 $	Consolidated 2025 $
Non-current assets		
Leasehold improvements - at cost	28,025,343	25,003,386
Less: Accumulated depreciation	(1,463,704)	(398,402)
	26,561,639	24,604,984
Plant and equipment - at cost	26,786,250	13,040,526
Less: Accumulated depreciation	(1,419,873)	(446,670)
	25,366,377	12,593,856
Furniture, fittings and equipment - at cost	757,809	153,282
Less: Accumulated depreciation	(114,643)	(17,245)
	643,166	136,037
Assets under construction - at cost	14,877,456	6,424,878
	67,448,638	43,759,755

Note 15. 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	Leasehold improvements $	Plant and equipment $	Furniture, fittings and equipment $	Assets under construction $	Total $
Balance at 1 July 2024	-	85,144	8,257	16,574,946	16,668,347
Additions	94,459	345,379	64,228	27,705,036	28,209,102
Disposals *	-	(58,689)	(7,292)	-	(65,981)
Exchange differences	(320,900)	(182,599)	(2,306)	333,940	(171,865)
Transfers in/(out)	25,232,842	12,865,163	91,039	(38,189,044)	-
Depreciation expense	(401,417)	(460,542)	(17,889)	-	(879,848)
Balance at 30 June 2025	24,604,984	12,593,856	136,037	6,424,878	43,759,755
Additions	3,592,542	1,078,717	190,392	23,800,619	28,662,270
Disposals**	-	(181,475)	-	(163,981)	(345,456)
Exchange differences	(1,184,324)	(770,087)	(13,220)	(415,992)	(2,383,623)
Transfers in/(out)	646,809	13,691,784	429,475	(14,768,068)	-
Depreciation expense	(1,098,372)	(1,046,418)	(99,518)	-	(2,244,308)
Balance at 30 June 2026	26,561,639	25,366,377	643,166	14,877,456	67,448,638

* Includes assets transferred to held for sale.
** Plant and equipment disposal was recovered through insurance proceeds.

Accounting policy for 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 over their expected useful lives as follows:

Leasehold improvements	5-25 years
Plant and equipment	12-20 years
Furniture, fittings and equipment	3-10 years

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

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

Assets under construction
Costs arising directly from the construction of plant and equipment are recognised as an asset. The costs are transferred to another asset class from the time the asset is held ready for use on a commercial basis. Assets under construction are not depreciated.

Note 16. Right-of-use assets

	Consolidated 2026 $	Consolidated 2025 $
Non-current assets		
Land and buildings - right-of-use	18,336,625	19,229,660
Less: Accumulated depreciation	(1,831,253)	(1,151,842)
	16,505,372	18,077,818

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 $
Balance at 1 July 2024	18,660,343
Exchange differences	219,141
Depreciation expense	(801,666)
Balance at 30 June 2025	18,077,818
Exchange differences	(828,675)
Depreciation expense	(743,771)
Balance at 30 June 2026	16,505,372

For other lease related disclosures refer to the following:
- note 7 for details of depreciation on right-of-use assets, interest on lease liabilities and other lease payments;
- note 19 for lease liabilities at 30 June 2026;
- note 24 for undiscounted future lease commitments; and
- consolidated statement of cash flow for repayment of lease liabilities.

On 12 July 2023 the Group signed a lease to be the sole tenant of a manufacturing facility in McDonald, Tennessee, USA. The lease agreement was amended in September 2023 wherein the lease commences 1 January 2024 for an initial term of 15 years with an option to extend for two five-year terms.

Accounting policy for 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 Group 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 Group 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.

Note 17. Trade and other payables

	Consolidated 2026 $	Consolidated 2025 $
Current liabilities		
Trade payables	9,452,427	8,358,866
Accrued payables	2,104,538	2,828,129
Accrued Interest	1,159,116	-
Revenue received in advance	3,348	-
Other payables	135,853	91,256
	12,855,282	11,278,251
Non-current liabilities		
Grant liability	601,243	774,473
	13,456,525	12,052,724

Refer to note 24 for further information on financial instruments.

Grant liability
The Company received cash payments as grant funding from the Tennessee Valley Authority as well as a Tennessee Economic Development Grant. These are performance grants related to the Company's move of its global operations to McDonald, Tennessee.

Accounting policy for trade and other payables
These amounts represent liabilities for goods and services provided to the Group 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 18. Borrowings

	Consolidated 2026 $	Consolidated 2025 $
Non-current liabilities		
Bank loans	32,562,448	6,033,991
Unamortised exposure fee	(3,258,105)	(673,393)
Unamortised debt issuance costs	(526,810)	-
	28,777,533	5,360,598

Refer to note 24 for further information on financial instruments.

Bank loans

In February 2025, the Group's wholly owned subsidiary, Amaero Advanced Materials & Manufacturing, Inc. (the "Borrower"), entered into a credit agreement (the "EXIM Bank Credit Agreement") with the Export-Import Bank of the United States ("EXIM Bank") providing for a senior secured equipment financing facility with an initial total commitment of $34.8 million (US$22.8 million), of which $3.9 million (US$2.5 million) represented the EXIM Bank exposure fee deducted from each disbursement, giving net cash proceeds available to the Group under the original commitment of $30.9 million (US$20.3 million). The EXIM Bank Credit Agreement is guaranteed by the Company and certain of its subsidiaries and is secured by substantially all of the assets of the Borrower and the guarantor entities. Amounts under the facility are denominated in US dollars. Australian dollar equivalents of amounts relating to the original commitment are translated at the 30 June 2025 exchange rate of $1.00 = US$0.6550, consistent with the amounts disclosed in the prior year, while Australian dollar equivalents of amounts as at 30 June 2026 are translated at the 30 June 2026 closing exchange rate of $1.00 = US$0.6869.

Note 18. Borrowings (continued)

The facility bears interest at a fixed rate of 5.36% per annum, which was set five business days prior to the first disbursement based on the published U.S. Commercial Interest Reference Rate, with interest accruing on outstanding disbursements from the date of each draw. Cash interest payments are deferred until 30 September 2026, on which date all interest accrued from the date of each draw through that date becomes payable, with quarterly cash interest payments thereafter. Principal repayments commence on 30 September 2027 and are payable in 28 equal quarterly instalments through the facility's final maturity date of 30 June 2034. The Group also pays a commitment fee of 0.50% per annum on the undrawn and uncancelled portion of the facility. Disbursements under the facility are made upon satisfaction of equipment commissioning milestones.

The facility is secured by the Borrower's equipment and related assets that are financed with the disbursements under the EXIM Bank Credit Agreement and by a pledged collateral account. Until the Group demonstrates compliance with the financial covenants described below for two consecutive fiscal quarters, the Borrower is required to maintain funds in the pledged collateral account equal to at least 20% of the aggregate outstanding principal amount of all disbursements under the EXIM Bank Credit Agreement, which funds are classified as restricted cash in the consolidated statement of financial position. As at 30 June 2026, $5.8 million (US$4.0 million) was held in the pledged collateral account and classified as restricted cash. Once the Group demonstrates compliance with those financial covenants for two consecutive fiscal quarters, the funds in the pledged collateral account may be used solely to service the principal and interest payments under the EXIM Bank Credit Agreement.

The EXIM Bank Credit Agreement contains customary affirmative and negative covenants, including limitations on indebtedness, liens, fundamental changes (including mergers, consolidations and changes of control), restricted payments (including dividends and other distributions), investments, transactions with affiliates, asset disposals, and changes in the nature of the business or accounting policies. It also contains three financial covenants tested quarterly: (i) a maximum leverage ratio of 1.75 to 1.00, beginning with the fiscal quarter ending 30 September 2027; (ii) minimum liquidity of not less than $6.1 million (US$4.2 million), beginning with the fiscal quarter ending 30 September 2027; and (iii) a minimum fixed charge coverage ratio of 1.25 to 1.00, beginning with the fiscal quarter ending 30 September 2028. As at 30 June 2026, no financial covenants were yet applicable and the Group was in compliance with all other covenants under the EXIM Bank Credit Agreement. The agreement also contains customary events of default, including payment defaults, breaches of covenants and representations, cross-defaults to other indebtedness, bankruptcy and insolvency events, and a change of control. Upon the occurrence and continuation of an event of default, EXIM Bank may suspend further disbursements, cancel undrawn commitments and accelerate all outstanding obligations.

