
HALF YEAR ENDED 31 DECEMBER 2025

Interim Financial Report 2026

SECTOR

Social
Infrastructure

BRANDS

Montessori Beginnings
Mobera Living
Zest Living

Building Communities for
Every Generation

KINVERA COMMUNITIES LIMITED

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SECTION

01

Our Business

About Kinvera Communities

Kinvera creates Social Infrastructure communities for families that seek to improve the lives of those who bring its spaces to life. As an owner, developer and operator of Social Infrastructure communities, Kinvera is focused on three identified sectors aligned to the life cycle of Australian families.



COMMUNITIES FOR CHILDREN

Early Learning & Childcare

A network of Montessori inspired early learning centres operated under the Montessori Beginnings brand, preparing children to be school-ready while supporting parents' workforce participation.

MONTESSORI BEGINNINGS



COMMUNITIES FOR PARENTS

Affordable Key Worker Housing

High-quality community integrated homes for essential workers including early educators, nurses, and emergency responders located near their places of employment.

MOBERA LIVING



COMMUNITIES FOR GRANDPARENTS

Retirement Living for Over 55s

Vibrant land lease community for retirees seeking affordability, independence and connection. Enabling equity release and lifestyle upgrade within a gated community.

ZEST LIVING

BRAND	SECTOR	OPERATING	UNDER CONSTRUCTION	PIPELINE	TOTAL
Montessori Beginnings	Early learning and childcare	11	1	1	13
Mobera Living	Key worker housing	0	2	1	3
Zest Living	Residential land lease communities	1	0	1	2

Montessori Beginnings



COMMUNITIES FOR CHILDREN

Early Learning & Childcare

Established in 2018, Montessori Beginnings provides long day care childcare services utilising the ‘Montessori’ philosophy in teaching young children. The Montessori method, which is widely used in Western Europe and the USA, provides distinct choice for parents, enabling Montessori Beginnings to distinguish itself within the early learning and childcare sector.

Applying the ethos of child centered learning, which for the child is ‘help me do it myself’, Montessori Beginnings offers full or part-time learning and care services for children aged 6 weeks to 6 years. All children participate in a course of learning within age-specific groupings at Montessori Beginnings’ purpose-built facilities.



Montessori Beginnings Malvern



Montessori Teacher Demonstration



Montessori Learning Activity

Mobera Living



COMMUNITIES FOR PARENTS

Affordable Key Worker Housing

Montessori Beginnings educators are classified as low to moderate income households, which places them among the ~40% of Australian households with an annual income less than \$100,000 who struggle with accommodation affordability constraints.

Mobera Living has been established to enrich the lives of working parents who struggle with accommodation affordability by providing accommodation solutions that are affordable, modern, in close proximity to the places of work in which they are needed and part of a community.

CHALLENGES FACING MONTESSORI BEGINNINGS EDUCATORS

01



Expensive Accomodation

02



Low Income

03



Long Commute

04



Work Life Balance

THE MOBERA SOLUTION

01



Affordable

02



Modern

03



Proximity

04



Community

Zest Living



ZEST LIVING YARRAWONGA



COMMUNITIES FOR GRANDPARENTS

Retirement Living for Over 55s

Established to service either semi-retired or retired people wishing to downsize or liberate equity and stored wealth in their current home to fund their lifestyle aspirations. Zest Living aims to provide a financially viable solution to residential living in retirement by separating home and land ownership, a model popular overseas but is in its infancy in Australia.

At Zest Living, residents purchase a house at a price typically less than the median home price and lease the underlying house lot from Zest Living for an annual fee on a long-term basis. This realises cash savings from excluding the land purchase component while also offering community living benefits such as broad companionship and access to exclusive communal recreational facilities within a gated community setting.



Gym facilities at Zest Living



Competition grade bowling lawn



Celebrating festivities together

Chief Executive Officer's Review

Review of Business Operations

The Group remains on its strategic initiative path to grow its social infrastructure business, strengthen overall value and provide lasting benefits to shareholders, with a strong emphasis on long-term growth and recurring cash flows.

In the half year ended 31 December 2025, these businesses generated a total revenue of **\$14.0 million** (\$14.6 million HY25) and EBITDA of **\$2.4 million** (\$3.2 million HY25). The change in both revenue and EBITDA was driven by softness in the Montessori Beginnings communities arising from external factors impacting the operating environment and fewer settlements at Zest Living, however, at the date of this report Zest Living settlements year to date are ahead of FY25.

