APPENDIX 4D

For the half year ended 30 June 2026

1. Company information
Name of entity: Nutritional Growth Solutions Ltd.
ARBN: 642 861 774
Reporting period: For the half year ended 30 June 2026
Previous period: For the half year ended 30 June 2025
(All amounts in the following appendix are stated in US dollars, unless stated otherwise)

2. Results for announcement to the market

		30 June 2026 US $'000	30 June 2025 US $'000	% Change
Revenue from ordinary activities	Down	706	867	18.57%
Profit/(Loss) from ordinary activities after tax	Up	120	(1,178)	n/m

Operating and financial review
Nutritional Growth Solutions achieved half yearly revenue of US$706 thousand, a decrease of 18.57% on the prior corresponding period (pcp). The Company incurred profit of US$120 thousand for H1 FY26 versus US$1.178 million loss on H1 FY25, reflecting continued cost discipline and working capital optimisation. Management remains focused on progressing towards profitability through the expansion of its US retail presence and disciplined capital management.

Key operational achievements for Nutritional Growth Solutions over the half-year ended 30 June 2026 include:

- **Inventory fully replenished and new digital platform live:** Historical stock availability issues have been resolved, and an upgraded e-commerce website is now operational, supporting an improved customer experience and higher conversion.
- **Debt-free balance sheet**: All legacy financing facilities fully repaid and closed at 30 June 2026, including Amazon Lending, Shopify Capital, corporate credit cards, and the interim related-party loan – eliminating all ongoing debt-servicing obligations.
- **Transformational acquisition announced:** On 25 May 2026, the Company entered into a binding Share Sale Agreement to acquire 100% of Sprout Organic Pty Ltd for upfront consideration of approximately A$8 million, to be satisfied by the issue of NGS shares at a deemed issue price of A$0.02, subsequent to the reporting period, shareholders approved the transaction at the Annual General Meeting held on 10 August 2026 and completion is expected to occur on or about 1 September 2026, subsect to the remaining conditions precedent.
- **A$2.5 million placement secured:** Firm commitments received for a placement of 125,000,000 shares at A$0.02 per share to fund working capital, inventory expansion, sales and marketing, and integration costs. Subsequent to the reporting period placement was approved by shareholders at the Annual General Meeting on 10 August 2026 and has since settled.

Commentary
The profit for the consolidated entity after providing for income tax amounted to US$120 thousand. Operating profit was US$56 thousand in 1HFY26, compared with an operating loss of US$909 thousand in 1HFY25.

3. Net Tangible Asset Per Security

	30 June 2026 cents	30 June 2025 cents
Net tangible assets per security (cents)	0.036	(0.016)

4. Details of entities over which control has been gained or lost during the period

On 4 March 2026 the Company incorporated Better Brands Global Pty Ltd (ACN 695 876 889), a wholly-owned subsidiary registered in Australia. Better Brands Global Pty Ltd has been consolidated from the date of incorporation.

Control lost
None.

5. Dividend information

No dividend or distribution has been proposed or declared for the reporting period, and it is not proposed to pay a dividend or distribution for the reporting period.

6. Details of dividend reinvestment plans

There is no dividend or distribution reinvestment plan in operation.

7. Details of associates and joint venture entities

None

8. Foreign entities

The parent entity of the Group was established under the corporate law of Israel and has a wholly-owned US subsidiary incorporated under the corporate law of Delaware and a wholly-owned Australian subsidiary incorporated under the Corporations Act 2001. The financial statements of the Group are presented in its functional currency, the US dollar, and are prepared in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board.

9. Independent Audit Review

The condensed interim consolidated financial statements for the half year ended 30 June 2026 have been reviewed, not audited, by BDO Ziv Haft, Certified Public Accountants (Isr.).

The review conclusion is unmodified. The review report includes a Material Uncertainty Related to Going Concern section drawing attention to Note 1C, which discloses that the Group has generated an accumulated deficit of US$20,588 thousand since inception and recorded negative operating cash flows of US$100 thousand for the half year, and that these conditions indicate a material uncertainty exists that may cast substantial doubt on the Group's ability to continue as a going concern. The Company is addressing this through raising additional funds, increasing revenue and cost reduction initiatives.

The financial statements have been prepared on a going concern basis and do not include any adjustments that might be necessary should the Group be unable to continue as a going concern.

NUTRITIONAL GROWTH SOLUTIONS LTD.

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

AS OF JUNE 30, 2026

UNAUDITED

NUTRITIONAL GROWTH SOLUTIONS LTD.

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Review report on interim financial information

to the shareholders of

NUTRITIONAL GROWTH SOLUTIONS LTD.