In June 2026, the EXIM Bank Credit Agreement was amended to, among other things, (i) increase the total commitment by $4.8 million (US$3.3 million) to $38.0 million (US$26.1 million), providing $4.2 million (US$2.9 million) of additional net cash proceeds after giving effect to the EXIM Bank exposure fee; (ii) join the Company, following the June 2026 redomiciliation, as an additional guarantor; and (iii) extend the testing commencement date for the fixed charge coverage ratio financial covenant from 30 September 2027 to 30 September 2028. As at 30 June 2026, the Group had drawn cumulative gross principal of $32.6 million (US$22.4 million) under the facility, comprising net cash reimbursements of $28.9 million (US$19.9 million) and the capitalised EXIM Bank exposure fee, with $5.4 million (US$3.7 million) of the amended commitment remaining available to be drawn on satisfaction of equipment commissioning milestones. The carrying amount of the loan at 30 June 2026 was $28,777,533 (US$19.8 million), being the gross principal amount outstanding net of the unamortised EXIM Bank exposure fee and other debt issuance costs, which are amortised to interest expense using the effective interest method over the term of the loan. The effective interest rate on the facility, reflecting amortisation of the EXIM Bank exposure fee and other debt issuance costs, is approximately 8.03%.

Note 18. Borrowings (continued)

Financing arrangements
Unrestricted access was available at the reporting date to the following lines of credit:

	Consolidated 2026 $	Consolidated 2025 $
Total facilities		
Bank loans	37,975,666	34,826,313
Used at the reporting date		
Bank loans drawn	28,928,481	5,360,598
Exposure fee	3,633,967	673,393
	32,562,448	6,033,991
Unused at the reporting date		
Bank loans	5,413,218	28,792,322

Accounting policy for borrowings
Loans and borrowings are initially recognised at the fair value of the consideration received, net of transaction costs. They are subsequently measured at amortised cost using the effective interest method.

Note 19. Lease liabilities

	Consolidated 2026 $	Consolidated 2025 $
Current liabilities		
Lease liability	33,433	60,475
Non-current liabilities		
Lease liability	15,571,833	16,244,328
	15,605,266	16,304,803

Refer to note 24 for maturity analysis of lease liabilities.

Accounting policy for 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 Group'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.

Note 20. Provisions

	Consolidated 2026 $	Consolidated 2025 $
Non-current liabilities		
Lease make good	2,911,632	3,053,435

Lease make good
The provision represents the present value of the estimated costs to make good the premises leased by the Group at the end of the respective lease terms.

Movements in provisions
Movements in each class of provision during the current financial year, are set out below:

Consolidated - 2026	**Lease make good $**
Carrying amount at the start of the year	3,053,435
Exchange differences	(141,803)
Carrying amount at the end of the year	2,911,632

Accounting policy for provisions
Provisions are recognised when the Group has a present (legal or constructive) obligation as a result of a past event, it is probable the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. If the time value of money is material, provisions are discounted using a current pre-tax rate specific to the liability. The increase in the provision resulting from the passage of time is recognised as a finance cost.

Note 21. Issued capital

	Consolidated 2026 CDIs	Consolidated 2025 CDIs	Consolidated 2026 $	Consolidated 2025 $
CHESS Depository Interests ('CDIs') - fully paid	953,327,200	690,670,634	173,662,226	122,599,203

Movements in CDIs for the current financial year:

Details	Date	CDIs	Issue price	$
Balance	1 July 2025	690,670,634		122,599,203
Exercise of options	1 July 2025	128,000	$0.230	29,040
Exercise of performance rights	4 July 2025	91,195	$0.360	32,830
Exercise of options	8 July 2025	336,141	$0.210	71,568
Exercise of options	9 July 2025	541,714	$0.390	191,417
Exercise of options	14 July 2025	710,416	$0.220	154,750
Exercise of options	23 July 2025	1,326,243	$0.210	284,474
Exercise of options	30 July 2025	970,009	$0.150	146,736
Exercise of options	12 August 2025	5,595,879	$0.010	38,012
Shares Issued	28 August 2025	125,000,000	$0.400	50,000,000
Exercise of options	28 August 2025	910,203	$0.180	75,705
Exercise of options	5 August 2025	97,085,112	$0.000	68,414
Exercise of options	8 September 2025	6,751,945	$0.180	1,631
Exercise of options	16 September 2025	39,849	$0.180	7,173
Exercise of options	23 September 2025	281,987	$0.180	49,310
Shares Issued	26 September 2025	1,175,000	$0.400	470,000
Exercise of options	13 October 2025	383,010	$0.180	66,865
Exercise of options	3 November 2025	1,187,488	$0.180	111,845
Exercise of options	10 November 2025	2,352,644	$0.180	337,451
Exercise of options	19 November 2025	593,045	$0.180	104,706
Exercise of options	24 November 2025	2,585,461	$0.180	441,498
Exercise of options	1 December 2025	9,486,883	$0.180	1,113,249
Exercise of options	4 December 2025	3,967,203	$0.180	646,560
Exercise of options	23 December 2025	412,145	$0.000	-
Exercise of options	28 April 2026	50,000	$0.240	12,000
Exercise of options	4 May 2026	310,626	$0.000	9,559
Exercise of options	11 May 2026	312,500	$0.240	75,000
Exercise of options	25 May 2026	71,830	$0.240	17,239
CDIs issued on fractional share	22 June 2026	38		-
Transaction costs		-	$0.000	(3,494,009)
Balance 30 June 2026		953,327,200		173,662,226

Note 21. Issued capital (continued)

Movements in CDIs for the previous financial year:

Details	Date	CDIs	Issue price	$
Balance	1 July 2024	542,912,442		77,425,224
Exercise of options	4 July 2024	78,875	$0.240	18,930
Exercise of performance rights	5 July 2024	90,416	$0.370	-
Exercise of options	17 July 2024	2,246	$0.180	404
Exercise of options	29 July 2024	200,000	$0.240	48,000
Exercise of options	13 August 2024	26,436	$0.180	4,758
Shares issued	23 September 2024	56,070,027	$0.350	19,624,509
Exercise of options	25 September 2024	75,000	$0.180	13,500
Exercise of options	25 September 2024	140,625	$0.240	33,750
Exercise of options	21 October 2024	62,900	$0.180	11,322
Shares issued	1 November 2024	15,358,545	$0.350	5,375,491
Exercise of options	18 November 2024	201,492	$0.180	36,269
Exercise of options	16 January 2025	221,346	$0.180	39,842
Shares issued	17 February 2025	68,333,334	$0.300	20,500,000
Exercise of options	27 February 2025	600,000	$0.215	129,000
Transfer from options reserve	27 February 2025			91,879
Exercise of options	11 March 2025	65,709	$0.180	11,828
Excess transfer of funds on exercise of options				(1,045)
Exercise of options	17 March 2025	600,000	$0.215	129,000
Transfer from options reserve	17 March 2025	-	$0.000	91,879
Shares issued	4 April 2025	5,000,000	$0.300	1,500,000
Exercise of options	5 May 2025	32,810	$0.180	5,906
Exercise of options	12 May 2025	237,648	$0.180	42,777
Exercise of options	10 June 2025	88,824	$0.180	15,988
Exercise of options	23 June 2025	223,959	$0.240	53,750
Exercise of options	23 June 2025	28,000	$0.180	5,040
Exercise of options	26 June 2025	20,000	$0.180	3,600
Transaction costs				(2,612,398)
Balance 30 June 2025		690,670,634		122,599,203

CDIs
The issued capital presented above is stated in CHESS Depositary Interests (CDIs). During the year the Group completed its redomiciliation from Australia to the United States. Following approval by shareholders, option holders and the Federal Court of Australia under schemes of arrangement, a newly-formed Delaware corporation, Amaero Inc., became the ultimate parent company of the Group on the implementation date of 22 June 2026, with the Group retaining its ASX listing through CDIs. Each Amaero Ltd ordinary share was exchanged for one CDI in Amaero Inc., with each CDI conferring a beneficial interest in 1/40th of a share of Amaero Inc. common stock (that is, 40 CDIs represent one share of Amaero Inc. common stock).