Given the ongoing uncertainty in the macro trading environment, the Company remains committed to continuously advancing the delivery and quality of its communities and services. To support this objective, it is implementing targeted strategies to enhance operational efficiency, improve the standards of educator, child, and resident programs, and execute marketing initiatives that increase enquiries and interest in its communities. These efforts are designed to optimize revenue streams across existing communities.

Whilst the Group's focus is on improving its operating communities it will continue to selectively pursue the opening of new communities through developing its existing land bank;

Early learning & childcare: During the period Montessori Beginnings completed the development of and opened Montessori Beginnings Irymple which has been well received by the local community. The Group's twelfth service is currently under construction;

Affordable key worker housing: The Company has commenced construction of its first community which is co-located with a Montessori Beginnings service and will commence construction on a second community in H2'FY2026;

Retirement Living for over 55s: After a strong summer selling season Zest Living has commenced the development of the next stage of homes which will be constructed across this winter with the intent to have ready for sale for the 2026/27 summer.

LIKELY DEVELOPMENTS & OUTLOOK

- 1 Focus on improving the operations of existing communities to maximise benefit for community users and the Group's shareholders.
- 2 Selectively expand the Group's operating footprint through the development of the Group's landbank.
- 3 Grow the rental income streams from owned property paving the way to payment of a maiden dividend in the medium term.

A summary of the Group's main operating segments is detailed below.

ELC Operations: Mature ELC's

ELC Operations, at 31 Dec 2025, comprised ELC services that generated **\$11.0 million** (\$11.3 million HY25) revenue for the Group in the half year ended 31 Dec 2025.

The number of services remained steady at 8 centres. Revenue was softer as Montessori Beginnings worked through a challenging environment impacted by affordability pressures and trust in the sector.

Management remains focused on ensuring these centers continue to build on their positions by strengthening operational procedures and prioritizing high-quality care. The commitment to quality is further reinforced by staff participation in the Montessori Practise Accreditation program, which is designed to upskill educator knowledge and hence delivery of the Montessori Beginnings learning program for children, leading to continuous improvements in education and care.

ELC Investments:

Generated **\$2.2 million** (\$2.2 million HY25) revenue for the Group in the half year ended 31 Dec 2025.

This segment comprises 3 components:

ELC services:

The newly opened Montessori Beginnings Irymple was added during the period with this segment now comprising 3 ELCs which are being incubated until they reach mature operation at which point they will be transferred to ELC Operations. These ELCs continue to show performance improvement.

New ELCs:

At the date of this report, the Group has 1 ELCs under construction which is expected to be completed during 2026. There is an additional site which has obtained development permits. With permits obtained this site is currently undergoing evaluation in an environment of rising construction costs.

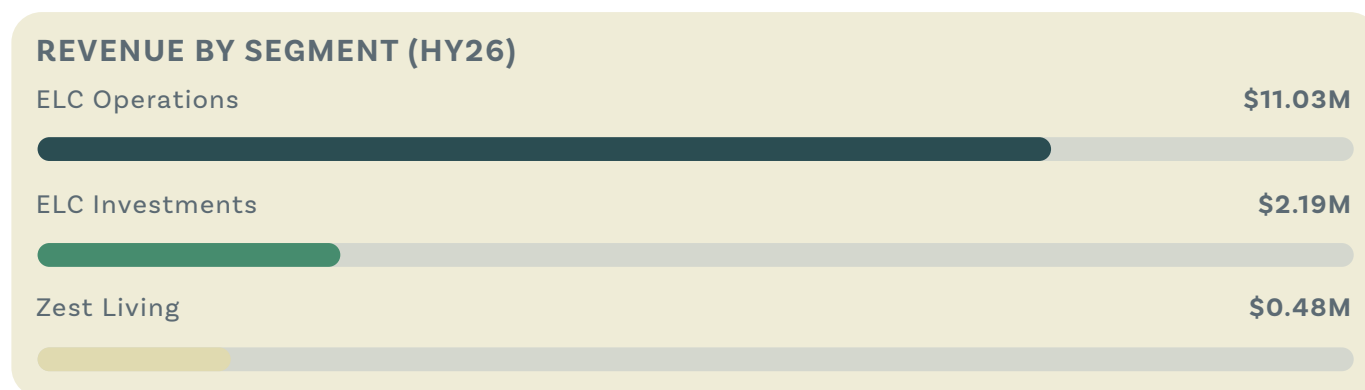
MNL Property Trust:

Owner of ELC properties developed by the Group held for long term rental income generation. At 31 Dec 2025 Kinvera held an 80.1% unitholding in the trust.

