Pengana International Equities Limited

ACN 107 462 966

Appendix 4E
Preliminary Final Report for the year ended 30 June 2026

Results announcement to the market

	30 June 2026 **$'000**	30 June 2025 $'000	**Change from the corresponding period %**
Income from ordinary activities	**14,278**	49,687	(71.3)%
Profit from ordinary activities after tax attributable to members	**5,990**	33,761	(82.3)%
Basic and diluted earnings per share (cents per share)	**2.33**	13.13	(82.3)%

Dividend Information	**Cents per share**	**Franked amount per share**	**Tax rate for franking**
2026 Quarterly dividend (paid 16 December 2025)	1.35 Cents	1.35 Cents	25.0%
2026 Quarterly dividend (paid 16 March 2026)	1.40 Cents	1.40 Cents	25.0%
2026 Quarterly dividend (paid 16 June 2026)	1.40 Cents	1.40 Cents	25.0%
2026 Special dividend (declared 26 June 2026 and paid 19 August 2026)	12.50 Cents	12.50 Cents	25.0%
2026 Quarterly dividend (declared 27 July 2026 and to be paid 15 September 2026)	1.40 Cents	1.40 Cents	25.0%

Quarterly Dividend Dates

Ex-dividend Date	31 August 2026
Record Date	1 September 2026
Payment Date	15 September 2026

Dividend Reinvestment Plan

The DRP is not in operation for the final dividend.

Net Tangible Assets Per Share	**30 June 2026**	30 June 2025
Net Tangible Assets (after tax on unrealised gains/losses) per share	**$1.21**	$1.37
Net Tangible Assets (before tax on unrealised gains/losses) per share	**$1.25**	$1.41

Dividends Paid

Dividends paid during the year totalled 5.5 cents per share and comprised:

	Date paid	**Amount (CPS)**
The final dividend for the 2025 financial year 1.35 cents per share franked at 25.0%	16 September 2025	1.35
The first interim fully franked dividend for the 2026 financial year 1.35 cents per share franked at 25.0%	16 December 2025	1.35
The second interim fully franked dividend for the 2026 financial year 1.40 cents per share franked at 25.0%	16 March 2026	1.40
The third interim fully franked dividend for the 2026 financial year 1.40 cents per share franked at 25.0%	16 June 2026	1.40

This report is based on the Annual Report which has been audited by Ernst & Young. The audit report is included with the Company's Annual Report which accompanies this Appendix 4E.
All the documents comprise the information required by Listing Rule 4.3A.
For further information on the results for the Company refer to the Chairman's report to shareholders and the Investment Manager's Report contained in the attached Annual Report.

Pengana International Equities Limited

ACN 107 462 966

Annual report
For the year ended 30 June 2026

Pengana International Equities Limited
ACN 107 462 966

Annual report
For the year ended 30 June 2026

Contents

Directors' report

The Directors present their report on Pengana International Equities Limited (the "Company"), for the financial year ended 30 June 2026.

Directors

The names of Directors in office at any time during or since the end of the year are:

Brett Jollie	Independent Non-Executive Director and Chair	Appointed 27 November 2025
Geoff Wilson	Non-Executive Director	Appointed 21 October 2025
Richard Caldwell	Independent Non-Executive Director	Appointed 21 October 2025
Julian Martin	Independent Non-Executive Director	Appointed 21 October 2025
Jesse Hamilton	Non-Executive Director	Appointed 21 October 2025
Russel Pillemer	Managing Director	Removed 21 October 2025
David Groves	Non-Executive Director	Removed 21 October 2025
Sandi Orleow	Independent Non-executive Director	Removed 21 October 2025
Frank Gooch	Independent Non-Executive Director and Chair	Retired 16 February 2026

Directors have been in office since the start of the financial year to the date of this report, unless stated otherwise.

Information on Directors

As at 30 June 2026, the following persons held office as Director:

Brett Jollie

Independent, Chair (appointed Non-executive Director 27 November 2025, appointed as Chair 16 February 2026)

Mr Jollie was appointed as a Non-executive Director of the Company on 27 November 2025.

Mr Jollie has over 30 years' experience in the investment industry across Australia, Europe and Asia. He held a range of senior roles at Aberdeen Asset Management for over 23 years, including 14 years as CEO of Aberdeen's Australian business.

Mr Jollie is the current Chief Executive Office and Managing Director of U Ethical Investment Management and was appointed on 7 April 2026. Mr Jollie has also served as CEO of Hearts & Minds Investments Limited (ASX: HM1), an ASX listed investment company focused on delivering high-conviction investment ideas while supporting medical research.

Mr Jollie holds a Bachelor of Economics, Graduate Diplomas in Applied Finance & Investment and Financial Planning, is a Fellow of the Financial Services Institute of Australia (FINSIA), and a Graduate Member of the Australian Institute of Company Directors (AICD).

Geoff Wilson

Non-Independent Non-executive Director (appointed 21 October 2025)

Mr Wilson was appointed as a Non-Independent Non-executive Director of the Company on 21 October 2025.

Geoff Wilson has more than 46 years' direct experience in investment markets having held a variety of senior investment roles in Australia, the UK and the US. Geoff founded Wilson Asset Management in 1997 and created Australia's first listed philanthropic wealth creation vehicles, Future Generation Australia Limited and Future Generation Global Limited, as well as Future Generation Women. Geoff holds a Bachelor of Science, a Graduate Management Qualification and is a Fellow of the Financial Services Institute of Australia and the Australian Institute of Company Directors (AICD).

Geoff Wilson is currently Chairman of WAM Capital Limited (appointed March 1999), WAM Research Limited (appointed June 2003), WAM Active Limited (appointed July 2007), WAM Leaders Limited (appointed March 2016), WAM Microcap Limited (appointed March 2017), WAM Global Limited (appointed February 2018), WAM Strategic Value Limited (appointed March 2021) and WAM Income Maximiser Limited (appointed January 2025). He is the founder and a Director of Future Generation Australia Limited (appointed July 2014) and Future Generation Global Limited (appointed May 2015) and a Director of WAM Alternative Assets Limited (appointed September 2020), Staude Capital Global Value Fund Limited (appointed April 2014), Hearts and Minds Investments Limited (appointed September 2018), Keybridge Capital Limited (appointed February 2025) and Yowie Group Limited (appointed June 2025).

Directors' report (continued)

Information on Directors (continued)

Richard Caldwell

Independent Non-executive (appointed 21 October 2025)

Mr Caldwell was appointed as a Non-executive Director of the Company on 21 October 2025.

Mr Caldwell has held a range of senior roles in Citibank, Sydney, JP Morgan, London and Tricom.

Mr Caldwell has undertaken executive and Non-executive roles in Australian ASX listed companies, including Greatcell Solar Limited and Southern Hemisphere Mining, and not-for-profit roles in Medical Foundation, Sydney University and Ascham School Foundation.

Directorships of listed entities over the past three years includes Southern Hemisphere Mining Ltd (ASX: SUH).

Mr Caldwell achieved a combined law degree (BEc/LLB - Accounting Major) at Sydney University and Grad Dip Applied Finance SIA.

Julian Martin

Independent Non-executive Director (appointed 21 October 2025)

Mr Martin was appointed as a Non-executive Director of the Company on 21 October 2025.

Mr Martin was founding CEO of Mojo New York, the first Australian agency group in the US. He co-founded Chiat/Day/Mojo London and later was an Executive Director at BBH London, one of the premier global creative agencies.

Mr Martin was Chair of SecondBite, Australia's largest food rescue organisation from 2020 to 2023 and on its board from 2018 to 2024. He has a Bachelor of Economics (Finance Major), is a graduate of the Harvard Business School's Owner President Program, and a member of the Australian Institute of Company Directors (MAICD).

Jesse Hamilton

Non-Independent Non-executive Director (appointed 21 October 2025)

Mr Hamilton was appointed as a Non-independent Non-executive Director of the Company on 21 October 2025.

Mr Hamilton is a Chartered Accountant with more than 18 years' experience working in advisory and assurance services, specialising in funds management.

As the Chief Financial Officer, Jesse oversees all finance and accounting of Wilson Asset Management (International) Pty Limited. He is Company Secretary for WAM Alternative Assets Limited and WAM Strategic Value Limited and Joint Company Secretary for WAM Capital Limited, WAM Leaders Limited, WAM Global Limited, WAM Microcap Limited, WAM Research Limited and WAM Active Limited, in addition to Future Generation Investment Company Limited and Future Generation Global Investment Company Limited.

Prior to joining Wilson Asset Management, Mr Hamilton worked as Chief Financial Officer of an ASX listed company and also worked as an advisor specialising in assurance services, valuations, mergers and acquisitions, financial due diligence and capital raising activities for listed investment companies.

Directorships of listed entitiles over the past three years include Keybridge Capital Limited (ASX: KBC) and Yowie Group Ltd (ASX:YOW).

Mr Hamilton holds a Bachelor of Commerce (Accounting and Finance) and is a Chartered Accountant.

Russel Pillemer

Non-independent, Managing Director (appointed Non-executive Director 5 June 2017, Managing Director 21 February 2019, removed 21 October 2025)

Mr Pillemer was the Managing Director of the Company until 21 October 2025.

Mr Pillemer is also a Director and Chief Executive Officer of Pengana Capital Group Limited.

Mr Pillemer co-founded Pengana in 2003 and has been its Chief Executive Officer since inception. Prior to founding Pengana, Mr Pillemer worked in the Investment Banking Division of Goldman Sachs in New York where he specialised in providing advice to funds management businesses. Before moving to New York, he was responsible for leading Goldman Sachs' Australian Financial Institutions Group. Mr Pillemer was previously Chair of Centric Wealth Group and a Principal of Turnbull Pillemer Capital.

He is a Chartered Accountants Australia and New Zealand member and has a Bachelor of Commerce (Hons) from the University of New South Wales.

Directors' report (continued)

David Groves

Non-independent, Non-executive Director (appointed 13 January 2017, removed 21 October 2025)

Mr Groves was a Non-executive of the Company until 21 October 2025. He was also a member of the Company's Audit, Risk and Compliance Committee.

Mr Groves has over 25 years' experience as a company director. He was the Non-executive Independent Chair of Pengana Capital Group Limited (ASX:PCG), and was Non-executive Independent Chair of H&G High Conviction Limited (ASX:HCF) until May 2025. He is also a Non-executive Director of MA Redcape Hotel Fund RE Limited as responsible entity of the MA Redcape Hotel Fund. He is a former Director of EQT Holdings Ltd, Tassal Group Ltd and GrainCorp Ltd and a former executive with Macquarie Bank Limited and its antecedent, Hill Samuel Australia. Mr Groves is a member of the Council of Wollongong University. He is a member of Chartered Accountants Australia and New Zealand.

Sandi Orleow

Independent, Non-executive Director (appointed 1 September 2019, removed 21 October 2025)

Ms Orleow was a Non-executive Director of the Company until 21 October 2025. She was also Chair of the Company's Audit, Risk and Compliance Committee.