Comparative share and per-share information has been retrospectively presented on an equivalent CDI basis to reflect the one-for-one exchange of Amaero Ltd ordinary shares for Amaero Inc. CDIs under the Scheme. Amaero Inc. common stock has a par value of US$0.00001 per share. Refer to Note 1 and Note 2 for further information on the redomiciliation.

Shares of common stock entitle the holder to participate in any dividends declared and any proceeds attributable to shareholders should the Company be wound up, in proportions that consider both the number of shares held and the extent to which those shares are paid up.

Because Delaware law does not permit the issuance of fractional shares of common stock, the Company issued an additional 38 CDIs on the implementation date of the redomiciliation to a fractional holder account maintained by Amaero Inc., given entitlements resulting from the 40-to-1 CDI ratio would have otherwise produced a fractional share. As a result, of the 953,327,200 CDIs issued and outstanding, 953,327,162 are held by CDI holders of Amaero Inc. and 38 are held by Amaero Inc (representing 0.95 of one share held by CDN).

As the Company is a listed entity, all substantive resolutions at a meeting of stockholders are decided by a poll, and each share of common stock shall have one vote.

Note 21. Issued capital (continued)

Share buy-back
There is no current on-market share buy-back.

Capital risk management
The Group'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 Group may issue new shares or reduce its capital, subject to the provisions of the Group's constitution, applicable law and the ASX Listing Rules. The capital structure of the Group consists of equity attributed to equity holders of the Group, comprising contributed equity, reserves and accumulated losses. By monitoring undiscounted cash flow forecasts and actual cash flows provided to the Board by the Group's management, the Board monitors the need to raise additional equity from the equity markets.

The capital risk management policy remains unchanged from the 2025 Annual Report.

Accounting policy for issued capital
CDIs (shares of common stock) 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.

Note 22. Reserves

	Consolidated	
	2026	2025
	$	$
Foreign currency reserve	(4,512,309)	210,558
Share-based payments reserve	12,618,603	7,972,097
	8,106,294	8,182,655

Foreign currency reserve
The reserve is used to recognise exchange differences arising from the translation of the financial statements of foreign operations to Australian dollars. It is also used to recognise gains and losses on hedges of the net investments in foreign operations.

Share-based payments reserve
The reserve is used to recognise the value of equity benefits provided to employees and Directors as part of their remuneration, and other parties as part of their compensation for services.

Note 22. Reserves (continued)

Movements in reserves
Movements in each class of reserve during the current and previous financial year are set out below:

Consolidated	Share-based payments reserve $	Foreign currency reserve $	Total $
Balance at 1 July 2024	3,796,395	361,020	4,157,415
Foreign currency translation	-	(150,462)	(150,462)
Share-based payments (net)	4,220,922	-	4,220,922
Lapsed options	(45,220)	-	(45,220)
Balance at 30 June 2025	7,972,097	210,558	8,182,655
Foreign currency translation	-	(4,722,867)	(4,722,867)
Employee share options exercised	(183,461)	-	(183,461)
Share-based payments	5,308,187	-	5,308,187
Lapsed options	(478,220)	-	(478,220)
Balance at 30 June 2026	12,618,603	(4,512,309)	8,106,294

Note 23. Dividends

There were no dividends paid, recommended or declared during the current or previous financial year. The Group’s franking account balance was $nil at 30 June 2026 (2025: $nil).

Note 24. Financial instruments

Financial risk management objectives
The Group's activities expose it to a variety of financial risks: market risk (including foreign currency risk, price risk and interest rate risk), credit risk and liquidity risk. The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Group. The Group uses different methods to measure different types of risk to which it is exposed. These methods include sensitivity analysis in the case of interest rate, foreign exchange and other price risks and ageing analysis for credit risk.

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 Group and appropriate procedures, controls and risk limits. Finance identifies, evaluates and hedges financial risks within the Group's operating units. Finance reports to the Board on a monthly basis.

Market risk

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

Foreign exchange risk arises from future commercial transactions and recognised financial assets and financial liabilities denominated in a currency that is not the entity's functional currency. The risk is measured using sensitivity analysis and cash flow forecasting. The cost of hedging at this time outweighs any benefits that may be obtained.

Note 24. Financial instruments (continued)

The carrying amount of the Group's foreign currency denominated financial assets and financial liabilities at the reporting date were as follows:

Consolidated	Assets 2026 $	Assets 2025 $	Liabilities 2026 $	Liabilities 2025 $
US dollars	-	19,883,145	1,008,603	24,293,782

As shown in the table above, the Group is exposed to changes in USD/AUD exchange rates, an exposure that has reduced significantly from the prior year. At 30 June 2026, the sensitivity of profit or loss to changes in the exchange rate arises from USD-denominated financial liabilities (trade payables) held by an entity whose functional currency is the Australian dollar.

The Group has conducted a specific sensitivity analysis of its exposure to foreign currency risk. In the prior year the Group was exposed to the United States dollar (USD); at 30 June 2026 the Group is exposed to the Australian dollar (AUD). The sensitivity analysis is conducted using a sensitivity analysis variable, which is based on the average annual movement in exchange rates over the past five years at year-end spot rates. The variable applied is 3.6% (2025: 4.6%).

	Impact on loss for the period 2026 $	Impact on loss for the period 2025 $	Impact on other components of equity 2026 $	Impact on other components of equity 2025 $
US/AUD exchange rate *	36,310	202,889	-	-

* Holding all other variables constant.

Price risk
The Group is not exposed to any significant price risk.

Interest rate risk
The Group is not exposed to any significant interest rate risk.

Credit risk
Credit risk is managed through the maintenance of procedures (such as the utilisation of systems for the approval, granting and renewal of credit limits, regular monitoring of exposures against such limits and monitoring the financial stability of significant customers and counterparties), ensuring to the extent possible that customers and counterparties to transactions are of sound credit worthiness. Such monitoring is used in assessing receivables for impairment. Credit terms are normally 30 days from the invoice date.

Risk is also minimised through investing surplus funds in financial institutions that maintain a high credit rating.

Impairment of trade receivables
The Group applies the AASB 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables.

To measure the expected credit losses, trade receivables assets have been grouped based on shared credit risk characteristics and the days past due. The expected loss rates are based on the payment profiles of sales over a period of 12 months before 30 June 2025 and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables.

On that basis, the loss allowance as at 30 June 2026 was determined for trade receivables as $nil (2025: $nil).

Trade receivables are written off when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the Group, and a failure to make contractual payments for a period of greater than 121 days past due.

Note 24. Financial instruments (continued)

Impairment losses on trade receivables are presented as net impairment losses within operating profit.

Subsequent recoveries of amounts previously written off are credited against the same line item.

Liquidity risk

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

The Group manages liquidity risk through the following mechanisms:

- preparing forward looking cash flow analyses in relation to its operating, investing and financing activities;
- obtaining funding from a variety of sources;
- maintaining a reputable credit profile;
- managing credit risk related to financial assets;
- investing cash and cash equivalents and deposits at call with major financial institutions; and
- comparing the maturity profile of financial liabilities with the realisation profile of financial assets.