Zest Living:

Zest Living, at 31 Dec 2025, generated **\$0.5 million** (\$2.0 million HY25) revenue for the Group in the half year ended 31 Dec 2025.

Subsequent to the period end Zest Living settled the sale of the bulk of its inventory and expects settlements for FY2026 to be ahead of FY2025. Having built sales momentum over the summer selling season management continues to see solid enquiry however, is cautious in its approach due to the recent change in the broader environment leading to market expectation of interest rates and construction costs both resuming a cycle of increases.



Henry Townsing Jnr
 Chief Executive Officer
 30 April 2026

SECTION

02

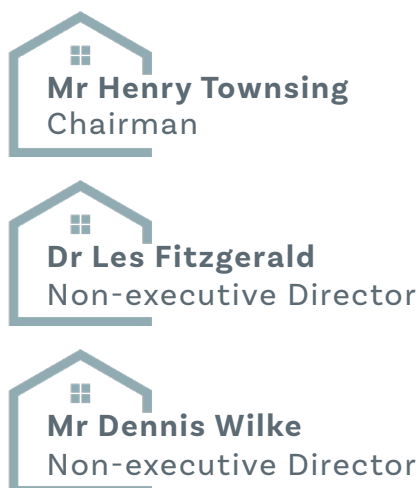
Director's Report

Director's Report

The Directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'Consolidated Entity' or 'Kinvera') consisting of Kinvera Communities Ltd (referred to hereafter as the 'Company' or 'Parent Entity') and the entities it controlled at the end of, or during, the half-year ended 31 December 2025.

DIRECTORS

The following persons were Directors of the Company during the whole of the financial half-year and up to the date of this report:



PRINCIPAL ACTIVITIES

Kinvera is a developer, owner and operator of social infrastructure communities.

REVIEW OF OPERATIONS

For the half year to 31 December 2025, Kinvera recorded a gain of **\$0.22m after tax** (HY25: \$0.62m loss after tax) with operating revenue of **\$13.98m** (HY25 \$14.57m). The ELC Operations, ELC Investment and Zest Living businesses have contributed positively to EBITDA **\$2.9m** while the Corporate segment provides the business with the platform for future growth.

Kinvera's net assets increased by **\$1m** to **\$18m** at 31 December 2025 (30 June 2025: \$17m) due to growth in assets and earnings.

SIGNIFICANT CHANGES IN STATE OF AFFAIRS

There was no other significant change in affairs of the consolidated entity during the half year to December 2025.

ROUNDING OF AMOUNTS

The Company is of a kind referred to in Corporations Instrument 2016/191, issued by the Australian Securities and Investments Commission, relating to 'rounding-off'. Amounts in this report have been rounded off in accordance with that Corporations Instrument to the nearest dollars.

AUDITOR'S INDEPENDENCE DECLARATION

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out immediately after this directors' report.

This report is made in accordance with a resolution of directors, pursuant to section 306(3)(a) of the Corporations Act 2001.

On behalf of the directors



Henry Townsing

Director

30 April 2026

Auditor's Independence Declaration



RSM Australia Partners

Level 21, 55 Collins Street Melbourne VIC 3000
PO Box 248 Collins Street West VIC 8007

T +61(0) 3 9286 8000

F +61(0) 3 9286 8199

www.rsm.com.au

AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the review of the financial report of Kinvera Communities Ltd and its controlled entities for the half year ended 31 December 2025, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

- (i) the auditor independence requirements of the Corporations Act 2001 in relation to the review; and
- (ii) any applicable code of professional conduct in relation to the review.