Ms Orleow is an experienced non-executive director with deep expertise in financial services, superannuation, investments and business transformation. She has worked across multiple geographies and has proven success in leveraging established processes into new markets and building new profit centres. Including setting up the South African office of a large Canadian consulting business and setting up the specialist private markets consulting proposition for a large global consultant in Australia.

Ms Orleow has served and continues to serve on a range of boards and committees including those of government entities, private and listed companies, superannuation, and member-based organisations. Her current roles include; Director Sydney Financial Forum, Non-Executive Director ECP Asset Management; and is the Chair of the CFA (Chartered Financial Analyst) Australia Diversity Council.

Ms Orleow is a CFA Charterholder, a graduate of the Australian Institute of Company Directors and a Banking + Finance Oath Signatory.

Francis (Frank) Gooch

Independent, Chair (appointed Non-executive Director 5 June 2017, Chair 6 December 2017, retired 16 February 2026)

Mr Gooch was appointed as a Non-executive Director of the Company on 5 June 2017 and he was a member of the Company's Audit, Risk and Compliance Committee.

Mr Gooch has over 28 years' experience in the LIC industry after having been an executive of Milton Corporation Limited since 1996. He became Chief Executive in 1999 and was made the Managing Director in 2004. Mr Gooch retired from Milton on 31 July 2018.

Mr Gooch has also served as chair of the LIC industry body, Australian Listed Investment Companies Association. Prior to joining Milton Corporation Limited Mr Gooch was an executive at Macquarie Bank Limited for 11 years.

Operating and Financial Review

Operating results

Net profit after tax was $6.0 million for the year, reflecting a Total Portfolio Return (TPR) of 2.1% versus the MSCI World TR Index (AUD) return of 18.5%. This compares to net profit after tax of $33.8 million in the corresponding prior period, which benefited from stronger global equity markets (MSCI World TR Index (AUD) +14.6% performance) and a TPR of 11.0%. Performance figures refer to the movement in net assets per share, adding back the payment of dividends and before tax paid or accrued on realised and unrealised gains.

The Total Shareholder Return (**TSR**), which combines dividends paid with changes in PIA's share price, was 12.9%. Taking into account the value of franking credits, the TSR increases to 14.4%. This result was supported by a narrowing of the share price discount to NTA following the appointment of the new Board and the subsequent announcement of the strategic review and Capital Management Proposal, which drove a re-rating of the share price relative to underlying NTA.

The portfolio continues to focus on high-quality growing businesses which are positioned to take advantage of long-term secular growth trends that are less sensitive to the economic cycle.

During the reporting period, Pengana International Equities Limited (ASX: PIA) incurred extra-ordinary expenses relating to external advisory, consulting and legal services for the strategic proposal and other matters presented to the Annual General Meeting in October 2025 and voted down by a majority of shareholders totalling $995,857. In relation to the Strategic Review which was initiated subsequent to the Annual general Meeting in 2025 by the new Board, PIA has incurred a further $395,289. These costs are recognised as expenses within the Statement of Profit or Loss and Other Comprehensive Income.

The Board suspended the on-market buy-back supporting new shares issued under the Distribution Reinvestment Plan on 29 August 2025.

Directors' report (continued)

Operating results (continued)
45,000 shares were bought on-market prior to the suspension.

During the year, the portfolio delivered a net taxable gain. As tax will be paid on these gains the franking account balance will increase, such that the current annual fully franked dividend of 5.60 cents per share could be sustained into to the 2027 financial year. As aggregated turnover of the financial year ending 30 June 2026 was below the aggregated turnover threshold, PIA will qualify for the lower tax rate of 25% and consequently, dividends paid in the 2027 financial year will be franked at a 25% tax rate.

Financial Position

At 30 June 2026, the Company’s equity investments were valued at $343.6 million and it held $13.7 million in cash. Total assets amounted to $357.7 million.

The Company’s net tangible assets (NTA) at 30 June 2026 stood at $313.4 million.

The Company has no borrowings.

For further information on operating results and the financial position of the Company please refer to the Chair's letter.

Dividends paid/payable

	30 June 2026 **$'000**	30 June 2025 $'000
Special fully franked dividend of 12.50 cents per share, franked at 25.0%, paid on 19 August 2026.	**32,247**	-
Quarterly fully franked dividend of 1.40 cents per share, franked at 25.0%, to be paid on 15 September 2026 (2025: Final fully franked dividend, franked at 25.0%, of 1.35 cents per share.)	**3,612**	3,472
Quarterly fully franked dividends, franked at 25.0%, of 1.35 cents per share paid on 15 December 2025, 1.40 cents per share paid on 15 March and 15 June 2026 (2025: Interim fully franked dividends, franked at 25.0%, of 1.35 cents per share)	**10,689**	10,414
	46,548	13,886

On 26 June 2026, the Board declared a fully franked special dividend of 12.5 cents per share as part of a broader package of capital management initiatives arising from the Independent Board Committee's strategic review. As the dividend was declared prior to 30 June 2026, it has been recognised as a dividend payable at balance date.

The special dividend reflects the Board's commitment to enhancing shareholder value and returning surplus capital to shareholders while maintaining an appropriate capital structure. The dividend forms part of a broader set of initiatives announced by the Board, including a proposed equal access off-market buy-back approved by a majority of shareholders on 27 July 2026 and other capital management measures, which are intended to provide shareholders with greater flexibility and support the Company's long-term sustainability.

Dividend policy

The Board has adopted a dividend policy to pay dividends on a quarterly basis and frank them to the maximum extent possible subject to the availability of profit reserves and franking credits.

Strategy and future outlook

The Company aims to meet its investment objective of generating long-term consistent returns whilst reducing volatility and the risk of losing capital, and to pay a stable stream of fully franked dividends to our shareholders.

The Company's portfolio remains primarily invested in equities and, given the volatility in investment markets, it is difficult to forecast profit outcomes for the coming year. The Company provides weekly NTA announcements to the Australian Stock Exchange (ASX), which are also available on the Company's website at www.pengana.com.

Whilst the portfolio is currently unhedged, the Company may use forward foreign exchange contracts for risk management purposes as required.

The Board recognises that shareholders have experienced a frustrating period over recent years. Despite a number of changes to the Company’s investment strategy and investment management arrangements, investment performance has not met the Board’s expectations and the Company’s shares have continued to trade at a persistent discount to NTA. Together, these outcomes have resulted in a prolonged period of disappointing returns for shareholders.

Directors' report (continued)

Significant changes in the state of affairs

During the financial year, the composition of the Board changed significantly. Following the Annual General Meeting held on 21 October 2025, four new non-executive directors - Mr Geoff Wilson, Mr Richard Caldwell, Mr Julian Martin and Mr Jesse Hamilton - were appointed to the Board, and Mr Russel Pillemer (Managing Director), Mr David Groves and Ms Sandi Orleow were removed as directors by shareholders. Mr Brett Jollie was subsequently appointed as an additional non-executive independent director on 27 November 2025. Mr Frank Gooch retired as Chair and Director on 16 February 2026, with Mr Jollie appointed as Chairman.

The newly constituted Board announced the commencement of a comprehensive strategic review of the Company's operations, investment management arrangements and capital structure (**Strategic Review**) on 21 October 2025. Following receipt of a proposal from companies associated with Mr Wilson and Mr Hamilton, the Board adopted insider proposal protocols and established an Independent Board Committee (IBC) on 24 November 2025 comprising Mr Gooch (until his retirement on 16 February 2026), Mr Caldwell and Mr Martin to conduct and oversee this stage of the Strategic Review. Mr Jollie joined the IBC on 27 November 2026. Mr Wilson and Mr Hamilton were excluded from the IBC's deliberations.

The IBC considered a range of strategic alternatives aimed at addressing the Company's persistent discount to NTA and enhancing long-term shareholder value. The IBC completed its review and made its recommendation to the full Board in March 2026, at which point the IBC was dissolved. By that time, any company associated with Mr Wilson and Mr Hamilton ceased to be a potential proposer in the context of the Strategic Review, which resolved the conflicts that had necessitated the IBC's establishment. The full Board, having received the IBC's recommendation, and progressed its deliberations, concluded that none of the other alternatives it considered delivered the same combination of fairness, transparency, shareholder choice and long-term value as the integrated Capital Management Proposal and proposed change in sub-investment manager ultimately developed by the Board.

The resulting Capital Management Proposal was designed to address the persistent NTA discount, provide shareholders with genuine choice to exit at close to the Company's net tangible asset value or remain invested and, for those who remain invested, create a pathway to the next chapter of the Company's evolution under the proposed sub-investment management of Antipodes.

The Capital Management Proposal comprises three integrated elements:

- the Fully Franked Special Dividend;
- an off-market equal access buy-back at the Company's after-tax NTA, less transaction costs (**Buy-Back**); and
- a conditional non-renounceable pro-rata rights issue (assuming the Company retains sufficient scale following the Buy-Back) (**Capital Raise**).

These elements have been designed to work together. The Fully Franked Special Dividend distributes franking credits to all shareholders on an equal basis before the Buy-Back alters the register. The Buy-Back provides optional liquidity at a transparent, NTA-based price for those shareholders who wish to exit. Assuming the Company retains sufficient scale, the proposed Capital Raise is intended to rebuild the asset base and support the transition to Antipodes.

For shareholders who remain invested, the Board has also sought to address the discount to NTA on an ongoing basis. Quarterly dividends are intended to continue, and following a period of stabilisation post-transition, the Board intends to consider mechanisms for the ongoing management of the Company's discount to NTA, including a rolling quarterly buy-back within applicable regulatory limits and subject to solvency and Board discretion. This is intended to provide continuing shareholders with an ongoing opportunity to realise value at or around NTA over time, without needing to rely solely on the market for liquidity.

The market's initial response to the Board's strategy has been encouraging. Following the announcement of the Capital Management Proposal and proposed transition to Antipodes, the Company's share price discount to NTA narrowed. While market prices will always fluctuate, the Board believes this reflected renewed confidence in the Company's future direction. This confidence was echoed by shareholders at the Extraordinary General Meeting held on 27 July 2026, where the buy-back resolution was approved by a substantial majority of votes cast.

An important feature of this approach is that it restores genuine choice to shareholders. Those who wish to remain invested can participate in what the Board believes will be an exciting new chapter for the Company, while those who wish to exit may do so through the Buy-Back at a transparent price based on after-tax NTA (less transaction costs).

Transition to Antipodes

The portfolio was managed during FY26 by Harding Loevner. While Harding Loevner has a strong long-term record, its investment approach has faced headwinds over recent years and its performance as sub-investment manager of the Company has not met the Board's expectations.

As part of the Strategic Review, the Board determined that Antipodes would, subject to completion of the Capital Management Proposal and due diligence, be well placed to lead the Company's next phase. Antipodes is a highly regarded global equities manager with a well-established investment capability and a strong investment record.