Financing arrangements
Unused borrowing facilities at the reporting date:

	Consolidated	
	2026 $	2025 $
Bank loans	5,413,218	28,792,322

The loan commitment reflects an advance of 75% loan-to-cost ratio on capital equipment that has been or will be installed in Amaero's manufacturing and corporate headquarters in McDonald, Tennessee, as well as a contingency reserve and capitalized loan fees. The loan has an initial 12-month period of interest-only payments, followed by fully amortizing principal and interest payments over seven years.

Remaining contractual maturities
The following tables detail the Group'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 - 2026	Weighted average interest rate %	1 year or less $	Between 1 and 2 years $	Between 2 and 5 years $	Over 5 years $	Remaining contractual maturities $
Non-derivatives						
Non-interest bearing						
Trade payables	-	9,455,775	-	-	-	9,455,775
Other payables	-	135,865	-	-	-	135,865
Interest-bearing - fixed rate						
Bank loans	8.03%	2,886,858	6,306,326	17,414,125	15,172,382	41,779,691
Lease liability	9.59%	1,453,288	1,482,354	4,627,329	33,222,581	40,785,552
Total non-derivatives		13,931,776	7,788,680	22,041,454	48,394,963	92,156,873

Note 24. Financial instruments (continued)

Consolidated - 2025	Weighted average interest rate %	1 year or less $	Between 1 and 2 years $	Between 2 and 5 years $	Over 5 years $	Remaining contractual maturities $
Non-derivatives						
Non-interest bearing						
Trade payables	-	8,358,866	-	-	-	8,358,866
Other payables	-	91,256	-	-	-	91,256
Interest-bearing - fixed rate						
Bank loans	7.05%	-	-	5,360,598	-	5,360,598
Lease liability	9.59%	1,494,183	1,524,067	4,757,540	36,490,296	44,266,086
Total non-derivatives		9,944,305	1,524,067	10,118,138	36,490,296	58,076,806

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 25. Key management personnel disclosures

Compensation
The aggregate compensation made to Directors and other members of key management personnel of the Group is set out below:

	Consolidated 2026 $	Consolidated 2025 $
Short-term employee benefits	4,281,930	3,542,161
Post-employment benefits	125,059	108,639
Termination benefits	122,217	-
Share-based payments	2,233,343	1,791,570
	6,762,549	5,442,370

Note 26. Remuneration of auditors

During the financial year the following fees were paid or payable for services provided by RSM Australia Partners, the auditor of the Company:

	Consolidated 2026 $	Consolidated 2025 $
Audit services - RSM Australia Partners		
Audit and review of the financial statements	155,000	135,000

Note 27. Contingent liabilities

The Group had no contingent liabilities as at 30 June 2026 and 30 June 2025.

Note 28. Commitments

The Group had commitments for capital expenditure of $11,390,388 as at 30 June 2026 (30 June 2025: $13,144,504).

Note 29. Related party transactions

Parent entity
Amaero Inc. 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 25 and the remuneration report included in the Directors' report. The participation of key management personnel in the Company's share issuance during the year was on the same terms as those offered to all shareholders.

Transactions with related parties
There were no transactions with related parties during the current and previous financial year.

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

Terms and conditions
All transactions were made on normal commercial terms and conditions and at market rates, except where stated otherwise.

Note 30. Parent entity information

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

On 22 June, 2026 (the "Implementation Date"), prior to to the Group's latest reported balance sheet date as of 30 June 2026, Amaero Inc. became the ultimate parent of Amaero Ltd and its subsidiaries pursuant to two schemes of arrangement under the Australian Corporations Act 2001 that were dependent upon each other (collectively, the "Scheme"), replacing Amaero Ltd (formerly Amaero International Ltd) as the ultimate parent entity. The Scheme did not result in any change in the underlying operations, assets, liabilities, or ultimate economic ownership of the Amaero group. The Scheme is expected to support the Company's ability to complete an initial public offering in the U.S. and to support the Company's eligibility for U.S. classified defense contracts by aligning the Company's corporate structure with U.S. Foreign Ownership, Control, and Influence requirements.

Accordingly, the parent entity information for the year ended 30 June 2026 is that of Amaero Inc., whereas the comparative information for 30 June 2025 is that of the former parent entity, Amaero Ltd.

Statement of profit or loss and other comprehensive income

	Parent	
	2026 $	2025 $
Loss after income tax	(639,641)	(32,779,699)
Exchange differences on translation	(13,035)	-
Total comprehensive income	(652,676)	(32,779,699)

Note 30. Parent entity information (continued)

Statement of financial position

	Consolidated 2026 $	Consolidated 2025 $
Total current assets	1,456	774,704
Total assets	124,616,438	79,637,019
Total current liabilities	351,777	724,595
Total liabilities	511,978	734,746
Equity		
Issued capital	112,138,533	122,599,203
Share-based payments reserve	12,618,603	7,972,097
Foreign currency translation reserve	(13,035)	-
Accumulated losses	(639,641)	(51,669,027)
Total equity	124,104,460	78,902,273

Guarantees entered into by the parent entity in relation to the debts of its subsidiaries
The Group redomiciled from Australia to the United States on 22 June 2026, when Amaero Inc. became the ultimate parent of Amaero Ltd pursuant to the Scheme, replacing Amaero Ltd as the ultimate parent entity (Amaero Ltd was the parent entity as at 30 June 2025).

Prior to the re-domiciliation, Amaero Ltd was a guarantor of the secured credit facility provided by the Export-Import Bank of the United States to a wholly-owned subsidiary, Amaero Advanced Materials & Manufacturing, Inc. Following the re-domiciliation, both Amaero Inc. and Amaero Ltd are guarantors of that facility, Amaero Inc. having joined as a guarantor under the First Amendment to the Credit Agreement dated 11 June 2026.

Contingent liabilities
The parent entity had no contingent liabilities as at 30 June 2026 and 30 June 2025.

Capital commitments - Property, plant and equipment
The parent entity had no capital commitments for property, plant and equipment as at 30 June 2026 and 30 June 2025.

Material accounting policy information
The accounting policies of the parent entity are consistent with those of the Group, as disclosed in note 2, except for the following:
- Investments in subsidiaries are accounted for at cost, less any impairment, in the parent entity.
- Investments in associates are accounted for at cost, less any impairment, in the parent entity.
- Dividends received from subsidiaries are recognised as other income by the parent entity and its receipt may be an indicator of an impairment of the investment.

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 2:

Name	Principal place of business / Country of incorporation	Ownership interest 2026 %	Ownership interest 2025 %
Amaero Ltd	Australia	100.00%	100.00%
Amaero Engineering Pty Ltd[1]	Australia	100.00%	100.00%
AM Aero Inc	United States of America	100.00%	100.00%
Amaero Alloys Pty Ltd[2]	Australia	-	100.00%
Amaero Advanced Materials & Manufacturing Inc	United States of America	100.00%	100.00%

Note 31. Interests in subsidiaries (continued)

In connection with the redomiciliation described in Note 1, Amaero Ltd was converted to a proprietary company limited by shares on 7 August 2026 with its name changed to Amaero Pty Ltd.

[1]Amaero Engineering Pty Ltd was deregistered on 1 July 2026.

[2]Amaero Alloys Pty Ltd was deregistered on 24 June 2026.