RSM AUSTRALIA PARTNERS

B Y CHAN
Partner

Dated: 30 April 2026

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SECTION

03

**Half Year 2026
Financial Report**

Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the half year ended 31 December 2025

	Notes	Dec 31 2025 \$	Dec 31 2024 \$
Revenue	5	13,983,969	14,569,774
Share of profits of associates	6	30,000	60,000
Net Gain of disposal of assets		-	111,000
Fair Value gain on financial instruments		54,113	51,489
Other income	7	345,119	478,857
EXPENSES			
Employee benefit expenses		(9,574,589)	(9,158,437)
Occupancy expenses		(255,089)	(570,945)
Direct expenses		(1,052,679)	(1,816,763)
Administrative expenses		(883,694)	(503,997)
Depreciation and Amortisation	8	(1,162,756)	(1,448,662)
Finance costs	8	(1,408,187)	(1,708,426)
Net loss on disposal of assets		(156,562)	-
Other expenses		(40,220)	(9,534)
Profit / (Loss) before income tax expense		(120,575)	54,356
Income tax benefit (expense)		340,241	561,525
Profit before income tax expense for the half year		219,666	615,881
OTHER COMPREHENSIVE INCOME			
<i>Items that will not be reclassified subsequently to profit or loss</i>			
Exchange difference on transacting foreign controlled entities		37,609	(12,027)
Other comprehensive income / (loss) for the half year, net of tax		37,609	(12,027)
Total comprehensive income for the half year, net of tax		257,275	603,854
Profit for the year is attributable to:			
Non-controlling interest		(96,509)	(18,430)
Owners of Kinvera Communities Ltd		316,175	634,311
		219,666	615,881
Total comprehensive income for the year is attributable to:			
Non-controlling interest		(96,509)	(18,430)
Owners of Kinvera Communities Ltd		353,784	622,284
		257,275	603,854

The Consolidated Statement of Profit or Loss and Other Comprehensive Income is to be read in conjunction with the notes to the financial statements.

Consolidated Statement of Financial Position

For the half year ended 31 December 2025

	Notes	Dec 31 2025 \$	Jun 30 2025 \$
ASSETS			
Current Assets			
Cash and cash equivalents		2,037,569	6,038
Trade and other receivables		1,534,597	1,027,649
Income tax receivable		-	2,771
Inventories		3,197,306	3,392,612
Total Current Assets		6,769,472	4,429,070
Non-current Assets			
Investment in Associate		-	2,748,751
Investment in Properties		12,140,687	11,963,813
Other Investments		89,349	92,263
Property, plant and equipment	9	29,921,953	21,362,574
Right-of-use assets		15,584,406	21,579,171
Intangibles		11,129,544	11,129,544
Other Assets		3,557,855	2,261,680
Total Non-current Assets		72,423,794	71,137,796
Total Assets		79,193,266	75,566,866
LIABILITIES			
Current Liabilities			
Trade and other payables		1,575,845	1,571,445
Employee benefit provision		2,401,626	2,694,573
Borrowing	11	20,256,609	5,542,248
Lease liabilities		1,294,036	1,583,498
Derivative financial instruments	10	186,581	153,621
Provision for income tax		74,167	-
Other liabilities		1,540,728	1,611,005
Total Current Liabilities		27,329,592	13,156,390
NON-CURRENT LIABILITIES			
Lease liabilities		16,021,987	22,237,417
Deferred tax liabilities		1,737,559	2,178,617
Borrowing	12	15,734,678	20,739,015
Other non-current liability		277,325	343,962
Total Non-current Liabilities		33,771,549	45,499,011
Total Liabilities		61,101,141	58,655,401
Net Assets		18,092,125	16,911,465
EQUITY			
Issued capital	13	35,445,047	35,445,047
Reserves		1,190,869	1,153,260
Retained earnings		(21,950,214)	(22,266,388)
Equity attributable to the owners of Kinvera Communities Ltd		14,685,702	14,331,919
Non-controlling interest		3,406,423	2,579,546
Total Equity		18,092,125	16,911,465

Consolidated Statement of Changes in Equity

For the half year ended 31 December 2025

	Issued Shares \$	Reserve \$	Accumulated Interest (restated) \$	Non- Controlling \$	Total (restated) \$
AT 1 JULY 2024	35,445,047	551,376	(5,529,442)	2,618,967	33,085,948
Profit after income tax expense for the half year, net of tax	-	-	634,311	(18,430)	615,881
Other comprehensive income for the half year, net of tax	-	(13,779)	1,752	-	(12,027)
Total comprehensive income for the half year	-	(13,779)	636,063	(18,430)	603,854
<i>Transactions with owners, in their capacity as owners</i>					
Issue of Units during the period	-	-	-	-	-
Dividend paid	-	-	-	-	-
Total transactions with owners	-	-	-	-	-
BALANCE AT 31 DECEMBER 2024	35,445,047	537,597	(4,893,379)	2,600,537	33,689,802