Directors' report (continued)

Antipodes is a specialist global equities manager based in Sydney, managing approximately $20 billion across its strategies, and was named Morningstar's 2026 Fund Manager of the Year. Subject to formal Board approval, PIA's portfolio is proposed to be managed in line with Antipodes' global small and mid-cap strategy, which is rated 'Recommended' by both Lonsec and Zenith Investment Partners.

The Board believes Antipodes' disciplined, high-conviction approach, focus on valuation and emphasis on risk management are well suited to PIA and the opportunities ahead.

Events subsequent to balance sheet date

On 26 June 2026, the Board declared a special dividend of 12.5 cents per share fully franked at 25% for financial year 2025/2026. This dividend has been recognised as a liability at 30 June 2026 and had an ex-date of 31 July 2026. The dividend was paid on 19 August 2026.

On 26 July 2026, the Board declared the final dividend of 1.40 cents per share fully franked at 25% for financial year 2025/2026. This dividend is not recognised as a liability at 30 June 2026 and has an ex-date of 31 August 2026 and will be paid on 15 September 2026.

Subsequent to the balance sheet date, shareholders approved Resolution 1 at the Extraordinary General Meeting held on 27 July 2026, authorising the Company to undertake the proposed off-market equal access buy-back in accordance with the terms set out in the Notice of Meeting and Explanatory Memorandum. Resolution 1 was approved by a substantial majority of shareholders.

Subsequent to the Extraordinary General Meeting, Pengana Capital Limited (PCL), a related entity of the Investment Manager, commenced proceedings in the Supreme Court of New South Wales challenging the validity of Resolution 1 and seeking among other things, declarations that the resolution is invalid and an injunction restraining the Company from giving effect to it. The relevant court documents were served on the Company and each Director on 29 July 2026. The Company and the Directors reject the allegations and intend to defend the proceedings.

Other than the matters outlined above, no event has occurred since the end of the financial year that has materially affected, or is likely to materially affect, the operations of the Company, the results of those operations or the state of affairs of the Company in future financial years.

Remuneration report (Audited)

The Board presents the Remuneration Report for the Company for the year ended 30 June 2026, which forms part of the Directors' Report and has been prepared in accordance with *the Corporations Act 2001* and the *Corporations Regulations 2001*.

1. Remuneration Governance

The Company has no employees and so remuneration is limited to Directors' fees.

The Board is responsible for ensuring that the level of fees paid to the Directors is reasonable.

Directors' report (continued)

Remuneration report (Audited) (continued)

2. Details of key management personnel

Key Management Personnel (KMP) for the year ended 30 June 2026 are those persons who are identified as having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any Non-executive Director (NED) of the Company.

Names and positions held by Directors and Officers of the Company in office at any time during the financial year are:

Name	Title	Appointment and resignation date
Brett Jollie	Independent Non-Executive Director and Chair	Appointed 27 November 2025
Geoff Wilson	Non-Executive Director	Appointed 21 October 2025
Richard Caldwell	Independent Non-Executive Director	Appointed 21 October 2025
Julian Martin	Independent Non-Executive Director	Appointed 21 October 2025
Jesse Hamilton	Non-Executive Director	Appointed 21 October 2025
Russel Pillemer	Managing Director	Removed 21 October 2025
David Groves	Non-Executive Director	Removed 21 October 2025
Sandi Orleow	Independent Non-executive Director	Removed 21 October 2025
Frank Gooch	Independent Non-Executive Director and Chair	Retired 16 February 2026

All operational and administrative duties are performed by Pengana Capital Group Limited (PCG), the parent company of the Investment Manager, with the exception of Company Secretary services which are performed by Acclime. No employees of PCG are remunerated by the Company.

3. Remuneration

a. Remuneration Policy

Directors are remunerated by way of fees and superannuation contributions.

Each year the fees are determined by the Board of Directors who take into account the responsibilities, qualifications and experience of the directors as well as the demands made on directors and the remuneration of non-executive directors of comparable Australian companies.

Fees (including superannuation contributions):

	30 June 2026	30 June 2025	**Change**
	$	$	**%**
Chair	**50,000**	66,900	-25.3
Non-Executive Directors	**30,000**	44,600	-32.7
Non Independent Non-Executive Directors	**10,000**	-	100.0
Chair - Subcommittee	**-**	5,575	-100.0

b. Aggregate Fees Limit

The Aggregate Fee Limit available to directors of $250,000 was approved by shareholders in 2013.

c. Equity-based Remuneration

Non-executive directors are remunerated by way of cash benefits. The Company currently has no intention to remunerate non-executive directors by any way other than cash benefits.

Directors' report (continued)

Remuneration report (Audited) (continued)

3. Remuneration (continued)

d. Directors Remuneration

The following table outlines the remuneration provided to NEDs for the years ended 30 June 2026 and 30 June 2025.

30 June 2026	**Short-term benefits**	**Post-employment benefits**	**Total remuneration**
Non-executive Directors	Directors' fees $	Superannuation $	Total $
Brett Jollie	**22,545**	**2,705**	**25,250**
David Groves	**15,680**	**-**	**15,680**
Frank Gooch	**42,000**	**5,040**	**47,040**
Geoffrey Wilson	**6,244**	**749**	**6,993**
Jesse Hamilton	**6,244**	**749**	**6,993**
Julian Martin	**18,730**	**2,248**	**20,978**
Richard Caldwell	**18,730**	**2,248**	**20,978**
Sandi Orleow	**15,750**	**1,890**	**17,640**
	145,923	**15,629**	**161,552**

30 June 2025	Short-term benefits	Post-employment benefits	Total remuneration
Non-executive Directors	Directors' fees $	Superannuation $	Total $
Frank Gooch	60,000	6,900	66,900
David Groves	44,600	-	44,600
Sandi Orleow	45,000	5,175	50,175
	149,600	12,075	161,675

e. Service Agreements

Remuneration and other terms of employment for the Non-executive Directors are formalised in service agreements with the Company.

Brett Jollie, Chair, Independent Non-executive Director and of the Independent Board Committee

- Commenced on 27 November 2025 (Appointed Chair 16 February 2026)
- No term of agreement has been set unless the Director is not re-elected by shareholders of the Company at the next Annual General meeting. Thereafter, one-third of the Directors retire by rotation annually and may offer themselves for reappointment
- Director fees, inclusive of superannuation, for the year ended 30 June 2026 of $25,250.

Geoffrey Wilson, Non-Independent, Non-executive Director

- Commenced on 21 October 2025
- No term of agreement has been set. In accordance with the Company's Constitution, at every Annual General Meeting, one-third of Directors retire by rotation annually and may offer themselves for reappointment
- Director fees, inclusive of superannuation, for the year ended 30 June 2026 of $6,993.

Jesse Hamilton, Non-independent, Non-executive Director and member of the Audit Risk and Compliance Committee

- Commenced on 21 October 2025
- No term of agreement has been set. In accordance with the Company's Constitution, at every Annual General Meeting, one-third of Directors retire by rotation annually and may offer themselves for reappointment
- Director fees, inclusive of superannuation, for the year ended 30 June 2026 of $6,993.

Directors' report (continued)

Remuneration report (Audited) (continued)

3. Remuneration (continued)

e. Service Agreements (continued)

Julian Martin, Independent, Non-Executive Director, member of the Audit Risk and Compliance Committee and member of the Independent Board Committee

- Commenced on 21 October 2025
- No term of agreement has been set. In accordance with the Company's Constitution, at every Annual General Meeting, one-third of Directors retire by rotation annually and may offer themselves for reappointment
- Director fees, inclusive of superannuation, for the year ended 30 June 2026 of $20,978

Richard Caldwell, Independent, Non-executive Director, Chair of the Audit Risk and Compliance Committee and member of the Independent Board Committee

- Commenced on 21 October 2025
- No term of agreement has been set. In accordance with the Company's Constitution, at every Annual General Meeting, one-third of Directors retire by rotation annually and may offer themselves for reappointment
- Director fees, inclusive of superannuation, for the year ended 30 June 2026 of $20,978

Frank Gooch, Independent Non-executive Director, member of the Audit Risk and Compliance Committee and of the Independent Board Committee

- Commenced on 5 June 2017 (Appointed Chair 6 December 2017) and resigned on 16 February 2026
- Director fees, inclusive of superannuation, for the year ended 30 June 2026 of $47,040

Russel Pillemer, managing Director

- Commenced on 5 June 2017 (Appointed Managing Director 21 February 2019) and removed on 21 October 2025
- Mr Pillemer is not remunerated by the Company

David Groves, Non-independent Non-executive Director and member of the Audit, Risk and Compliance Committee

- Commenced on 13 January 2017 and removed on 21 October 2025
- Director fees for the year ended 30 June 2026 of $15,680.

Sandi Orleow, Independent Non-Executive Director and Chair of Audit, Risk & Compliance Committee

- Commenced on 1 September 2019 and removed on 21 October 2025
- Director fees, inclusive of superannuation, for the year ended 30 June 2026 of $17,640.

END OF AUDITED REMUNERATION REPORT

Directors' report (continued)

Meeting of Directors

During the financial year, meetings of Directors (including committees) were held. Attendances were:

	Full Board		Audit, Risk and Compliance Committee		Board-Sub Committee	
	Eligible	Attended	Eligible	Attended	Eligible	Attended
Brett Jollie	11	11	-	-	15	15
David Groves	12	12	1	1	-	-
Frank Gooch	17	17	1	1	9	9
Geoffrey Wilson	13	13	-	-	-	-
Jesse Hamilton	13	13	2	2	-	-
Julian Martin	13	13	2	2	15	15
Richard Caldwell	13	12	2	2	15	14
Sandi Orleow	12	12	1	1	-	-
Russel Pillemer	12	12	-	-	-	-

Directors Share Holdings

Please see below details of Directors share holdings as at 30 June 2026.

Director's shareholding	Held at 1 July 2025	Purchases	Sales	Other*	Held at 30 June 2026
Brett Jollie	-	-	-	-	-
Geoff Wilson	-	-	-	-	-
Richard Caldwell	-	-	-	-	-
Julian Martin	-	-	-	-	-
Jesse Hamilton	-	-	-	-	-
Frank Gooch	**70,000**	-	-	**(70,000)**	-
Russel Pillemer	**112,333**	-	-	**(112,333)**	-
David Groves	**52,446**	-	-	**(52,446)**	-
Sandi Orleow	**15,000**	-	-	**(15,000)**	-

* Due to Directors being removed or resigned.

Environmental Issues

The Company's operations are not subject to any environmental regulation under the law of the Commonwealth and State or Territory.

Proceedings on Behalf of the Company

No person has applied for leave of Court to bring proceedings on behalf of the Company or 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 any part of those proceedings. The Company was not a party to any such proceedings during the year.

Rounding of amounts

The Company is of a kind referred to in the Australian Securities and Investments Commission (ASIC) Corporations (Rounding in Financial/Directors' Reports) Instrument 2026/183, relating to the rounding off of amounts in the Directors' report. Amounts in the Directors' report have been rounded off in accordance with that instrument to the nearest thousand dollars, or in certain areas, to the nearest dollar (unless stated otherwise).