Introduction

We have reviewed the accompanying condensed interim consolidated statement of financial position of Nutritional Growth Solutions Ltd. (the "Company") as of June 30, 2026 and the related condensed interim consolidated statements of comprehensive income, changes in shareholders' equity and cash flows for the six-month period then ended, and a summary of significant accounting policies and other explanatory notes. Management is responsible for the preparation and fair presentation of this interim financial information in accordance with International Accounting Standard 34 "Interim Financial Reporting". Our responsibility is to express a conclusion on this interim financial information based on our review.

Scope of review

We conducted our review in accordance with International standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". A review of Interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying condensed interim consolidated financial information does not present fairly, in all material respects, the consolidated financial position of the Company as at June 30, 2026, and of its consolidated financial performance and its consolidated cash flows for the six month period then ended in accordance International Accounting Standard 34.

Material Uncertainty Related to Going Concern

We draw attention to Note 1C in the consolidated financial statements, which indicated that the Company generated USD 20,588 thousand of accumulated deficit since inception and up until June 30, 2026 and recorded negative cash flows from operations of USD 100 thousand for the six month period ended June 30, 2026. As stated in Note 1C, these events and conditions, indicate that a material uncertainty exists that may cast substantial doubt on the Company's ability to continue as a going concern. The Company generated net profit of USD 120 thousand during the six-month period ended June 30, 2026.Our conclusion is not modified in respect of this matter. The financial statements do not include any adjustments to reflect the possible future effects on the recoverability and classification of assets or the amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

Meirav Goldman

Tel-Aviv, Israel

August 28, 2026

Ziv haft

Certified Public Accountants (Isr.)

BDO Member Firm

Review report on interim financial information

to the shareholders of

NUTRITIONAL GROWTH SOLUTIONS LTD.

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Meirav Goldman

Tel-Aviv, Israel

August 27, 2026

Ziv haft

Certified Public Accountants (Isr.)

BDO Member Firm

NUTRITIONAL GROWTH SOLUTIONS LTD.

CONDENSED INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

(US Dollar in thousands)

	June 30, 2026 Unaudited	December 31, 2025
ASSETS		
Current Assets:		
Cash and cash equivalents	290	517
Trade receivables, net	86	68
Other accounts receivable	264	886
Inventories	348	313
Total current assets	**988**	**1,784**
Total Assets	**988**	**1,784**

The accompanying notes are an integral part of the financial statements.

NUTRITIONAL GROWTH SOLUTIONS LTD.

CONDENSED INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

(US Dollar in thousands)

	Note	June 30, 2026 Unaudited	December 31, 2025
LIABILITIES AND Equity			
Current Liabilities:			
Trade payables		212	769
Derivative financial liability		229	338
Short term loans		-	127
Other accounts payable		138	261
Total current liabilities		**579**	**1,495**
Equity:			
Share capital and premium	3	20,997	20,997
Accumulated deficit		(20,588)	(20,708)
Total Equity		**409**	**289**
Total liabilities and shareholders' equity		**988**	**1,784**

Andrew Grover
Chirman

Manik Pujara
Executive Director

August 28, 2026
Date of approval of financial statements

The accompanying notes are an integral part of the financial statements.

NUTRITIONAL GROWTH SOLUTIONS LTD.

CONDENSED INTERIM CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(US Dollar in thousands)

	Six-month period ended June 30,	
	2026	2025
	Unaudited	
Revenue	706	867
Cost of revenue	290	733
Gross profit	416	134
General and administrative expenses	332	731
Selling and marketing expenses	28	312
Operating profit / (loss)	56	(909)
Financial expense	6	270
Financial income	70	1
Total comprehensive profit / (loss) for the period	120	(1,178)
Basic and diluted profit/(loss) per share (cents)	0.036	(0.016)

The accompanying notes are an integral part of the financial statements.

NUTRITIONAL GROWTH SOLUTIONS LTD.

CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

(US Dollar in thousands)

For the six-month period ended June 30, 2026 (Unaudited):

	Share capital and premium	Accumulated deficit	Total
Balance at January 01, 2026	20,997	(20,708)	289
Changes during the period:			
Total comprehensive profit	-	120	120
Balance at June 30, 2026	20,997	(20,588)	409

For the six month period ended June 30, 2025 (Unaudited):

	Share capital and premium	Accumulated deficit	Total
Balance at January 01, 2025	18,312	(19,015)	(703)
Changes during the period:			
Total comprehensive loss	-	(1,178)	(1,178)
Issuance of shares, net	115	-	115
Share based payment	9	-	9
Balance at June 30, 2025	18,436	(20,193)	(1,757)

The accompanying notes are an integral part of the financial statements.

NUTRITIONAL GROWTH SOLUTIONS LTD.