	Issued Shares \$	Reserve \$	Accumulated Interest \$	Non- Controlling \$	Total \$
AT 1 JULY 2025	35,445,047	1,153,260	(22,266,388)	2,579,546	16,911,465
Profit after income tax expense for the half year, net of tax	-	-	316,175	(96,509)	219,666
Other comprehensive income for the half year, net of tax	-	37,609	-	-	37,609
Total comprehensive income for the half year	-	37,609	316,175	(96,509)	257,275
<i>Transactions with owners, in their capacity as owners</i>					
Issue of Units during the period	-	-	-	953,634	953,634
Dividend paid	-	-	-	(30,249)	(30,249)
Total transactions with owners	-	-	-	923,385	923,385
BALANCE AT 31 DECEMBER 2025	35,445,047	1,190,869	(21,950,213)	3,406,422	18,092,125

The Consolidated Statement of Changes in Equity is to be read in conjunction with the notes to the financial statements. Refer to note 4 for detailed information on Restatement of comparatives.

Consolidated Statement of Cash Flows

For the half year ended 31 December 2025

Notes	Dec 31 2025 \$	Dec 31 2024 \$
CASH FLOWS FROM OPERATING ACTIVITIES		
Receipts in the course of operations inclusive of GST	15,231,736	14,300,790
Payments in the course of operations inclusive of GST	(14,518,028)	(13,194,899)
	713,709	1,105,891
Interest received	36,148	14,602
Other revenue	292,828	419,143
Interest and other finance costs paid	(1,367,180)	(928,158)
Net cash (used in) / from operating activities	(324,495)	611,478
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from security deposit	141,553	-
Deposit paid	-	(500,926)
Payments for property, plant and equipment	(8,473,255)	(3,271,472)
Proceeds on disposal of property, plant and equipment	-	111,000
Payments for investment properties	(398,467)	(533,972)
Proceeds from investment in associate	2,582,679	-
Payments for investment in associate	-	(24,712)
Proceeds from other investments	167,584	69,969
Net cash used in investing activities	(5,979,906)	(4,150,113)
CASH FLOWS FROM FINANCING ACTIVITIES		
Dividends received	-	2,914
Distribution paid to non-controlling interests	(30,249)	-
Proceeds from sale of equity investments	953,634	-
Drawdown from loan to non-related party	-	4,557
Repayment of related party loan	-	(142,660)
Drawdown of interest-bearing loan	6,256,165	1,170,000
Repayment of interest-bearing loan	(430,318)	(1,502,644)
Repayment of lease liability	(1,443,518)	(1,374,853)
Proceeds from sale of convertible notes	3,000,000	3,500,000
Net cash from financing activities	8,305,714	1,657,314
Net increase in cash and cash equivalents	2,001,313	(1,881,321)
Cash and cash equivalents at start of the half year	6,038	2,113,609
Effects of exchange rate changes on cash and cash equivalents	30,218	(5,232)
Cash and cash equivalents at end of the half year	2,037,569	227,056

The Consolidated Statement of Cashflows is to be read in conjunction with the notes to the financial statements.

SECTION

04

**Notes on the
Financial Statements**

Notes on the Financial Statements

For the half year ended 31 December 2025

1. Corporate Information

These are the financial statements of Kinvera Communities Ltd (Company) and its subsidiaries controlled at the end of, or during, the half year.

Kinvera Communities Ltd Ltd is a for-profit unlisted public company, limited by shares, incorporated and domiciled in Australia.

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

The financial statements were authorised for issue on the date of signing the attached Directors' Declaration.

2. Material accounting policy information

These general purpose financial statements for the interim half-year reporting period ended 31 December 2025 have been prepared in accordance with Australian Accounting Standard AASB 134 'Interim Financial Reporting' and the Corporations Act 2001, as appropriate for for-profit oriented entities. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 'Interim Financial Reporting'.

These general purpose financial statements do not include all the notes of the type normally included in annual financial statements. Accordingly, these financial statements are to be read in conjunction with the annual report for the year ended 30 June 2025.

The accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period, unless otherwise stated.

New or amended Accounting Standards and Interpretations adopted

The consolidated entity has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period.

Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

Going concern

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

As disclosed in the financial statements, the consolidated entity recorded current assets of \$6,769,472 (FY25: \$4,429,070) and current liabilities of \$27,329,592 (FY25: \$13,156,390) which had resulted in net current liabilities of \$20,560,120 (FY25: \$8,727,320). Short-term cash flow constraint was experienced primarily due reclassification of loans due within 12 months at balance date. Negotiations with financier is ongoing at reporting date. This provides us with flexible access to funds while we await the incoming funds. At 31 December 2025, \$2,019 (FY25 \$139,826) was drawn from the \$1.51m (FY25 \$1.25m) limit overdraft.

The Directors believe that it is reasonably foreseeable that the consolidated entity will continue as a going concern and that it is appropriate to adopt the going concern basis in the preparation of the financial report.

The consolidated entity has net tangible assets of \$6,962,581 (FY25: \$5,781,921).

3. Operating segments

Identification of reportable operating segments

The consolidated entity is organised into three key operating segments being: 'Early Learning Centres', 'Early Learning Investment' and 'Land Lease Communities'.

ELCs are characterised by well-established and mature services while Early Learning Investment's develop, own and manage the underlying Early Learning Centre properties. Newly established and yet to be mature ELCs are included in this segment. Land Lease Communities are represented by the Zest business which are establishing and developing RLLCs.

The operating segments described here in represent the manner in which the Board of Directors (who are identified as the Chief Operating Decision Makers (CODM)) together with the management team manage the consolidated entity. The management accounts are reviewed on a monthly basis and preparation of same reflect the segmentation below which are consistent with those adopted in the financial statements. There is no aggregation of operating segments.

The CODM reviews EBITDA (earnings before interest, tax, depreciation and amortisation). The accounting policies adopted for internal reporting to the CODM are consistent with those adopted in the financial statements.

Types of products and services

The principal products and services of each of these operating segments are as follows:

Segment	Type of Product & Service	Income Source
Early Learning Centres operations	Provision of long day early learning services to children between 6 weeks and 6 years old of established ELCs.	Fee income (parent & government contributed)
Early Learning investments	All other business operations relating to ELCs including: <ul style="list-style-type: none"> • ELC services in which the consolidated entity has a net investment outstanding • ELC property investments held and used for operating its Early Learning Centres • Development activity relating to ELCs 	Development profit, rental income and fee income
Land Lease Community development / operation (Zest Living)	Establishment, development and operation of land lease communities.	RLLC unit sales and lease rental income
Corporate	The Corporate segment represents the income from investments, shared expense and other non-operational items of the consolidated entity not within the core segments above.	Intersegment or intercompany transactions only

The Corporate segment represents the income from investments, shared expenses and other non-operational items of the consolidated entity not within the core segments above.

Intersegment transactions

Intersegment transactions were relating to rental charges and share service charges on handling the administrative affairs between the entities in the consolidated group. Intersegment transactions are eliminated on consolidation.

Intersegment receivables, payables and loans

Intersegment loans are initially recognised at the consideration received. Intersegment loans receivable and loans payable are not adjusted to fair value based on market interest rates. Intersegment loans are eliminated on consolidation.

Consolidated	ELC Operations \$	ELC Investments \$	Living \$	Corporate \$	31 Dec 2025 \$
REVENUE					
Sales to external customers	11,018,918	2,490,263	474,788	-	13,983,969
Intersegment sales	-	(520,678)	-	-	(520,678)
Total sales revenue	11,018,918	1,969,585	474,788	-	13,463,291
Other revenue	8,539	217,018	996	202,679	429,232
Total segment revenue	11,027,457	2,186,603	475,784	202,679	13,892,523
Intersegment eliminations					520,678
TOTAL REVENUE	11,027,457	2,186,603	475,784	202,679	14,413,201
EBITDA					
	3,049,273	497,609	(70,489)	(1,080,138)	2,396,255
Depreciation and amortisation					(1,162,756)
Fair value gain on financial instruments					54,113
Finance costs					(1,408,187)
Loss before income tax expense					(120,575)
Income tax benefit					340,241
PROFIT AFTER INCOME TAX EXPENSE					219,666