Indemnification and Insurance of Directors and Officers

The Company insures each of the Directors and Officers in office against liabilities for costs and expenses incurred by them in defending any

Directors' report (continued)

legal proceedings arising out of their conduct while acting in the capacity of Directors and Officers of the Company, other than conduct involving a wilful breach of duty in relation to the Company. Details of the amount of premium paid in respect of insurance policies are not disclosed as such disclosure is prohibited under the terms of the contract.

Indemnification of Auditors

To the extent permitted by law, the Company has agreed to indemnify its auditors, Ernst & Young, as part of the terms of its audit engagement agreement against claims by third parties arising from the audit (for an unspecified amount). No payment has been made to indemnify Ernst & Young during or since the financial year.

Auditor

Ernst & Young was appointed as the auditor on 16 November 2016 in accordance with section 327 of the *Corporations Act 2001*.

Non-Audit Services

Ernst & Young received or are due to receive $7,000 for the provision of non-audit services.

The Directors are satisfied that the provision of non-audit services is compatible with the general standard of independence for auditors imposed by the *Corporations Act 2001*. The nature and scope of each type of non-audit service provided means that auditor independence was not compromised.

Auditor's Independence Declaration

A copy of the Auditor's Independence Declaration as required under s307C of the *Corporations Act 2001* is set out on the following page and forms part of this report.

Signed in accordance with a resolution of the Board of Directors.

Brett Jollie
Chair
Sydney
31 August 2026

Ernst & Young
200 George Street
Sydney NSW 2000 Australia
GPO Box 2646 Sydney NSW 2001

Tel: +61 2 9248 5555
Fax: +61 2 9248 5959
ey.com/au

Auditor's Independence Declaration to the Directors of Pengana International Equities Limited

As lead auditor for the audit of Pengana International Equities Limited for the financial year ended 30 June 2026, I declare to the best of my knowledge and belief, there have been:

a) no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit;

b) no contraventions of any applicable code of professional conduct in relation to the audit; and

c) no non-audit services provided that contravene any applicable code of professional conduct in relation to the audit.

Ernst & Young

Ernst & Young

R Da Silva

Rita Da Silva
Partner
31 August 2026

	Note	Year ended 30 June 2026 $'000	30 June 2025 $'000
Investment Income			
Interest received		**337**	438
Dividend received		**3,542**	3,268
Net gains/(losses) on financial instruments at fair value through profit or loss		**10,244**	45,994
Foreign exchange gains/(losses) on foreign currency denominated cash		**13**	(15)
Other operating income		**142**	2
Total investment income/ (loss)		**14,278**	49,687
Management fees	2	**(4,376)**	(4,460)
		(4,376)	(4,460)
Expenses			
Directors' fees		**(162)**	(162)
Audit and assurance fees	2	**(72)**	(73)
Brokerage expenses		**(219)**	(136)
Share registry fees		**(126)**	(80)
ASX listing fees		**(42)**	(101)
AGM 2025 expenses		**(996)**	-
Company secretary expenses		**(67)**	-
Legal and professional expenses		**(395)**	-
Custody and administration fees		**(73)**	(101)
Other expenses		**(306)**	(315)
		(2,458)	(968)
Total expenses		**(6,834)**	(5,428)
Profit/(loss) before income tax		**7,444**	44,259
Income tax expense	3	**(1,454)**	(10,498)
Net profit/(loss) after income tax		**5,990**	33,761
Other comprehensive income for the year, net of tax		**-**	-
Total comprehensive income/(loss) for the year		**5,990**	33,761
Basic and diluted earnings per share (cents per share)	4	**2.33**	13.13

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

	Note	As at 30 June 2026 $'000	 30 June 2025 $'000
Assets			
Cash and cash equivalents	5	**13,707**	8,710
Trade and other receivables	6	**342**	6,064
Financial assets at fair value through profit or loss	7	**343,646**	350,503
Current tax asset		**-**	605
Deferred tax assets	3	**41**	49
Total assets		**357,736**	365,931
Liabilities			
Dividend payable		**32,247**	-
Trade and other payables	8	**463**	2,096
Current tax liabilities		**1,680**	-
Deferred tax liabilities	3	**9,971**	11,036
Total liabilities		**44,361**	13,132
Net assets		**313,375**	352,799
Equity			
Issued capital	9	**320,533**	319,540
Profit reserve	11	**187,541**	227,958
Retained losses	10	**(194,699)**	(194,699)
Total equity attributable to shareholders of the company		**313,375**	352,799

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

	Note	Issued Capital $'000	Profit Reserve $'000	Retained Losses $'000	Total $'000
Balance at 1 July 2024		319,552	208,082	(194,699)	332,935
Profit for the year		-	-	33,761	33,761
Transfer to profit reserve		-	33,761	(33,761)	-
Transactions with shareholders in their capacity as owners:					
Dividend reinvestment plan issues	9	1,450	-	-	1,450
Dividends paid	12	-	(13,885)	-	(13,885)
Share buyback	9	(1,462)	-	-	(1,462)
Balance as at 30 June 2025		319,540	227,958	(194,699)	352,799
Balance as at 1 July 2025		**319,540**	**227,958**	**(194,699)**	**352,799**
Profit for the year		**-**	**-**	**5,990**	**5,990**
Transfer to profit reserve		**-**	**5,990**	**(5,990)**	**-**
Transactions with shareholders in their capacity as owners:					
Dividend reinvestment plan issues	9	**1,050**	**-**	**-**	**1,050**
Dividends paid	12	**-**	**(46,407)**	**-**	**(46,407)**
Share buyback	9	**(57)**	**-**	**-**	**(57)**
Balance at 30 June 2026		**320,533**	**187,541**	**(194,699)**	**313,375**

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

	Note	Year ended 30 June 2026 $'000	30 June 2025 $'000
Cash flows from operating activities			
Proceeds from sale of investments		**177,777**	139,655
Payments for purchase of investments		**(156,567)**	(112,486)
Brokerage expenses paid		**(219)**	(136)
Dividends received		**3,564**	3,194
Interest received		**333**	450
Other income received		**116**	10
Management fees paid		**(4,373)**	(4,412)
Income tax refund/(paid)		**(226)**	(16,906)
Payment to suppliers		**(2,254)**	(789)
Net cash inflow from operating activities	13	**18,151**	8,580
Cash flows from financing activities			
Dividends paid	12	**(13,110)**	(12,435)
Share buyback	9	**(57)**	(1,462)
Net cash outflow from financing activities		**(13,167)**	(13,897)
Net increase/(decrease) in cash and cash equivalents		**4,984**	(5,317)
Cash and cash equivalents at the beginning of the year		**8,710**	14,042
Foreign exchange gains/(losses) on foreign currency denominated cash		**13**	(15)
Cash and cash equivalents at the end of the year	5	**13,707**	8,710

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

1 Corporate information and summary of material accounting policies

The financial statements of Pengana International Equities Limited ("the Company"), for the year ended 30 June 2026 were authorised for issue in accordance with a resolution of the Directors on 31 August 2026. The Directors have the power to amend the financial statements after issue.

Pengana International Equities Limited is a for-profit company limited by shares incorporated and domiciled in Australia. The Company's principal place of business is Suite 27.01, Level 27, Governor Phillip Tower, 1 Farrer Place Sydney, NSW 2000 Australia.

Further information on the nature of the operations and principal activities of the Company is provided in the Directors' report.

Basis of preparation

The financial report is a general purpose financial report, which has been prepared in accordance with the requirements of the *Corporations Act 2001*, Australian Accounting Standards (AASB) and other authoritative pronouncements of the Australian Accounting Standards Board.

The financial report has been prepared on a historical cost basis unless stated otherwise and is presented in Australian dollars. Investments in financial assets and liabilities are recorded at fair value through profit and loss.

The statement of financial position is presented on a liquidity basis. Assets and liabilities are presented in decreasing order of liquidity and are not distinguished between current and non-current.

Compliance with International Financial Reporting Standards

The financial report also complies with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board.

New standards and interpretations not yet adopted

There are new standards that are not yet effective and that are expected to have a material impact on the Company in future reporting periods and on foreseeable future transactions.

AASB 18 Presentation and Disclosure in Financial Statements

AASB 18 was issued in June 2024 and replaces AASB 101 Presentation of Financial Statements. The new standard introduces new requirements for the statement of comprehensive income, including:

- new categories for the classification of income and expenses into operating, investing and financing categories, and
- presentation of subtotals for "operating profit" and "profit before financing and income taxes".

Additional disclosure requirements are introduced for management-defined performance measures and new principles for aggregation and disaggregation of information in the notes and the primary financial statements and the presentation of interest and dividends in the statement of cash flows. The new standard is effective for annual years beginning on or after 1 January 2027 and will apply to the Company for the financial year ending 30 June 2028.

This new standard is not expected to have an impact on the recognition and measurement of assets, liabilities, income and expenses, however there will likely be changes in how the statement of comprehensive income and statement of cashflows line items are presented as well as some additional disclosures in the notes to the financial statements. The Company is in the process of assessing the impact of the new standard.

AASB sustainability reporting standards

The Australian Accounting Standards Board introduced the first set of Australian Sustainability Reporting Standards which are applied in a phased manner.

- AASB S1 General Requirements for Disclosure of Sustainability-related Financial Information: A voluntary standard that provides entities with a framework for disclosing sustainability-related financial information in a consistent and comparable manner.
- AASB S2 Climate-related Disclosures: A mandatory standard requiring entities to disclose detailed information about their governance, strategy, risk management, and metrics and targets related to climate-related risks and opportunities.

These standards do not apply to the Company for the current financial year. The Company acknowledges the growing importance of sustainability-related disclosures and will continue to assess the reporting obligations arising from these standards.

1 Corporate information and summary of material accounting policies (continued)

Summary of material accounting policies

The following is a summary of the material accounting policies adopted by the Company in the preparation of the financial report. They have been consistently applied unless otherwise stated.

(a) Revenue and other income

Dividend income is recognised on the date shares are quoted ex-dividend net of WHT. Interest income is recognised on an accruals basis.

All revenue is stated net of the amount of Goods and Services Tax (GST).

(b) Expenses

All expenses are recognised on an accrual basis. Management and performance fees are set out in Note 2.

(c) Cash and cash equivalents

Cash and cash equivalents include cash on hand and call deposits with banks or financial institutions that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, with original maturities of three months or less.

(d) Financial assets and liabilities

Recognition and measurement

Financial assets and liabilities are recognised when the Company becomes a party to the binding contractual provisions to the instrument. For financial assets this is equivalent to the date that the Company commits itself to either the purchase or sale of the asset (i.e. trade date accounting is adopted).

Financial assets and liabilities are recognised on initial recognition at fair value. Financial instruments are classified into the following categories and fair values of financial instruments are determined on the following basis:

(i) *Investments*

Financial assets and liabilities at fair value through profit and loss are measured initially at fair value excluding any transaction costs that are directly attributable to the acquisition of the financial asset or liability. Transaction costs of financial assets carried at fair value through profit or loss are expensed in the Statement of Profit or Loss and Other Comprehensive Income. After initial recognition, investments are classified as “fair value through profit or loss”. Gains and losses on investments are recognised in the Statement of Profit or Loss and Other Comprehensive Income. Gains and losses do not include interest or dividend income.