Note 32. Reconciliation of loss after income tax to net cash used in operating activities

	Consolidated	
	2026 $	2025 $
Loss after income tax (expense)/benefit for the year	(36,515,350)	(24,434,935)
Adjustments for:		
Lease modification	-	(31,085)
Depreciation and amortisation	2,988,079	1,681,514
Loss on sale of property, plant and equipment	-	33,753
Loss on disposal of property, plant and equipment	163,981	-
Share-based payments	5,308,187	4,233,969
Write-off of held-for-sale asset (non-cash)	20,660	-
Amortised finance costs	401,229	-
Interest accrued, not yet paid (EXIM and facility)	1,261,188	-
Unrealised net foreign currency loss	-	331,473
Change in operating assets and liabilities:		
Increase in trade and other receivables	(4,829,535)	(1,120,870)
Increase in inventories	(2,844,159)	(5,541,427)
Increase in other operating assets	(4,260,610)	(277,955)
Increase in trade and other payables	2,582,105	8,236,150
Decrease in provision for income tax	-	(144,417)
Increase in employee benefits	352,410	3,472
Net cash used in operating activities	(35,371,815)	(17,030,358)

Note 33. Changes in liabilities arising from financing activities

Consolidated	Lease liabilities $	Bank loans $	EXIM restricted cash $
Balance at 1 July 2024	16,070,987	-	-
Net cash from/(used in) financing activities	(1,480,253)	5,360,598	-
Other	1,564,136	-	-
Exchange differences	149,933	-	-
Balance at 30 June 2025	16,304,803	5,360,598	-
Proceeds from borrowings	-	24,136,944	-
Transaction costs associated with borrowings	-	(497,673)	-
EXIM Bank collateral deposit	-	-	5,937,410
Lease payments	(1,453,458)	-	-
Other non-cash movements	1,511,125	377,997	-
Exchange differences	(757,204)	(600,333)	(118,774)
Balance at 30 June 2026	15,605,266	28,777,533	5,818,636

Note 34. Earnings per CDI

	Consolidated 2026 $	2025 $
Earnings per CDI for loss from continuing operations		
Loss after income tax attributable to the owners of Amaero Inc.	(36,515,350)	(24,682,140)
	Number	**Number**
Weighted average number of CDIs used in calculating basic earnings per CDI	912,403,680	623,406,391
Weighted average number of CDIs used in calculating diluted earnings per CDI	912,403,680	623,406,391
	Cents	**Cents**
Basic earnings/(loss) per CDI	(4.00)	(3.96)
Diluted earnings/(loss) per CDI	(4.00)	(3.96)

Note 34. Earnings per CDI (continued)

	Consolidated 2026 $	Consolidated 2025 $
Earnings per CDI for profit from discontinued operations		
Profit after income tax attributable to the owners of Amaero Inc.	-	247,205

	Number	Number
Weighted average number of CDIs used in calculating basic earnings per CDI	912,403,680	623,406,391
Weighted average number of CDIs used in calculating diluted earnings per CDI	912,403,680	623,406,391

	Cents	Cents
Basic earnings per CDI	-	0.04
Diluted earnings per CDI	-	0.04

	Consolidated 2026 $	Consolidated 2025 $
Earnings per CDI for loss		
Loss after income tax attributable to the owners of Amaero Inc.	(36,515,350)	(24,434,935)

	Number	Number
Weighted average number of CDIs used in calculating basic earnings per CDI	912,403,680	623,406,391
Weighted average number of CDIs used in calculating diluted earnings per CDI	912,403,680	623,406,391

	Cents	Cents
Basic earnings/(loss) per CDI	(4.00)	(3.92)
Diluted earnings/(loss) per CDI	(4.00)	(3.92)

110,970,673 (2025: 329,919,473) options and Nil (2025: 119,753) performance rights over CDIs are not included in the calculation of diluted earnings per CDI because they are anti-dilutive for the year ended 30 June 2026. These options could potentially dilute basic earnings per CDI in the future.

Accounting policy for earnings per CDI

Basic earnings per CDI
Basic earnings per CDI is calculated by dividing the profit attributable to the owners of Amaero Inc., excluding any costs of servicing equity other than CDIs, by the weighted average number of CDIs outstanding during the financial year, adjusted for bonus elements in CDIs issued during the financial year.

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

Note 35. Share-based payments

Options
Amaero Inc. has the ability to issue options to employees under the employee option plan ('ESOP') which was approved by shareholders of its predecessor, Amaero Ltd, at the 2019 Annual General Meeting. Additionally, the Group has the ability to issue options to consultants under its 15% capacity. The issuance of options is designed to provide long-term incentives for the holder to deliver long-term shareholder returns. Issuance of the equity is at the Board's discretion and no individual has a contractual right to participate in the plan or to receive any guaranteed benefits.

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

2026 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
04/07/2022	04/07/2025	$0.420	7,520,439	-	-	(7,520,439)	-
01/08/2022	01/08/2025	$0.420	18,673,464	-	(18,673,464)	-	-
02/12/2022	02/12/2025	$0.180	186,778,268	-	(184,863,672)	(1,914,596)	-
31/10/2023	31/10/2033	$0.190	3,000,000	-	-	(1,000,000)	2,000,000
31/10/2023	31/10/2033	$0.190	10,000,000	-	-	-	10,000,000
31/10/2023	31/10/2033	$0.190	3,000,000	-	(1,200,000)	(1,800,000)	-
31/10/2023	31/10/2033	$0.190	2,750,000	-	-	-	2,750,000
31/10/2023	31/10/2033	$0.190	2,500,000	-	(1,500,000)	(1,000,000)	-
31/10/2023	31/10/2033	$0.190	2,000,000	-	-	-	2,000,000
08/11/2023	08/11/2033	$0.250	3,000,000	-	-	(500,000)	2,500,000
27/12/2023	27/12/2026	$0.240	59,608,527	-	(33,926,575)	-	25,681,952
05/04/2024	05/04/2027	$0.500	1,000,000	-	-	-	1,000,000
29/04/2024	16/12/2033	$0.280	3,553,000	-	-	-	3,553,000
04/06/2024	31/10/2033	$0.250	950,000	-	-	-	950,000
04/06/2024	27/11/2033	$0.170	2,500,000	-	-	-	2,500,000
04/06/2024	20/12/2033	$0.240	500,000	-	(200,000)	(300,000)	-
04/06/2024	04/06/2034	$0.410	4,125,000	-	-	-	4,125,000
04/06/2024	08/02/2027	$0.360	1,000,000	-	-	-	1,000,000
05/08/2024	05/08/2029	$0.390	2,000,000	-	-	-	2,000,000
15/10/2024	08/02/2027	$0.360	1,000,000	-	-	-	1,000,000
09/09/2024	09/09/2034	$0.400	165,000	-	-	(165,000)	-
08/11/2024	08/11/2027	$0.500	1,000,000	-	-	-	1,000,000
08/11/2024	08/11/2027	$0.500	2,000,000	-	-	-	2,000,000
29/10/2024	08/11/2027	$0.348	4,200,000	-	-	-	4,200,000
30/09/2024	30/09/2034	$0.272	810,000	-	-	-	810,000
19/12/2024	04/11/2034	$0.163	140,400	-	-	(140,400)	-
01/06/2025	01/06/2035	$0.295	1,000,000	-	-	-	1,000,000
31/01/2025	30/01/2035	$0.332	351,000	-	-	-	351,000
02/12/2025	02/11/2035	$0.332	2,794,375	-	-	(750,000)	2,044,375
17/03/2025	17/03/2035	$0.265	2,000,000	-	-	-	2,000,000
22/07/2025	22/07/2035	$0.416	-	2,350,000	-	-	2,350,000
22/07/2025	22/07/2035	$0.463	-	785,200	-	(291,200)	494,000
01/10/2025	01/10/2035	$0.360	-	3,998,604	-	(316,250)	3,682,354
25/11/2025	22/11/2028	$0.231	-	4,200,000	-	-	4,200,000
25/11/2025	25/11/2035	$0.235	-	4,733,600	-	(460,200)	4,273,400
18/12/2025	18/12/2035	$0.260	-	5,666,000	(34,750)	-	5,566,000
16/01/2026	16/01/2029	$0.315	-	5,098,408	(16,267)	(40,479)	5,041,662
16/01/2026	09/01/2036	$0.244	-	170,000	-	-	127,500
20/02/2026	20/02/2036	$0.275	-	4,443,780	-	-	4,443,780
28/04/2026	28/04/2031	$0.350	-	2,108,000	-	-	2,108,000
03/06/2026	03/06/2031	$0.330	-	3,510,900	-	-	3,510,900
08/06/2026	08/06/2029	$0.314	-	600,000	-	-	600,000
			329,919,473	37,664,492	(240,414,728)	(16,198,564)	110,970,673