Consolidated	ELC Operations \$	ELC Investments \$	Living \$	Corporate \$	31 Dec 2024 \$
REVENUE					
Sales to external customers	11,273,227	1,293,882	2,002,665	-	14,569,774
Intersegment sales	-	317,876	-	-	317,876
Total sales revenue	11,273,227	1,611,758	2,002,665	-	14,887,650
Other revenue	10,825	591,821	1,217	97,483	701,346
Total segment revenue	11,284,052	2,203,579	2,003,882	97,483	15,588,996
Intersegment eliminations					(317,876)
TOTAL REVENUE					15,271,120
EBITDA					
	3,663,207	229,648	381,160	(1,114,060)	3,159,955
Depreciation and amortisation					(1,448,662)
Fair value gain on financial instruments					51,489
Finance costs					(1,708,426)
Profit before income tax expense					54,356
Income tax benefit					561,525
PROFIT AFTER INCOME TAX EXPENSE					615,881

Consolidated	ELC Operations \$	ELC Investments \$	Living \$	Corporate \$	31 Dec 2025 \$
ASSETS					
Segment assets	10,750,893	48,606,386	15,399,951	19,639,984	94,397,214
Intersegment eliminations					(15,203,948)
<i>Unallocated assets:</i>					
Income tax receivable					-
TOTAL ASSETS					79,193,266
LIABILITIES					
Segment liabilities	9,532,875	37,634,252	20,730,658	6,595,578	74,493,363
Intersegment eliminations					(15,203,948)
<i>Unallocated liabilities:</i>					
Provision for income tax					74,167
Deferred tax liability					1,737,559
TOTAL LIABILITIES					61,101,141

Consolidated	ELC Operations \$	ELC Investments \$	Living \$	Corporate \$	30 Jun 2025 \$
ASSETS					
Segment assets	20,325,284	41,986,819	7,504,755	19,652,864	89,469,722
Intersegment eliminations					(13,905,627)
<i>Unallocated assets:</i>					
Income tax receivable					2,771
TOTAL ASSETS					75,566,866
LIABILITIES					
Segment liabilities	24,210,585	25,737,250	19,970,824	463,752	70,382,411
Intersegment eliminations					(13,905,627)
<i>Unallocated liabilities:</i>					
Deferred tax liability					2,178,617
TOTAL LIABILITIES					58,655,401

4. Restatement of comparatives

Correction of error

During the previous financial year three of the Montessori Beginnings operations received notices from the Department of Education to recover \$102,807 due to duplicated kindergarten funding for the period November and December 2023. As this occurred in FY24, this has now been reflected in the accounts by restating the opening Retained Earnings in the statement of changes in equity in the earliest comparative period (FY 2024).

Extract Equity	2024 Reported \$	Adjustment \$	2024 Restated \$
Retained earnings	(5,426,635)	(102,807)	(5,529,443)

5. Revenue

	Notes	31 Dec 2025 \$	31 Dec 2024 \$
<i>Revenue from early education services</i>			
Rendering of services		13,487,276	12,544,675
Rental income		21,905	22,434
<i>Rental from Zest Living</i>			
Site and rental income		42,970	44,575
Sale of units		431,818	1,958,090
REVENUE		13,983,969	14,569,774

The disaggregation of revenue from contracts with customers by types of goods and services is disclosed above and the timing of revenue recognition services is over time.

6. Share of profits of associates

	Notes	31 Dec 2025 \$	31 Dec 2024 \$
Share of profit - associates		30,000	60,000
		30,000	60,000

MNL Property Trust (a subsidiary of Kinvera Communities Ltd) received share of profit from CVCV Childcare No 1 Partnership in the half year. In October 2025 MNL Property Trust acquired the Montessori Beginnings Officer property from the Partnership and sold its share in the Partnership.

7. Other income

	Notes	31 Dec 2025 \$	31 Dec 2024 \$
Interest income		14,238	46,118
Fees and incentives	i	161,982	417,000
Impairment Reversal	ii	132,722	-
Other revenue		36,177	15,739
		345,119	478,857

- i. Fees and incentives received by CVCV Childcare No. 1 Partnership and Mobe Development.
- ii. During the reporting period, the Group recognised a reversal of previously recognised impairment losses of \$132,722, reflecting recovered amounts from the Mitre Focus loan asset.