Last market close price is used for all investments quoted in an active market. Where this price falls outside the bid-ask spread, discretion is used as to whether the most appropriate price is the bid price or last market close price.

De-recognition

Investments are de-recognised when the right to receive cashflows from the investments has expired or the Company has transferred substantially all risks and rewards of ownership.

(ii) *Trade and other receivables*

Trade and other receivables are initially recognised at fair value. They are subsequently stated at amortised cost. At each reporting date, the Company shall measure the loss allowance on trade receivables at an amount equal to the lifetime expected credit losses if the credit risk has increased significantly since initial recognition. If, at the reporting date, the credit risk has not increased significantly since initial recognition, the Company shall measure the loss allowance at an amount equal to 12-month expected credit losses. Significant financial difficulties of the broker, probability that the broker will enter bankruptcy or financial reorganisation, and default in payments are all considered indicators that a loss allowance may be required. If the credit risk increases to the point that it is considered to be credit impaired, interest income will be calculated based on the gross carrying amount adjusted for the loss allowance. Trade receivables include pending trades which are measured at fair value.

(iii) *Trade and other payables*

Trade and other payables are initially recognised at fair value. They are subsequently stated at amortised cost. Trade payables include pending trades which are measured at fair value.

1 Corporate information and summary of material accounting policies (continued)

(e) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the Statement of Financial Position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis, or realise the asset and settle the liability simultaneously. Refer to Note to the financial statements for further information.

(f) Foreign currency translation

Foreign currency transactions are translated into Australian Dollars (AUD) the reporting and functional currency of the Company, at the functional currency spot rates of exchange at the date of the transaction.

Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of foreign assets and liabilities at year end exchange rates are recognised in the Statement of Profit or Loss and Other Comprehensive Income.

Translation differences on monetary assets and liabilities, forward foreign exchange hedging contracts, exchange traded options and investments are reported as part of the change in fair value of investments on the Statement of Profit or Loss and Other Comprehensive Income. All other foreign exchange gains and losses are presented in the Statement of Profit or Loss and Other Comprehensive Income within investment income.

Assets and liabilities denominated in a foreign currency are translated at the functional currency spot rates of exchange at reporting date.

(g) Income Tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax adjusted for changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses. The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period.

Deferred tax is provided for using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

AASB interpretation 23 *Uncertainty over Income Tax Treatments*, the Company considered whether it has any uncertain tax positions. The Company determined, based on its tax compliance, that it is probable that its tax treatments will be accepted by the taxation authorities. The interpretation did not have an impact on the financial statements of the Company as there is no uncertainty relating to any tax treatments.

(h) Goods and Services Tax

The GST incurred on the costs of various services provided to the Company by third parties such as custodial services and investment management fees has been passed onto the Company.

Where applicable, investment management fees, custodial fees and other expenses have been recognised in the statement of profit or loss and other comprehensive income net of the amount of GST recoverable from the Australian Taxation Office (ATO). Accounts payable are inclusive of GST. The net amount of GST recoverable from the ATO is included in receivables in the statement of financial position.

Cash flows relating to GST are included in the statement of cash flows on a gross basis.

(i) Profit Reserve

The profit reserve consists of amounts transferred from current and prior period profits and are preserved for future dividend payments.

(j) Critical accounting estimates and judgements

The Directors evaluate estimates and judgements incorporated into the financial report based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and are based on current trends and economic data, obtained both externally and within the Company. For the majority of the financial instruments held by the Company, quoted market prices are readily available.

1 Corporate information and summary of material accounting policies (continued)

(k) Rounding of amounts

Unless otherwise shown in the financial statements, amounts have been rounded to the nearest thousand dollars and are shown in AUD'000. Pengana International Equities Limited is a company of the kind referred to in ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2026/183.

(l) Comparative figures

Comparative information has been reclassified where required for consistency with current year's presentation.

2 Expenses

a. Management fees

In accordance with the Investment Management Agreement between the Company and Pengana Investment Management Limited (the Investment Manager), the Investment Manager is entitled to a management fee of 1.2% (excluding GST and RITC) per annum based on the gross value of the investment portfolio, payable on a monthly basis.

The amounts paid and payable to the Investment Manager in accordance with the Investment Management Agreement were:

	30 June 2026	30 June 2025
	$'000	$'000
Management fees	**4,376**	4,460

b. Performance fees

In accordance with the Investment Management Agreement, the Investment Manager is entitled to a performance fee of 15% (excluding GST and RITC) of any outperformance when the investment return of the portfolio outperforms the MSCI World Total Return Index, net of dividends reinvested in AUD, subject to achievement of a crystallisation hurdle. The method of calculating the fee is detailed in the Investment Management Agreement. There is a cumulative underperformance of $150,252,132 to be recouped before a performance fee is payable (This equates to a performance fee to be recouped of $23,101,265 excluding GST).

As at 30 June 2026, performance fees paid and payable was nil (30 June 2025: nil).

	30 June 2026	30 June 2025
	$'000	$'000
Performance fees	**-**	-

c. Auditor's remuneration

During the year the following fees were paid or payable by the Company for services provided by the auditor of the Company, Ernst & Young.

	30 June 2026	30 June 2025
	$'000	$'000
Ernst & Young		
Audit and assurance services		
Audit and review of financial statements	**72**	73
Total remuneration for audit and other assurance services	**72**	73
Non-assurance services		
Tax compliance services	**7**	7
Total remuneration for taxation services	**7**	7
Total remuneration of Ernst & Young	**79**	80

3 Income tax expense

	Year ended	
	30 June 2026	30 June 2025
	$'000	$'000
a. Income tax expense attributable for the year differs from the prima facie amount payable on the operating profit. The difference is reconciled as follows:		
Profit before income tax expense	**7,444**	44,259
Prima facie income tax expense on net profit at 25.0% (2025: 25.0%)	**(1,861)**	(11,065)
Effect on deferred tax rate change at 25.0% (2025: 30.0% to 25.0%)	**-**	196
Foreign withholding tax	**537**	494
Adjustments to prior period	**(130)**	(123)
	(1,454)	(10,498)
b. The major components of income tax expense are:		
Current income tax benefit/(expense)	**(2,512)**	(687)
Adjustment for deferred tax of prior period due to change in tax rate	**-**	196
Deferred income tax benefit/(expense)	**1,058**	(10,007)
	(1,454)	(10,498)
c. Deferred tax liabilities relate to the following:		
Net unrealised gain on investments	**(9,926)**	(10,982)
Other temporary differences	**(45)**	(54)
	(9,971)	(11,036)
d. Deferred tax assets relate to the following:		
Other temporary differences	**41**	49
	41	49

Under the provisions of the tax legislation, a company will qualify for the lower company tax rate of 25% for the financial year 2025/2026 if it is a “base rate entity” for the income year. A company is a “base rate entity” for an income year only if:

- No more than 80% of the company’s assessable income for the year is passive income; and
- The aggregated turnover of the company is less than the relevant aggregate turnover ($50m for the financial year 2025/2026).

As the Company’s “aggregated turnover” for the financial year 2025/2026 was less than $50 million, the Company satisfied the definition of base rate entity for the financial year 2025/2026. The tax rate for financial rate for financial year 2025/2026 was 25%.

4 Earnings per share (EPS)

	30 June 2026	30 June 2025
	$'000	$'000
Net profit/(loss) after income tax used in the calculation of basic and diluted EPS	**5,990**	33,761
	No. of Shares	No. of Shares
Weighted average number of ordinary shares outstanding during the year used in calculation of basic EPS	**257,489,451**	257,159,706
Weighted average number of ordinary shares outstanding during the year used in calculation of diluted EPS	**257,489,451**	257,159,706

The basic and diluted earnings per share have been calculated using the net profit after income tax attributable to the shareholders of the Company as the numerator.

As at 30 June 2026, there is no difference between basic and diluted earnings per share as there are no dilutive potential shares.

5 Cash and cash equivalents

	As at	
	30 June 2026	30 June 2025
	$'000	$'000
Cash at custodian	**13,707**	8,710
	13,707	8,710

6 Trade and other receivables

	As at	
	30 June 2026	30 June 2025
	$'000	$'000
Dividends receivable	**159**	181
Interest receivable	**30**	26
Outstanding investment settlements receivable	**-**	5,731
GST receivable	**109**	84
Other receivables	**44**	42
	342	6,064

There are no past due or impaired receivables at reporting date. All trade receivables are expected to be received within 12 months from the reporting date.

7 Financial assets at fair value through profit or loss

	As at	
	30 June 2026	30 June 2025
	$'000	$'000
Listed shares	**343,646**	350,503
	343,646	350,503

8 Trade and other payables

	As at	
	30 June 2026	30 June 2025
	$'000	$'000
Management fees payable	**378**	375
Outstanding investment settlements payable	**-**	1,621
Other expenses payable	**85**	100
	463	2,096

All trade payables are expected to be settled within 12 months from the reporting date.

9 Issued capital

	30 June 2026 No. of shares	30 June 2025 No. of shares
Issued ordinary shares at the beginning of the reporting period	**257,172,693**	257,172,693
Dividends reinvested (DRP)	**848,152**	1,253,276
Share buyback	**(45,000)**	(1,253,276)
Issued ordinary shares at reporting date	**257,975,845**	257,172,693

	30 June 2026 $'000	30 June 2025 $'000
Issued ordinary shares at the beginning of the reporting period	**319,540**	319,552
Dividends reinvested (DRP)	**1,050**	1,450
Share buyback	**(57)**	(1,462)
Issued ordinary shares at reporting date	**320,533**	319,540

Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the Company in proportion to the number of and amounts paid on the shares held.

On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote. A reconciliation of the number of ordinary shares outstanding is shown in the table above.

Capital risk management

The Directors manage the Company's capital by regularly ensuring that the Company employs its capital in the most efficient manner. The Directors believe that shareholder value is maximised through effective management of dividends distributed to shareholders, share buy-backs and issue of capital. These capital management initiatives will be used when deemed appropriate by the Directors. To achieve this, the Directors monitor the weekly and month end net tangible asset results, investment performance, the Company's expenses and share price movements.

In the year to 30 June 2026, 848,152 shares were issued under the DRP. A total of 45,000 shares were brought back to offset the dilutive effect of shares issued, representing 5% of the DRP shares issued.

The Board has adopted a dividend policy to pay dividends on a quarterly basis and frank them to the maximum extent possible subject to the availability of profit reserves and franking credits.

During the year ended 30 June 2026, the Company paid dividends of $14,159,926 (30 June 2025: $13,884,864).

The capital structure of the Company consists of equity attributable to equity holders, comprising issued capital, reserves and retained earnings as disclosed in the Statement of Changes of Equity.

The Company is not subject to externally imposed capital requirements.