Note 35. Share-based payments (continued)

Weighted average exercise price			$0.227	$0.300	$0.207	$0.317	$0.280

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
04/07/2022	04/07/2025	$0.420	7,520,439	-	-	-	7,520,439
01/08/2022	01/08/2025	$0.420	18,673,464	-	-	-	18,673,464
02/12/2022	02/12/2025	$0.180	187,840,679	-	(1,062,411)	-	186,778,268
31/10/2023	31/10/2033	$0.190	3,000,000	-	-	-	3,000,000
31/10/2023	31/10/2033	$0.190	10,000,000	-	-	-	10,000,000
31/10/2023	31/10/2033	$0.190	3,000,000	-	-	-	3,000,000
31/10/2023	31/10/2033	$0.190	2,750,000	-	-	-	2,750,000
31/10/2023	31/10/2033	$0.190	2,500,000	-	-	-	2,500,000
31/10/2023	31/10/2033	$0.190	2,000,000	-	-	-	2,000,000
08/11/2023	08/11/2033	$0.250	3,000,000	-	-	-	3,000,000
27/12/2023	27/12/2026	$0.240	60,251,986	-	(643,459)	-	59,608,527
05/04/2024	05/04/2027	$0.500	1,000,000	-	-	-	1,000,000
29/04/2024	16/12/2033	$0.280	3,553,000	-	-	-	3,553,000
04/06/2024	31/10/2033	$0.250	950,000	-	-	-	950,000
04/06/2024	27/11/2033	$0.170	2,500,000	-	-	-	2,500,000
04/06/2024	18/12/2033	$0.250	3,000,000	-	(1,200,000)	(1,800,000)	-
04/06/2024	20/12/2033	$0.240	500,000	-	-	-	500,000
04/06/2024	04/06/2034	$0.410	4,125,000	-	-	-	4,125,000
04/06/2024	08/02/2027	$0.360	1,000,000	-	-	-	1,000,000
05/08/2024	05/08/2029	$0.390	-	2,000,000	-	-	2,000,000
15/10/2024	08/02/2027	$0.360	-	1,000,000	-	-	1,000,000
09/09/2024	09/09/2034	$0.400	-	825,000	-	(660,000)	165,000
08/11/2024	08/11/2027	$0.500	-	1,000,000	-	-	1,000,000
08/11/2024	08/11/2027	$0.500	-	2,000,000	-	-	2,000,000
29/10/2024	08/11/2027	$0.348	-	4,200,000	-	-	4,200,000
30/09/2024	30/09/2034	$0.272	-	810,000	-	-	810,000
19/12/2024	04/11/2034	$0.272	-	140,400	-	-	140,400
01/06/2025	01/06/2035	$0.295	-	1,000,000	-	-	1,000,000
31/01/2025	30/01/2035	$0.332	-	351,000	-	-	351,000
02/12/2025	02/11/2035	$0.332	-	4,044,375	-	(1,250,000)	2,794,375
17/03/2025	17/03/2035	$0.265	-	2,000,000	-	-	2,000,000
			317,164,568	19,370,775	(2,905,870)	(3,710,000)	329,919,473
Weighted average exercise price			$0.219	$0.360	$0.222	$0.304	$0.227

Note 35. Share-based payments (continued)

Set out below are the options exercisable at the end of the financial year:

Grant date	Expiry date	2026 Number	2025 Number
04/07/2022	04/07/2025	-	7,520,439
01/08/2022	01/08/2025	-	18,673,464
02/12/2022	02/12/2025	-	186,224,468
31/10/2023	31/10/2033	10,450,000	74,262,327
29/04/2024	16/12/2033	2,131,800	1,421,200
05/04/2024	05/04/2027	1,000,000	1,000,000
09/01/2024	09/01/2034	-	200,000
04/06/2024	04/06/2034	2,475,000	1,650,000
16/01/2024	16/01/2034	-	2,380,000
05/08/2024	05/08/2029	1,000,000	500,000
15/10/2024	08/02/2027	400,000	1,000,000
09/09/2024	09/09/2034	-	165,000
08/11/2024	08/11/2027	3,000,000	1,000,000
30/09/2024	30/09/2034	324,000	162,000
04/11/2024	04/11/2034	-	28,080
08/11/2023	08/11/2033	2,500,000	-
27/12/2023	27/12/2026	25,681,952	-
04/06/2024	31/10/2033	570,000	-
04/06/2024	27/11/2033	1,500,000	-
04/06/2024	08/02/2027	1,000,000	-
29/10/2024	08/11/2027	4,200,000	-
31/01/2025	30/01/2035	87,750	-
17/03/2025	17/03/2035	500,000	-
01/06/2025	01/06/2035	250,000	-
22/07/2025	22/07/2035	593,500	-
01/10/2025	01/10/2035	588,164	-
25/11/2025	25/11/2035	530,000	-
02/12/2025	02/11/2035	681,385	-
18/12/2025	18/12/2035	440,400	-
16/01/2026	16/01/2029	1,669,698	-
20/02/2026	20/02/2036	350,000	-
		61,923,649	296,186,978

Weighted Average share price during the financial year was $0.35 (2025: $0.33).

The weighted average remaining contractual life of options outstanding at the end of the financial year was 5.05 years (2025: 1.79 years).

Performance rights
On 7 July 2020, the Amaero Board resolved to offer approximately 3 million Retention Performance rights to their employees subject to certain conditions. The number of Retention Performance rights issued on 1 September 2020 was 1,422,883 based on the 5-day VWAP (volume weighted average price) for the period from 24 to 28 August 2020 inclusive. Each of the Retention Performance rights entitles the holder to be issued one fully paid ordinary share of the Company for no cash consideration upon vesting. The Retention Performance rights will convert into ordinary shares upon achievement of each performance condition and will expire when the performance condition is met. If the Employee does not remain as an Employee of Amaero at the time of the performance condition, the remainder of their Retention Performance Rights will lapse. The performance conditions are set out to incentivise employees to remain with Amaero to ensure their interests and motivations are aligned with the interests and motivations of shareholders of Amaero.

Note 35. Share-based payments (continued)

Set out below are summaries of performance rights granted under the plan:

2026

Exercise price	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the year
$0.000	119,753	-	(91,195)	(28,558)	-
	119,753	-	(91,195)	(28,558)	-

2025

Exercise price	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the year
$0.000	239,504	-	(90,416)	(29,335)	119,753
	239,504	-	(90,416)	(29,335)	119,753

There were $nil (2025: 119,753) performance rights exercisable at the end of the financial year.

The assessed fair value of options at grant date was determined using the Black-Scholes valuation pricing model that takes into account the exercise price, term of the option, security price at grant date and expected price volatility of the underlying security, the expected dividend yield, the risk-free interest rate for the term of the security and certain probability assumptions.