UNAUDITED CONDENSED INTERIM CONSOLIDATED OF CASH FLOWS

(US Dollar in thousands)

	Six-month period ended June 30,	
	2026	2025
	Unaudited	
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net profit (loss) for the period	120	(1,178)
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation and amortization	-	2
Change in fair value of derivative financial liability	(109)	(57)
Decrease (increase) in trade receivables, net	(18)	15
Decrease (increase) in other accounts receivable	622	(74)
Decrease (increase) in inventories	(35)	256
Decrease in trade payables	(557)	(227)
Increase (increase) in other accounts payable	(123)	344
Change in fair value of convertible loans and notes	-	235
Finance expenses, net	-	42
Share based payment	-	9
Net cash used in operating activities	(100)	(633)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Lease payments	-	(11)
Receipts (repayments) of loans, net	(127)	10
Issuance of convertible loans and notes, net	-	598
Issuance of shares, net	-	115
Net cash provided by (used in) financing activities	(127)	712
Net Increase (decrease) in cash and cash equivalents	(227)	79
Cash and cash equivalents at the beginning of the period	517	31
Cash and cash equivalents at the end of the period	290	110

The accompanying notes are an integral part of the financial statements.

NOTE 1 - GENERAL:

A. Nutritional Growth Solutions Ltd. (the "Company") was incorporated on November 24, 2013 in Israel and commenced its operations on May 1, 2014. The Company has a wholly - owned subsidiary in the United States, NG Solutions INC., which was incorporated in August 2017. The Company and its subsidiary (together, the "Group") develops, produces (outsourcing manufacturing) and sells clinically tested protein supplements for children – commercializing the intellectual property generated by years of medical research into pediatric nutrition.

B. The Company was admitted to the official list of the ASX on October 30, 2020 through an initial public offering ("IPO") with its ordinary fully paid shares having commenced trading on October 30, 2020.

C. The Company generated USD 20,588 thousand of accumulated deficit since inception and up until June 30, 2026 and recorded negative cash flows from operations of USD 100 thousand for the six month period ended June 30, 2026. These events and conditions, indicate that a material uncertainty exists that may cast substantial doubt on the Group's ability to continue as a going concern. In order to overcome the uncertainty, the Company is targeting its efforts in raising additional funds, increasing its revenue and implements cost reduction initiative. The Company generated net profit of USD 120 thousand for the six-months period ended June 30, 2026. The financial statements do not include any adjustments to reflect the possible future effects on the recoverability and classification of assets or the amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES:

Basis of preparation

These interim consolidated financial statements have been prepared in accordance with IAS 34 Interim Financial Reporting. They do not include all disclosures that would otherwise be required in a complete set of financial statements and should be read in conjunction with the 2025 annual financial statements. These condensed interim consolidated financial statements do not include unmaterial disclosures to the annual financial statements.

Significant accounting policies

The Group has applied the same accounting policies and methods of computation in its interim consolidated financial statements as in its 2025 annual financial statements. Other new and amended standards and Interpretations issued by the IASB that will apply for the first time in future financial statements are not expected to impact the Group as they are either not relevant to the Group's activities or require accounting which is consistent with the Group's current accounting policies.

(US Dollar in thousands)

NOTE 3 -SHAREHOLDERS' EQUITY:

The options to officers and consultants outstanding as of June 30, 2026 and 2025 are comprised, as follows:

	Six-month period ended June 30, 2026	
	Unaudited	
	Number of options	Weighted average Exercise price
Outstanding at beginning of year	1,325,000	$1.14
Outstanding at end of period	1,325,000	$1.14
Exercisable options	1,325,000	$1.14

	Six-month period ended June 30, 2025	
	Unaudited	
	Number of options	Weighted average Exercise price
Outstanding at beginning of year	5,363,572	$0.248
Expired	2,000,000	-
Outstanding at end of period	3,363,572	$1.108
Exercisable options	3,366,572	$1.108

NOTE 4 - SUBSEQUENT EVENTS:

1. On 25 May 2026, the Company, through its wholly-owned subsidiary Better Brands Global Pty Ltd, entered into a binding Share Purchase Agreement to acquire 100% of the issued share capital of Sprout Organic Pty Ltd. The total consideration for the acquisition is approximately A$8.0 million (USD 5.5 million) and will be satisfied primarily through the issuance of the Company's ordinary shares.
Shareholders approved the transaction at the Annual General Meeting held on 10 August 2026, and completion of the acquisition is expected to occur on or about 1 September 2026, subject to the satisfaction of the remaining customary conditions precedent.
As the acquisition had not been completed as of the date of approval of these financial statements, the initial accounting for the business combination has not yet been finalized. Accordingly, the fair values of the identifiable assets acquired and liabilities assumed, as well as any resulting goodwill or intangible assets, have not yet been determined.