10 Retained losses

	As at	
	30 June 2026 $'000	30 June 2025 $'000
Balance at the beginning of the year	**(194,699)**	(194,699)
Current year profit/(loss)	**5,990**	33,761
Transfer to profit reserve	**(5,990)**	(33,761)
Balance at the end of the year	**(194,699)**	(194,699)

11 Profit reserve

	As at	
	30 June 2026	30 June 2025
	$'000	$'000
Balance at the beginning of the year	**227,958**	208,082
Transfer of current period profits	**5,990**	33,761
Final fully franked dividend, franked at 25%, of 1.35 cents paid on 15 September 2025 (2025: 1.35 cents fully franked at 25%).	**(3,471)**	(3,471)
Interim fully franked dividend, franked at 25%, of 1.35 cents paid on 16 December 2025, 1.40 cents paid on 16 March 2026 and 16 June 2026 (2025: 1.35 cents fully franked at 25%)	**(10,689)**	(10,414)
Special fully franked dividend, franked at 25%, of 12.50 cents payable on 19 August 2026.	**(32,247)**	-
Balance at the end of the year	**187,541**	227,958

The profit reserve consists of declared profits, available for the payment of future dividends.

12 Dividends

	Year ended	
	30 June 2026	30 June 2025
	$'000	$'000
a. Dividends paid		
Final fully franked dividend, franked at 25%, of 1.35 cents paid 15 September 2025 (2025: 1.35 cents fully franked at 25%).	**3,471**	3,471
Interim fully franked dividend, franked at 25%, of 1.35 cents paid on 16 December 2025, 1.40 cents paid on16 March 2026, 1.40 cents paid on 16 June 2026 (2025: 1.35 cents fully franked at 25%)	**10,689**	10,414
Special fully franked dividend, franked at 25%, of 12.5 cents payable on 19 August 2026.	**32,247**	
	46,407	13,885
b. Dividend reinvestment plan		
Final fully franked dividend, franked at 25%, of 1.35 cents paid 15 September 2025 (2025: 1.35 cents fully franked at 25%).	**(264)**	(276)
Interim fully franked dividend, franked at 25%, of 1.35 cents paid on 16 December 2025, 1.40 cents paid on 16 March 2026, 1.40 cents paid on 16 June 2026 (2025: 1.35 cents fully franked at 25%)	**(786)**	(1,174)
	(1,050)	(1,450)
Net dividends paid in cash	**45,357**	12,435
c. Franking account		
Balance at the beginning of the year	**14,434**	3,478
Franking credits from tax paid/(refund)	**226**	16,906
Payment of interim fully franked dividends	**(3,562)**	(4,462)
Prior year final fully franked dividend	**(1,157)**	(1,488)
Franking account balance at year end	**9,941**	14,434
Tax payable for FY 2026	**1,680**	-
Declared but not paid final fully franked dividend	**(11,953)**	(1,157)
Franking account balance post payment of final dividend and payment of tax	**(332)**	13,277

12 Dividends (continued)

c. Franking account (continued)

The Company's ability to continue paying franked dividends is dependent on generating additional profits reserves and franking credits. The ability to generate franking credits is reliant on the receipt of franked dividends from investee companies and the payment of tax on realised profits.

The balance of the franking account does not include the tax to be paid on unrealised investment gains (i.e. fair value movements on the investment portfolio) currently recognised as a deferred tax liability of $9.971 million (2025: $11.036 million) which will become franking credits when realised.

On 26 June 2026, the Board declared a special dividend of 12.5 cents per share fully franked at 25% for financial year 2025/2026. This dividend has been recognised as a liability at 30 June 2026 and had an ex-date of 31 July 2026. The dividend was paid on 19 August 2026.

On 26 July 2026, the Board declared the final dividend of 1.40 cents per share fully franked at 25% for financial year 2025-2026. This dividend is not recognised as a liability at 30 June 2026 and has an ex-date of 31 August 2026 and will be paid on 15 September 2026.

13 Cash flow information

	Year ended	
	30 June 2026	30 June 2025
	$'000	$'000
(a) Reconciliation of net cash flow from operating activities to net (loss)/profit after income tax:		
Net profit/(loss) after income tax	**5,990**	33,761
Change in fair value of investments and foreign cash held	**(10,257)**	(46,000)
Cash proceeds from sale of investments	**177,777**	139,655
Cash payments for purchase of investments	**(156,567)**	(112,486)
Change in other receivables	**(8)**	(56)
Change in other payables	**(12)**	92
Net change in deferred tax asset and liability	**(1,057)**	9,811
Change in income tax receivables/payables	**2,285**	(16,219)
Net cash inflow from operating activities	**18,151**	8,558

(b) Non-cash financing activities		
Issue of shares under the dividend reinvestment plan (DRP)	**1,050**	1,450
	1,050	1,450

14 Financial risk management

The Company holds the following financial instruments:

	30 June 2026	30 June 2025
	$'000	$'000
Financial assets		
Cash and cash equivalents	**13,707**	8,710
Trade and other receivables	**342**	6,064
Financial assets at fair value through profit or loss	**343,646**	350,503
	357,695	365,277
Financial liabilities		
Trade and other payables	**463**	2,096
	463	2,096

Financial risk exposures and management

The main risks the Company is exposed to through its financial instruments are market risk and credit risk.

a. Market risk

(i) Price risk

The Company is exposed to equity securities price risk arising from investments held by the Company and classified on the Statement of Financial Position as fair value through profit or loss of $343.6m (2025: $350.5m).

Sensitivity analysis

At reporting date, if the equity prices had been 10% higher or 15% lower, profit before income tax of the Company would have increased by $34.4m or decreased by $51.5m (2025: profit increased by $35.1m or decreased by $52.6m).

The analysis assumes that all other variables, in particular interest rates, remain constant. The analysis is performed on the same basis as for 2025.

The Company has no concentrations in individual equity positions greater than 5.0% (2025: 5.0%) or more of the Company's equity portfolio.

(ii) Foreign exchange risk

As at 30 June 2026 the portfolio (net assets excluding net tax liabilities) was invested 106.3% in international equities (2025: 96.3%). The portfolio had an exposure to foreign cash and investments of $344m (2025: $351m).

The Company did not use forward foreign exchange contracts during the year to 30 June 2026. There were no forward exchange hedging contracts held as at 30 June 2026 and 30 June 2025.

Sensitivity analysis

At reporting date a 15% strengthening/weakening of the Australian Dollar at 30 June 2026 would have decreased/increased profit or loss before income tax by $51.5m (2025: $52.6m). The analysis assumes that all other variables, in particular interest rates, remain constant. The sensitivity analysis has been performed under the assumption that the Australian Dollar strengthened or weakened +/-15% (2025:+/-15%) against the major currencies to which the Company is exposed.

The Company's total net exposure to fluctuations in foreign currency exchange rates at the reporting date was as follows:

30 June 2026	**Cash**	**Investments**	**Trade and other receivables/ payables & Dividend payable**	**Tax asset/ liability**	**Total**
Assets (AUD)	**$'000**	**$'000**	**$'000**	**$'000**	**$'000**
Australian Dollar	**13,687**	**-**	**182**	**41**	**13,910**
Euro	**-**	**26,593**	**-**	**-**	**26,593**
United States Dollar	**20**	**234,589**	**78**	**-**	**234,687**
Danish Krone	**-**	**-**	**-**	**-**	**-**
Hong Kong Dollar	**-**	**13,211**	**-**	**-**	**13,211**
British Pound	**-**	**12,300**	**-**	**-**	**12,300**
Indonesian Rupiah	**-**	**-**	**-**	**-**	**-**
Swedish Krona	**-**	**5,811**	**-**	**-**	**5,811**
Swiss Franc	**-**	**7,287**	**-**	**-**	**7,287**
Canadian Dollar	**-**	**3,870**	**-**	**-**	**3,870**
Chinese Yuan	**-**	**5,685**	**-**	**-**	**5,685**
Japanese Yen	**-**	**19,995**	**54**	**-**	**20,049**
New Taiwan Dollar	**-**	**14,305**	**28**	**-**	**14,333**
	13,707	**343,646**	**342**	**41**	**357,736**
Liabilities (AUD)					
Australian Dollar	**-**	**-**	**32,710**	**11,651**	**44,361**
United States Dollar	**-**	**-**	**-**	**-**	**-**
	-	**-**	**32,710**	**11,651**	**44,361**

a. Market risk (continued)

(ii) Foreign exchange risk (continued)

30 June 2025	Cash	Investments	Trade and other receivables/ payables & Dividend payable	Tax asset/ liability	Total
Assets (AUD)	$'000	$'000	$'000	$'000	$'000
Australian Dollar	8,698		140	654	9,492
Euro	-	21,247	-	-	21,247
United States Dollar	12	235,644	5,798	-	241,454
Danish Krone	-	2,086	-	-	2,086
Hong Kong Dollar	-	14,380	-	-	14,380
British Pound	-	15,242	30	-	15,272
Indonesian Rupiah	-	2,340	-	-	2,340
Polish Zloty	-	4,493	-	-	4,493
Swedish Krona	-	12,943	-	-	12,943
Swiss Franc	-	7,172	-	-	7,172
Brazilian Real		3,444		-	3,444
Chinese Yuan	-	4,967	-	-	4,967
Japanese Yen	-	23,475	96	-	23,571
New Taiwan Dollar	-	3,070	-	-	3,070
	8,710	350,503	6,064	654	365,931
Liabilities (AUD)					
Australian Dollar	-	-	475	11,036	11,511
United States Dollar	-	-	1,621	-	1,621
Mexican Peso	-	-	-	-	-
	-	-	2,096	11,036	13,132

(iii) Interest rate risk

The main interest rate risk for the Company arises from its cash holdings. The Company's exposure to interest rate risk is immaterial.

b. Credit risk

The Company measures credit risk and expected credit losses using probability of default, exposure at default and loss given default. Management consider both historical analysis and forward looking information in determining any expected credit loss. At 30 June 2026, trade and other receivables, and cash are held with counterparties with a credit rating of A-1 or higher (2025: A-1). Management consider the probability of default to be close to zero as these instruments have a low risk of default and the counterparties have a strong capacity to meet their contractual obligations in the near term. As such, no loss allowance is deemed to be necessary based on 12-month expected credit losses.

The Company's major credit risk arises from assets and cash and cash equivalents held with the custodian, BNP Paribas (credit rating: A-1).

The Company manages credit risk associated with financial assets by only trading with reputable brokers and via established securities exchanges.

c. Liquidity risk

Based on an assumption of trading 10% of the trailing three month daily average volume 100% of the portfolio could be realised in one month (2025: 100% in one month).

Maturities of financial liabilities

Financial liabilities held by the Company include due to brokers and other payables. The below table shows the maturities of financial liabilities held by the Company.