For the options granted during the current financial year, the valuation model inputs used to determine the fair value at the grant date, are as follows:

Grant Date	Expiry Date	Options	Share price on grant date	Exercise price	Expected volatility %	Dividend yield %	Risk-free interest rate %	Fair value at grant date
22/07/2025	22/07/2035	2,350,000	$0.4800	$0.4160	90.00%	-	4.31%	$0.3748
22/07/2025	22/07/2035	785,200	$0.4800	$0.4630	90.00%	-	4.31%	$0.3732
01/10/2025	01/10/2035	1,498,604	$0.3600	$0.3600	90.00%	-	4.36%	$0.2785
01/10/2025	01/10/2035	2,500,000	$0.3600	$0.3600	90.00%	-	4.36%	$0.2749
25/11/2025	25/11/2035	2,083,600	$0.2350	$0.2350	90.00%	-	4.38%	$0.1818
25/11/2025	25/11/2035	2,650,000	$0.2350	$0.2350	90.00%	-	4.38%	$0.1795
25/11/2025	22/11/2028	4,200,000	$0.2307	$0.2307	90.00%	-	4.38%	$0.1150
18/12/2025	18/12/2035	3,464,000	$0.2600	$0.2600	90.00%	-	4.75%	$0.2019
18/12/2025	18/12/2035	2,202,000	$0.2600	$0.2600	90.00%	-	4.75%	$0.1993
16/01/2026	09/01/2036	127,500	$0.3150	$0.2435	90.00%	-	4.30%	$0.2435
16/01/2026	09/01/2036	42,500	$0.3150	$0.2900	90.00%		4.69%	$0.2435
16/01/2026	16/01/2029	5,098,408	$0.3150	$0.3150	90.00%	-	4.02%	$0.1564
20/02/2026	20/02/2036	2,693,780	$0.2750	$0.2750	90.00%	-	4.35%	$0.2127
20/02/2026	20/02/2036	1,750,000	$0.2750	$0.2750	90.00%	-	4.35%	$0.2100
28/04/2026	28/04/2031	2,108,000	$0.3500	$0.3500	90.00%	-	4.65%	$0.2273
03/06/2026	03/06/2031	3,510,900	$0.3300	$0.3300	90.00%	-	4.52%	$0.2140
05/06/2026	08/06/2029	600,000	$0.350	$0.3140	90.00%	-	4.60%	$0.1569
		37,664,492						

Accounting policy for 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.

Note 35. Share-based payments (continued)

The cost of equity-settled transactions are measured at fair value on grant date. Fair value is independently determined using the 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 Group 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.

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 Group or employee, the failure to satisfy the condition is treated as a cancellation. If the condition is not within the control of the Group 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.

Note 36. Events after the reporting period

On 1 July 2026, the Group was awarded its first Low-Rate Initial Production contract, valued at US$344,000, from Bechtel Plant Machinery, Inc. (“BPMI”) for piping components supporting the submarine industrial base.

On 9 July 2026, the Group resumed titanium powder production, which had been paused for approximately six weeks following a flash fire during manufacturing operations at the Group’s Tennessee facility in May 2026, upon completion of a comprehensive safety review and associated remediation.

On 22 July 2026, the Group was awarded a $6.5 million (US$4.5 million) contract from the U.S. Department of War for the development of alternative refractory alloy powders, a 13-month program expected to be completed in August 2027.

In July 2026, the Company confidentially submitted a draft registration statement on Form S-1 with the U.S. Securities and Exchange Commission relating to a proposed initial public offering of its common stock in the United States. The proposed offering remains subject to market and other conditions and completion of the SEC review process. In connection with the proposed offering, the Company is seeking approval from its shareholders at a special meeting of Stockholders to be held on 28 August 2026, for the purposes of ASX Listing Rule 7.1, for the issue of up to 5,000,000 shares of Common Stock (which may be represented by CDIs) pursuant to an underwritten registered public offering.

On 4 August 2026, Mr Jamie Levy and Mr Alistair Cray resigned as Non-Executive Directors of the Company. In connection with their resignations, the Board approved the acceleration of vesting of their then-unvested options over CHESS Depositary Interests in the Company. Each of Mr Levy and Mr Cray also entered into a consultancy agreement with the Company under which they will provide services, including investor relations in Australia and general corporate advisory services, until 31 December 2026 (unless extended by mutual agreement of the parties).

Note 36. Events after the reporting period (continued)

On 6 August 2026, the Company entered into a new executive employment agreement with Mr Hank Holland to continue as Chief Executive Officer and Chair of the Board for a four-year term commencing 1 July 2026 and ending 30 June 2030. Under the agreement, Mr Holland's fixed remuneration is US$750,000 per annum (approximately A$1.09 million, based on the 30 June 2026 exchange rate of A$1.00 = US$0.6869), effective 1 July 2026. The agreement also provides for: an annual cash bonus targeted at 100% of fixed remuneration and capped at 200%; a one-time grant of 30,000,000 restricted stock units to acquire CHESS Depositary Interests ("CDIs"), vesting in equal instalments of 25% on each of the first four anniversaries of the grant date; a one-time grant of 30,000,000 performance stock units to acquire CDIs, earned on achievement of 20-day volume-weighted average price hurdles of A$0.50, A$0.75 and A$1.00; and, contingent upon a U.S. initial public offering, an award equal to 200% of fixed remuneration, paid 50% in cash and 50% in restricted stock units. The grant of these equity awards is subject to approval by the Company's shareholders at a special meeting of Stockholders to be held on 28 August 2026.

On 6 August 2026, the Board adopted the Amaero Inc. 2026 Equity Incentive Plan, which provides for the grant of equity awards, including options and RSUs, to employees, directors and consultants. The 2026 Plan is subject to, and will become effective upon, approval by the Company's shareholders at a special meeting of Stockholders to be held on 28 August 2026, including for the purposes of ASX Listing Rule 7.2 (Exception 13), under which approval is being sought for the issue of up to 60,000,000 CDIs (representing 1,500,000 shares of Common Stock) under the 2026 Plan over the three-year period commencing on the date of that meeting.

On 6 August 2026, the Board approved changes to non-executive director remuneration, comprising: the issue to each non-executive director of restricted stock units ("RSUs") under the Company's 2026 Equity Incentive Plan with a value of US$115,000 (approximately A$167,000) in each fiscal year over the three-year period from the date of the special meeting of Stockholders (US$345,000, or approximately A$502,000, in aggregate for each director), representing directors' fees to be received in the form of RSUs rather than in cash; and an increase in the maximum aggregate annual cash fee pool from which non-executive directors may be paid from A$500,000 to US$600,000 per annum. These changes are subject to approval by the Company's shareholders at a special meeting of Stockholders to be held on 28 August 2026, for the purposes of ASX Listing Rule 10.14 (the RSU grants) and ASX Listing Rule 10.17 (the cash fee pool).

Other than as disclosed above, no matter or circumstance has arisen since 30 June 2026 that has significantly affected, or may significantly affect, the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

Entity name	Entity type	Place formed / Country of incorporation	Ownership interest %	Tax residency
Amaero Ltd	Body corporate	Australia	100.00%	Australia
Amaero Engineering Pty Ltd[1]	Body corporate	Australia	100.00%	Australia
AM Aero, Inc.	Body corporate	United States of America	100.00%	United States of America
Amaero Alloys Pty Ltd[2]	Body corporate	Australia	-	Australia
Amaero Advanced Materials & Manufacturing, Inc.	Body corporate	United States of America	100.00%	United States of America

In connection with the redomiciliation described in Note 1, Amaero Ltd was converted to a proprietary company limited by shares on 7 August 2026 with its name changed to Amaero Pty Ltd.

[1]Amaero Engineering Pty Ltd was deregistered on 1 July 2026.

[2]Amaero Alloys Pty Ltd was deregistered on 24 June 2026.

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 Accounting Standards as issued by the International Accounting Standards Board as described in note 2 to the financial statements;

- the attached financial statements and notes give a true and fair view of the Group's financial position as at 30 June 2026 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.

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

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

On behalf of the Directors

Hank J. Holland

Mr Hank J. Holland
Chairman and Chief Executive Officer

19 August 2026
McDonald, Tennessee U.S.A.

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INDEPENDENT AUDITOR'S REPORT
To the Members of Amaero Inc.

