Sale of Intellectual Property and Earn-Out Arrangement

05 November 2026

Anagenics Limited (**ASX: AN1**) has completed an unconditional asset sale agreement with YSB IP Pty Ltd, part of York St Brands, to sell its haircare technology and associated intellectual property, including the évolis brand assets (Sale IP) (Transaction). The Transaction provides A$2.5 million cash on completion and ongoing sales-linked payments.

The Transaction is a significant milestone and marks the next phase of Anagenics' partnership with York St Brands (YSB), crystallising the value of the haircare technology licensed to YSB in July 2024 for the creation of its successful Bouf brand, with a continuing earn-out arrangement over sales of YSB's products which use the Sale IP.

TRANSACTION HIGHLIGHTS

- **A$2.5 million (ex. GST) cash paid to Anagenics on completion** (5 November 2026), in addition to A$0.16 million of quarter-to-date royalties under the prior licence arrangement
- **Ongoing earn-out arrangements with approximately A$2.8 million in contractual minimum payments** over an eight-year term and implied payments of over $6 million based on recent sales values
- **If the current sales run-rate is maintained, Anagenics' arrangements with YSB would deliver Anagenics over A$10 million in aggregate value**, comprising A$2.2 million in licence fees to date, the A$2.5 million completion payment and over A$6 million in future earn-out payments
- **The Transaction follows Anagenics' maiden full-year profit reported for FY26**, strengthens the balance sheet and provides additional financial and strategic flexibility as Anagenics simplifies its portfolio and enters its next phase of growth.

KEY TERMS

The consideration payable for the Sale IP under the sale agreement comprises:

- An upfront payment of A$2.5 million, paid on completion
- Quarterly payments equal to 4% of net sales of products utilising the Sale IP, for up to eight years, subject to an annual minimum payment to Anagenics of A$350,000
- Future sales-linked payments are capped at A$7 million in aggregate, in addition to the A$2.5 million completion payment. The A$2.8 million in full-term minimum earn-out payments form part of, and are not additional to, the A$7 million cap. Reaching the A$7 million cap or achieving over A$6 million based on current run-rate depends on future sales and the agreement terms; it is not a guaranteed outcome.
- Early payout provisions apply in specified circumstances, using a discounted calculation of the remaining cap balance at an annual discount rate of 12.5%.

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POSITIONING ANAGENICS FOR ITS NEXT PHASE

Building on Bouf's success, the Transaction gives YSB the opportunity to unlock further value from the acquired Sale IP through its sales and marketing expertise, while Anagenics retains exposure to that growth through ongoing sales-linked payments without being directly responsible for funding commercialisation.

The Transaction crystallises value from the capital invested by shareholders and the work undertaken by Anagenics and its staff to develop the Sale IP over many years.

This milestone follows Anagenics' maiden full-year net profit after tax of A$308,472 for the year ended 30 June 2026, compared with an A$1.24 million loss in FY25. The Transaction builds on that turnaround and positions Anagenics for its next phase of evolution, combining proceeds from existing assets with continuing sales-linked income and a focus on disciplined capital allocation.

Anagenics will continue to assess opportunities to build shareholder value, including further improving the portfolio of brands operated by BLC Cosmetics and evaluating complementary growth opportunities. Anagenics is also in active discussions to monetise its non-haircare intellectual property.

This announcement was authorised by the Board of Anagenics Limited.

For further information, please contact:

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Anagenics Limited (ASX:AN1)
Anagenics is a health, beauty, and wellness business growing shareholder value through the global distribution and sales of its proprietary and licensed brands of differentiated, clinically validated anti-aging solutions. BLC Cosmetics Pty Ltd is Anagenics' wholly owned subsidiary focused on sales and distribution of leading Australian and international brands of cosmetic and wellness products.

For further information, please see www.anagenics.com