30 June 2026	**Less than 1 month**	**1 to 3 months**	**3 to 6 months**	**6 to 12 months**	**Total**
Financial liabilities	**$'000**	**$'000**	**$'000**	**$'000**	**$'000**
Other payables	**463**	**-**	**-**	**-**	**463**
Total	**463**	**-**	**-**	**-**	**463**

14 Financial risk management (continued)

c. Liquidity risk (continued)

30 June 2025 Financial liabilities	Less than 1 month $'000	1 to 3 months $'000	3 to 6 months $'000	6 to 12 months $'000	Total $'000
Outstanding investment settlements payable	1,621	-	-	-	1,621
Other payables	475	-	-	-	475
Total	2,096	-	-	-	2,096

d. Net fair values

The following table provides an analysis of financial instruments as at reporting date that are measured subsequent to initial recognition at fair value, grouped into Levels 1 to 3 based on the degree to which fair value is observable.

• Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets and liabilities.

• Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

• Level 3 fair value measurement are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The transfers between levels only happen at the end of the reporting period.

There has been no transfer between levels from the previous reporting period.

30 June 2026 **Financial assets**	**Level 1** **$'000**	**Level 2** **$'000**	**Level 3** **$'000**	**Total** **$'000**
Listed investments at fair value	**343,646**	**-**	**-**	**343,646**
Total	**343,646**	**-**	**-**	**343,646**

30 June 2025 Financial assets	Level 1 $'000	Level 2 $'000	Level 3 $'000	Total $'000
Listed investments at fair value	350,503	-	-	350,503
Total	350,503	-	-	350,503

The carrying amount of cash and cash equivalents, trade and other receivables and trade and other payables approximate their fair values.

15 Related party transactions

Details of key management personnel

Key Management Personnel (KMP) for the year ended 30 June 2026 are those persons who are identified as having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any Non-executive Director (NED) of the Company.

Names and positions held by Directors and Officers of the Company in office at any time during the financial year are:

Name	Title	Appointment date
Brett Jollie	Independent Non-Executive Director and Chair	Appointed 27 November 2025
Geoff Wilson	Non-Executive Director	Appointed 21 October 2025
Richard Caldwell	Independent Non-Executive Director	Appointed 21 October 2025
Julian Martin	Independent Non-Executive Director	Appointed 21 October 2025
Jesse Hamilton	Non-Executive Director	Appointed 21 October 2025
Russel Pillemer	Managing Director	Removed 21 October 2025
David Groves	Non-Executive Director	Removed 21 October 2025
Sandi Orleow	Independent Non-executive Director	Removed 21 October 2025
Frank Gooch	Independent Non-Executive Director and Chair	Retired 16 February 2026

The Company has no employees. All operational and administrative duties are performed by Pengana Capital Group Limited (PCG), the parent company of the Investment Manager, with the exception of Company Secretary services which are performed by Acclime. No employees of PCG are remunerated by the Company.

WAM Strategic Value Limited, a listed investment company within the Wilson Asset Management Group, of which Geoff Wilson is Chairman, held 23,028,459 ordinary shares in PIA as at 30 June 2026.

Related party transactions

Transactions between related parties are on commercial terms and conditions no more favourable than those available to other parties unless otherwise stated.

For year ended 30 June 2026 , performance fees paid and payable were nil (30 June 2025: nil).

	30 June 2026	30 June 2025
	$	$
a. Pengana Capital Group Limited		
The Company reimburses Pengana Capital Group Limited for any expenses that are paid on behalf of the Company as appropriate under the Company's constitution.	-	(57,174)
b. Pengana Investment Management Limited (Investment Manager)		
Management fees paid and payable as governed by the Investment Management Agreement	-	(4,459,805)

Pengana Capital Group and Pengana Investment Management Limited are no longer considered a related party from 21 October 2025.

16 Statement of operations by segment

The Company has identified its operating segments based on the internal reports that are reviewed and used by the Chief Investment Officer of the Investment Manager in assessing and determining the allocation of resources.

The Company operates in one business segment, being investment in securities.

17 Subsequent events

On 26 June 2026, the Board declared a special dividend of 12.5 cents per share fully franked at 25% for financial year 2025/2026. This dividend has been recognised as a liability at 30 June 2026 and had an ex-date of 31 July 2026. The dividend was paid on 19 August 2026.

On 26 July 2026, the Board declared the final dividend of 1.40 cents per share fully franked at 25% for financial year 2025/2026. This dividend is not recognised as a liability at 30 June 2026 and has an ex-date of 31 August 2026 and will be paid on 15 September 2026.

Subsequent to the balance sheet date, shareholders approved Resolution 1 at the Extraordinary General Meeting held on 27 July 2026, authorising the Company to undertake the proposed off-market equal access buy-back in accordance with the terms set out in the Notice of Meeting and Explanatory Memorandum. Resolution 1 was approved by a substantial majority of shareholders.

Subsequent to the Extraordinary General Meeting, Pengana Capital Limited (PCL), a related entity of the Investment Manager, commenced proceedings in the Supreme Court of New South Wales challenging the validity of Resolution 1 and seeking among other things, declarations that the resolution is invalid and an injunction restraining the Company from giving effect to it. The relevant court documents were served on the Company and each Director on 29 July 2026. The Company and the Directors reject the allegations and intend to defend the proceedings.

Other than the matters outlined above, no event has occurred since the end of the financial year that has materially affected, or is likely to materially affect, the operations of the Company, the results of those operations or the state of affairs of the Company in future financial years.

18 Contingent liabilities

There were no contingent liabilities at 30 June 2026 and 30 June 2025 that required disclosure.

Consolidated entity disclosure statement

Disclosure of subsidiaries and their country of tax residency, as required by the Corporations Act 2001, does not apply to the company as the company is not required by accounting standards to prepare consolidated financial statements and, the company does not have any investments requiring consolidation.

Directors' declaration

In accordance with a resolution of the Directors of Pengana International Equities Limited, I state that:

In the opinion of the directors of the Company:

a) the financial statements and notes of Pengana International Equities Limited for the financial year ended 30 June 2026 are in accordance with the *Corporations Act 2001*, including:

- giving a true and fair view of the Company's financial position as at 30 June 2026 and of its performance for the year ended on that date; and
- complying with Australian Accounting Standards and the *Corporations Regulations 2001*; and

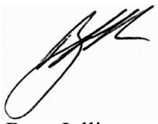
b) the financial statements and notes also comply with International Financial Reporting Standards as disclosed in Note 1; and

c) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

d) the consolidated entity disclosure statement required by section 295(3A) of the Corporations Act is true and correct.

This declaration has been made after receiving the declarations required to be made to the directors by the Chief Executive Officer and Chief Financial Officer of the Investment Manager in accordance with section 295A of the *Corporations Act 2001* for the financial year ended 30 June 2026.

On behalf of the Board,



Brett Jollie
Chairman
Sydney
31 August 2026

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Independent auditor's report to the members of Pengana International Equities Limited

Report on the audit of the financial report

Opinion

We have audited the financial report of Pengana International Equities Limited (the Company), which comprises the statement of financial position as at 30 June 2026, the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, 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 Company is in accordance with the *Corporations Act 2001*, including:

a. Giving a true and fair view of the Company's financial position as at 30 June 2026 and of its financial performance for the year ended on that date; and

b. 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 Company in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial report of the current year. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, but we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the *Auditor's responsibilities for the audit of the financial report* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial report. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial report.

Investment of Listed Equities

Why significant	How our audit addressed the key audit matter
As at 30 June 2026, the value of listed equities, was AUD 343,646,119 which equates to 96% of the total assets of the Company as disclosed in Note 14. As disclosed in the Company's accounting policy Note 1d of the financial report, these financial assets are recognised at fair value through profit or loss in accordance with the requirements of Australian Accounting Standards. Pricing, exchange rates and other market drivers can have a significant impact on the value of these financial assets and the financial report. Accordingly, valuation and existence of the investment portfolio was considered a key audit matter.	Our audit procedures included the following: Assessed the effectiveness of the controls relating to the recognition and valuation of investments. Obtained and assessed the assurance report on the controls of the Company's administrator in relation to Fund Administration Services for the year ended 30 June 2026 and assessed the auditor's qualifications, competence and objectivity, and results of their procedures. Agreed all investment holdings, including cash accounts, to third party confirmations at 30 June 2026. Assessed the fair value of all investments in the portfolio held at 30 June 2026 to independently sourced market prices. We also assessed the adequacy and appropriateness of the disclosures included in Note 14 to the financial report in accordance with the requirements of Australian Accounting Standards.

Information other than the financial report and auditor's report thereon

The directors are responsible for the other information. The other information comprises the information included in the Company's 2026 annual report, but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon, with the exception of the Remuneration Report and our related assurance opinion.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the directors for the financial report

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

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

b. The consolidated entity disclosure statement that is true and correct in accordance with the *Corporations Act 2001*, and

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

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

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

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

Auditor's responsibilities for the audit of the financial report

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

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

► Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

► Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

► Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors of the Company.

► Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.

Shape the future
with confidence

If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated to the directors, we determine those matters that were of most significance in the audit of the financial report of the current year and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on the audit of the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 7 to 10 of the directors' report for the year ended 30 June 2026.

In our opinion, the Remuneration Report of Pengana International Equities Limited 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.

Ernst & Young

Ernst & Young

R Da Silva

Rita Da Silva
Partner
Sydney
31 August 2026

ASX additional information

The shareholder information set out below was applicable as at the record date 29 July 2026.

Distribution of shareholders

Analysis of number of equitable security holders by size of holding:

Category (size of holding)	Number of unitholders	Number of units	% of units
1 - 1,000	**442**	**163,874**	**0.06**
1,001 - 5,000	**810**	**2,548,794**	**0.99**
5,001 - 10,000	**801**	**6,529,587**	**2.53**
10,001 - 100,000	**2,406**	**78,093,603**	**30.27**
100,001 and over	**275**	**170,639,987**	**66.15**
Total	**4,734**	**257,975,845**	**100.00**

Range	Holders
Holders holding less than a marketable parcel	**230**

Substantial shareholders

The following shareholders have notified the Company that they are the substantial shareholders:

	Number of ordinary shares	% of total issued ordinary shares
Wilson Asset Management Group	**30,528,459**	**11.83**
Washington H. Soul Pattinson and Company Limited	**24,470,580**	**9.51**
Saba Capital Management GP, L.L.C.	**25,617,001**	**9.94**

20 Largest shareholders - ordinary shares	Number of ordinary shares	% of total issued ordinary shares
WHSP Holdings Pty Ltd	**24,470,580**	**9.49**
WAM Strategic Value Limited	**23,028,459**	**8.93**
CITYCORP Nominees Pty Ltd	**21,455,752**	**8.32**
BNP Paribas Nominees Pty Ltd	**9,245,526**	**3.58**
Netwealth Investments Limited	**7,457,687**	**2.89**
HSBC Custody Nominees (Australia) Limited	**6,659,604**	**2.58**
BNP Paribas NOMS Pty Ltd	**4,256,992**	**1.65**
Morgan Stanley Australian Securities (Nominee) Pty Limited	**3,964,105**	**1.54**
Pengana Capital Ltd	**3,454,815**	**1.34**
Netwealth Investments Limited	**3,028,417**	**1.17**
HSBC Custody Nominees (Australia) Limited	**2,349,752**	**0.91**
Pengana Investment Management Limited	**2,042,720**	**0.79**
BNP Paribas Nominees Pty Ltd	**1,694,187**	**0.66**
Pengana Investment Management Ltd	**1,412,095**	**0.55**
Mr Anthony John Simmonds + Mrs Maureen Simmonds	**1,374,530**	**0.53**
Neweconomy Com Au Nominees Pty Limited	**1,056,847**	**0.41**
HSBC Custody Nominees (Australia) Limited - GSI EDA	**831,511**	**0.32**
Kindilan Foundation Pty Ltd	**758,000**	**0.29**
Ditech pty Ltd	**700,000**	**0.27**
Ms Carolyn Margaret Earl + Mr John William Nissen	**675,000**	**0.26**

As at the record date 29 July 2026 there were 4,734 shareholders.