REPORT ON THE AUDIT OF THE FINANCIAL REPORT

Opinion

We have audited the financial report of Amaero Inc. ('the Company') and its controlled entities (together referred to as 'the Group'), which comprises the consolidated statement of financial position as at 30 June 2026, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information, the consolidated entity disclosure statement and the directors' declaration.

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

(i) giving a true and fair view of the Group's financial position as at 30 June 2026 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 APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* issued by the Accounting Professional & Ethical Standards Board Limited (the Code) that are relevant to our audit of the financial report of public interest entities 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.

Material Uncertainty Related to Going Concern

We draw attention to Note 2 in the financial report, which indicates that the Group incurred a net loss of $36,515,350 and had net cash outflows from operating activities of $35,371,815 for the year ended 30 June 2026. As stated in Note 2, these events or conditions, along with other matters as set forth in Note 2, indicate that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Key Audit Matters

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

Key Audit Matter	How our audit addressed this matter
Capitalisation of property, plant and equipment Refer Note 15 in the financial statements	
The Group continues to make significant investment in plant and equipment and other infrastructure for the Powder manufacturing facility in Tennessee, USA. This includes capitalisation of the atomiser, related equipment and leasehold improvements. As in the prior period, there remains a risk of incorrect capitalisation of costs relating to acquisition of plant and equipment and incorrect calculation of depreciation charge in relation to such assets. During the year, the Group capitalised AU$28.6m million towards property, plant and equipment in relation to its manufacturing facility in Tennessee, USA. The capitalisation of these assets requires management to exercise judgement in determining which costs are directly attributable to bringing the assets to the location and condition necessary for them to operate as intended, in accordance with AASB 116 *Property, Plant and Equipment* ('AASB 116').	Our audit procedures included: • Evaluating the Group's capitalisation policies and assessing their compliance with AASB 116; • Obtaining and reviewing the fixed assets register to identify material purchases; • Corroborating purchases with agreements, invoices and other supporting documentation to determine if the capitalisation is appropriate and disclosure of commitments at reporting date is complete and accurate; • Performing tests of detail over depreciation calculations to determine if rates are reasonable and depreciation expense has been properly recognised; and • Reviewing material expenses listing to identify any expenses of capital nature.

Key Audit Matter	How our audit addressed this matter
Accounting for share-based payments Refer Note 35 in the financial statements	
During the year, the Group entered into share-based payment arrangements by way of issue of share options to key management personnel, employees and third parties. Management have accounted for these arrangements in accordance with AASB 2 *Share-based Payment* ('AASB 2'). We consider this to be a key audit matter because of: • the complexity of the accounting required to value the share options; • the judgmental nature of inputs into the valuation models, including the likelihood of vesting conditions being met, and the appropriate valuation methodology to apply; and • the conditions associated with each options.	Our audit procedures, with assistance from our Corporate Finance Team, included: • Making enquiries of management about the nature of and the rationale behind the instruments issued; • Reviewing the terms and conditions of the instruments issued; • Reviewing the valuation methodology to ensure it is in compliance with AASB 2; • Testing the inputs to the valuation model for reasonableness by: - obtaining evidence to justify management's judgements over key inputs; - critically evaluating the key assumptions used, considering the grant-date share price, the exercise price, the expected volatility in the share price, the vesting period and the number of instruments expected to vest; - recalculating the value of the share-based payment expense to be recognised and the reserve balance, for accuracy, factoring in any cancellations, modifications, expiry, or vesting; • Reviewing the option exchange arising from the re-domiciliation and assessing whether the replacement options resulted in any incremental fair value requiring recognition under AASB 2; and • Reviewing the adequacy of the relevant disclosures, in the financial statements, including those relating to judgments and estimates made.

Key Audit Matter	How our audit addressed this matter
Re-domiciliation and group re-organisation Refer Notes 1 and 2 in the financial statements	
On 22 June 2026, Amaero Inc. became the ultimate parent entity of Amaero Ltd and its subsidiaries pursuant to Scheme of Arrangement ('Scheme') under the *Corporations Act 2001*. Under the Scheme, each ordinary share in Amaero Ltd was exchanged for one CHESS Depositary Interest in Amaero Inc., with each CDI representing a beneficial interest in 1/40th of a share of Amaero Inc. common stock. Existing options in Amaero Ltd were replaced with substantially equivalent options issued by Amaero Inc. The accounting for the transaction required significant judgement in determining whether the schemes represented a reverse acquisition within the scope of AASB *3 Business Combinations ('AASB 3')* or a capital reorganisation involving the insertion of a newly formed parent above the existing Group. Management concluded that Amaero Inc. did not constitute a business immediately before implementation and that the transaction was therefore outside the scope of AASB 3. In the absence of specific accounting guidance, management developed an accounting policy in accordance with AASB 108 *Accounting Policies, Changes in Accounting Estimates and Errors* ('AASB 108') and accounted for the transaction using the predecessor-value method. The transaction was a key audit matter due to the complexity and judgement involved in determining the appropriate accounting treatment, together with its effect on the presentation of the Group's consolidated financial statements, comparatives, equity structure and earnings per share.	Our audit procedures included: • Obtaining and reviewing the Scheme booklet, Implementation Deed, shareholder and option-holder approvals and assessing the legal and commercial substance of the re-domiciliation and group reorganisation; • Evaluating whether Amaero Inc. met the definition of a business under AASB 3 immediately before implementation and assessing management's conclusion that the transaction was outside the scope of AASB 3; • Assessing the accounting policy developed by management under AASB 108, including whether predecessor-value method provided reliable and relevant financial information; • Testing the accounting entries, including the recognition and presentation of equity, transaction costs and replacement securities; • Reviewing the option exchange and assessing whether the replacement options resulted in incremental fair value under AASB 2; • Assessing the presentation of comparative and earnings-per-share information; and • Evaluating the adequacy of the related financial statement disclosures.

Key Audit Matter	How our audit addressed this matter
Revenue Recognition Refer Note 5 in the financial statements	
Inappropriate revenue recognition leads to a misstatement of income and related receivables. Completeness of revenue reported can be impacted by a failure to correctly measure revenue in accordance with applicable accounting standards, and / or by applying an incorrect approach to period end cut-off.	Our audit procedures included: • Reviewing the processes and controls around revenue and other income; • Assessing the recognition and measurement of revenue against the requirements of AASB 15 *Revenues from Contracts with customers*; • Reviewing any large or unusual transactions near year-end; • Performing substantive tests of detail on revenue transactions on a sample basis to test the occurrence and accuracy of revenue. The detailed testing included agreeing transactions to sales invoices, delivery dockets and receipt of cash to bank statements, and • Performing specific targeted cut-off testing over transactions recorded either side of the period end to ensure that revenue transactions were recorded in the appropriate period.

Other Information

The directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 30 June 2026, but does not include the financial report and the 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

Responsibilities of the Directors for the Financial Report (continued)

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

i. the financial report (other than the consolidated entity disclosure statement) that gives a true and fair view and is free from material misstatement, whether due to fraud or error; and

ii. the consolidated entity disclosure statement that is true and correct and is free of misstatement, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the Financial Report

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

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at: https://www.auasb.gov.au/media/bwvjcgre/ar1_2024.pdf. This description forms part of our auditor's report.

REPORT ON THE REMUNERATION REPORT

Opinion on the Remuneration Report

We have audited the Remuneration Report included in the directors' report for the year ended 30 June 2026.

In our opinion, the Remuneration Report of Amaero Inc., for the year ended 30 June 2026, complies with section 300A of the *Corporations Act 2001*.

Responsibilities

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

RSM

RSM AUSTRALIA PARTNERS

K.Kalfpal

DEEPAK KESHAVAMURTHY
Partner

Dated: 19 August 2026
Melbourne, Victoria