Voting rights

Subject to the Company's constitution:

- At meetings of shareholders, each shareholder is entitled to vote in person, by proxy, by attorney or by representative;
- On a show of hands, each shareholder present in person, by proxy, by attorney or by representative is entitled to one vote;
- On a poll, each shareholder present in person, by proxy, by attorney or by representative is entitled to one vote for every share held by the shareholder.

In the case of joint holdings, only one joint holder may vote.

Voting by proxy

Shareholders may appoint a proxy or attorney to represent them at a shareholder meeting. If a proxy is appointed and the shareholder attends the meeting then that proxy is automatically revoked.

A corporate shareholder may appoint a proxy, an attorney or a corporate representative.

Dividend payments

The Company offers shareholders the following choices of how dividend entitlements can be received:

- Cheque mailed to the shareholder’s registered address
- Direct Credit Deposit – the dividend is paid directly to the nominated bank account. Direct credits avoid delay in postal delivery and the possibility of lost cheques and are therefore a preferred option
- Dividend reinvenstment - shareholders can elect to reinvest their dividends under the terms of the Company's Dividend Reinvestmemt Plan, available from the Company's website www.pengana.com/pia

Transaction in securities

	30 June 2026	30 June 2025
Total number of transactions in securities during the year	**404**	555
Total brokerage paid or accrued during the year	**219,405**	136,191

Investments at market value as at 30 June 2026 (unaudited)

Company Name	Security Code	Market Value $'000	% of Gross Assets
Communication Services			
ALPHABET INC	BYVY8G0	15,713	4.4 %
META PLATFORMS INC	B7TL820	8,678	2.4 %
TENCENT HOLDINGS LTD	BMMV2K8	8,022	2.2 %
NETFLIX INC	2857817	6,840	1.9 %
SPOTIFY TECHNOLOGY	BFZ1K46	6,266	1.8 %
		45,519	**12.7 %**
Consumer Discretionary			
AMAZON CONSERV DAC	AMAUSD	13,942	3.9 %
SONY CORP	SONJPY	6,595	1.8 %
COMPASS GROUP PLC	BD6K457A	5,546	1.6 %
BOOKING HOLDINGS INC	BDRXDB4	4,475	1.3 %
		30,558	**8.5 %**
Consumer Staples			
ALIMENTATION COUCHE-	BL56KN2	3,870	1.1 %
		3,870	**1.1 %**
Financials			
REINSURANCE GROUP OF AMERICA	RRAUSD	7,654	2.1 %
PROGRESSIVE CORP	2705024	6,646	1.9 %
VISA INC	B2PZN04	5,841	1.6 %
TRADEWEB MARKET INC	BJXMVK2	5,747	1.6 %
AIA GROUP LTD	B4TX8S1A	5,189	1.5 %
JP MORGAN CHASE & CO	CBCUSD	4,014	1.1 %
HDFC BANK LTD	2781648	3,165	0.9 %
SONY FINANCIAL HOLDINGS INC	B249SN5	2,944	0.8 %
		41,200	**11.5 %**
Health Care			
JOHNSON & JOHNSON	JONUSD	9,735	2.7 %
THERMO FISHER SCIENT	THEUSD	5,692	1.6 %
HALEON PLC	BMX86B7	4,903	1.4 %
ABBVIE INC	B92SR70	4,572	1.3 %
ELEVANCE HEALTH INC	BSPHGL4	4,225	1.2 %
ROCHE HOLDING AG	BTMJD19	3,718	1.0 %
ASTRAZENECA PLC	ZENGBP	3,711	1.0 %
DANAHER CORP	DHRUSD	3,367	0.9 %
CHUGAI PHARMACEUTICA	CHPJPY	2,670	0.8 %
		42,593	**11.9 %**
			%
Industrials			
SCHNEIDER ELECTRIC S	SCHEFR	11,680	3.3 %
AMETEK INC	2089212	10,042	2.8 %
HEICO CORP	2419217	9,505	2.7 %
NVENT ELECTRIC PLC	BDVJJQ5	7,490	2.1 %
DEERE & CO	2261203	6,683	1.9 %
EPIROC AB	BMD58R8	5,811	1.6 %
CONTEMPORARY AMPEREX TECHNOLOGY CO LTD	BHQPSY7	5,685	1.6 %
RYANAIR HOLDINGS PLC	BYYN585	5,550	1.6 %
ATKORE INTERNATIONAL	BDHF495	4,967	1.4 %
DIPLOMA PLC	182663	3,686	1.0 %
DIPLOMA PLC	KUBJPY	3,683	1.0 %
SGS SA	BMBQHZ4	3,569	1.0 %
EQUIFAX INC	EFXUSD	2,760	0.8 %
		81,111	**22.7 %**
Information Technology			
NVIDIA CORP	2379504	15,234	4.3 %
TAIWAN SEMICONDUCTOR	6889106	14,305	4.0 %
SAMSUNG ELECTRONICS	B16D4P2	13,794	3.9 %
ASML HOLDING NV	B929F46	9,596	2.7 %
MICROSOFT CORP	MICUSD	8,757	2.5 %
AMPHENOL CORP	2145084	8,030	2.2 %
BROADCOM INC	BDZ78H9	6,450	1.8 %
INFINEON TECHNOLOGIE	IFXEDE	5,316	1.5 %

Investments at market value as at 30 June 2026 (unaudited) (continued)

Company Name	Security Code	Market Value $'000	% of Gross Assets
APPLE INC	2046251	4,673	1.3 %
KEYENCE CORP	6490995	4,103	1.2 %
ADOBE INC	2008154	3,441	1.0 %
SAP SE	2775135	2,554	0.7 %
ACCENTURE PLC	B4BNMY3	2,542	0.7 %
		98,795	**27.6 %**
Total portfolio		343,646	96.1 %
Foreign exchange contract assets		0	0.0 %
Total cash and cash equivalents, income receivables and outstanding settlements		14,091	3.9 %
Gross assets		**357,737**	**100.0 %**

Registry
Computershare Investor Services Pty Limited, Level 4, 44 Martin Place, Sydney NSW 2000. Investor Enquiries (02) 8216 5700.

Stock exchange listing
Quotation has been granted for all the ordinary shares of the Company on all Member Exchanges of the Australian Securities Exchange Limited ("ASX"). The Company shares are traded under the symbol PIA. Details of trading activity are published in most daily newspapers and also obtainable from the ASX website: www.asx.com.au.

Investment management agreement
The Company has appointed Pengana Investment Management Limited (the Investment Manager), under an Investment Management Agreement dated 29 January 2004, to manage the investment portfolio of the Company. The Investment Manager manages and supervises all investments of the Company, including providing monthly valuations, for the term of the contract.

Term
The Investment Management Agreement is for an initial period of 25 years commencing on the date the Company listed on the ASX (March 2004), unless terminated earlier in accordance with terms of the Investment Management Agreement.

Powers of Manager
For the purpose of carrying out its functions and duties under the Investment Management Agreement, the Manager has the powers of a natural person and absolute and unfettered discretion to manage the investment portfolio and to do all things and execute all documents necessary for the purpose of managing the investment portfolio.

Management fee
In return for the performance of its duties as Manager of the Company's investment portfolio, the Manager is entitled to a management fee of 1.2% (excluding GST and RITC) per annum of the gross value of the investment portfolio, payable on a monthly basis.

Performance fee
The Manager is also entitled to a Performance Fee, equal to 15% (excluding GST and RITC) of any out-performance of the investment portfolio compared to its benchmark the MSCI World Accumulation Net Return Index in Australian Dollars. The fee is aggregated daily and paid annually, subject to the following:

i) if the aggregate Performance Fee for a Financial Year (including any amounts accrued from a previous year) is a positive amount but the Investment Return of the investment portfolio is not greater than zero, then that Performance Fee shall be carried forward (as an accrual) to the following Financial Year,

ii) if the aggregate Performance Fee for a Financial Year (including any positive or negative amount carried forward from the previous year) is a positive amount but the payment of the accrued Performance Fee would cause the adjusted Investment Return of the investment portfolio for the year to be negative, that portion of the Performance Fee that would cause the Investment Return of the investment portfolio to be negative shall be carried forward (as an accrual) to the following Financial Year,

iii) if the aggregate Performance Fee for a Financial Year is a negative amount, no Performance Fees shall be payable to the Manager in respect of that Financial Year, and the negative amount shall be added to the Performance Fee of the succeeding year.

Reimbursement of Expenses
The Company must reimburse to the Manager, in addition to its remuneration and rights of indemnification or reimbursement conferred under any other provision of the Investment Management Agreement or by law, all charges and expenses reasonably and properly incurred by the Manager in respect of the Company.

Distribution support
The Manager shall use commercially reasonable endeavours to promote PIA and distribute the Securities of PIA to current and prospective investors or procure the provision of such promotional and distribution services.

PRINCIPAL AND REGISTERED OFFICE

Pengana International Equities Limited
Suite 27.01, Level 27, Governor Phillip Tower, 1 Farrer Place
Sydney, NSW 2000 Australia
Telephone (61 2) 8524 9900
Facsimile (61 2) 8524 9901
Website www.pengana.com
Email clientservice@pengana.com

INVESTMENT MANAGER

Pengana Investment Management Limited
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Facsimile (61 2) 8524 9901
Website www.pengana.com
Email clientservice@pengana.com

INVESTMENT TEAM FOR PIA

Harding Loevner
400 Crossing Blvd
Fourth Floor Bridgewater Township
New Jersey 08807, United States

DIRECTORS

Brett Jollie
Independent Non-Executive Director and Chair

Geoff Wilson
Non-Executive Director

Richard Caldwell
Independent Non-Executive Director

Julian Martin
Independent Non-Executive Director

Jesse Hamilton
Non-Executive Director

COMPANY SECRETARY

Sandra McIntosh
Acclime Listed Services Australia Pty Ltd

AUDITOR

Ernst & Young
200 George Street
Sydney NSW 2000
Australia

SHARE REGISTRY

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Level 4, 44 Martin Place
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Telephone (61 2) 8234 5000
Website www.computershare.com/au