8. Expenses

	Notes	31 Dec 2025 \$	31 Dec 2024 \$
Profit before income tax includes the following specific expenses			
<i>Depreciation</i>			
Building		193,815	375,895
Leasehold improvements		-	412
Plant and equipment		57,545	23,683
TOTAL DEPRECIATION FOR PROPERTY, PLANT & EQUIPMENT		251,360	399,990
Right-of-use assets	i	911,396	1,048,672
TOTAL DEPRECIATION AND AMORTISATION		1,162,756	1,448,662
<i>Finance costs</i>			
Finance charges on financial derivative		186,957	94,640
Interest and finance charges paid / payable on borrowings interest		762,193	1,014,384
Finance charges paid / payable on lease liabilities	i	459,037	599,402
FINANCE COSTS EXPENSED		1,408,187	1,708,426

- i. Buildings right-of-use assets and Finance charges are required to be reported in accordance with “Right-of-Use” and “Lease Liability” policies of the Company.

9. Property, plant, and equipment

	Notes	31 Dec 2025 \$	30 June 2025 \$
Land and building - at valuation	i	24,159,366	16,490,727
Less Accumulated Depreciation		(193,816)	-
		23,965,550	16,490,727
Construction in progress	ii	5,438,700	4,331,158
Plant and Equipment - at cost		594,496	559,081
Less Accumulated Depreciation		(125,378)	(66,977)
		469,118	492,104
Other Fixed Assets - at cost		60,731	60,731
Less Accumulated Depreciation		(12,146)	(12,146)
		48,585	48,585
		29,921,953	21,362,574

- i. The Montessori Beginnings Officer property was purchased and settled during the financial period. All the ELC properties are disclosed at fair value (Note 14). The directors do not believe there has been a material movement in fair value since the most recent independent valuation at 30 June 2025. As the properties are tenanted by businesses in the same consolidate group the revaluation gain is included in revaluation surplus reserve.
- ii. Construction in progress includes the development of early learning centers located in Harpley and Berwick Victoria.

Reconciliations of the written down values at the beginning and end of the current financial year are set out below:

	Land and building \$	Construction in progress \$	Plant and Equipment \$	Other Fixed Assets \$	Total \$
Consolidated Balance 1 JUL 2025	16,490,727	4,331,158	492,104	48,585	21,362,574
Additions	7,668,639	-	34,559	-	7,703,198
Acquisition	-	1,107,542	-	-	1,107,542
Amortisation / Depreciation	(193,816)	-	(57,545)	-	(251,360)
BALANCE 31 DEC 2025	23,965,550	5,438,700	469,118	48,585	29,921,953

	Land and building \$	Construction in progress \$	Plant and Equipment \$	Other Fixed Assets \$	Total \$
Consolidated Balance 1 JUL 2024	10,241,560	5,119,842	211,183	112,767	15,685,353
Transfer from prior period	5,424,794	(5,424,794)	-	-	-
Additions	-	4,636,110	337,813	-	4,963,923
Disposals / Write off	-	-	(2,816)	(52,036)	(54,852)
Revaluation increments / (impairment)	1,147,972	-	-	-	1,147,972
Amortisation / Depreciation	(323,600)	-	(54,076)	(12,146)	(389,822)
BALANCE 30 JUN 2025	16,490,727	4,331,158	492,104	48,585	21,362,574

Refer to note 14 for further information on fair value measurement.

10. Derivative Financial instruments (Current)

	Notes	31 Dec 2025 \$	30 Jun 2025 \$
Convertible notes – derivative financial liability		186,581	153,621
		186,581	153,621

11. Borrowing (Current)

	Notes	31 Dec 2025 \$	30 Jun 2025 \$
Loan from financier	i	13,924,477	2,170,000
Convertible notes	ii	6,332,132	3,372,248
		20,256,609	5,542,248

- i. Loans from financiers, funding various property acquisitions on market terms and conditions. The increase in financier loans classified as current at 31 December 2025 primarily reflects loans that were contractually due within 12 months at balance date. Negotiations with financiers regarding refinancing or extension of these facilities were ongoing at the reporting date and had not been finalised. Accordingly, the loans have been appropriately classified as current in accordance with accounting standards.
- ii. During the half-year, the Group issued additional convertible notes with face value of \$3 million (HY24: \$3.5 million). The notes bear interest at 8% per annum and are convertible into ordinary shares at the option of the holder subject to agreed conversion terms.

12. Borrowing (Non-Current)

	Notes	31 Dec 2025 \$	30 Jun 2025 \$
Loan from financiers		15,734,678	20,739,015
		15,734,678	20,739,015

Total secured liabilities:

The total secured liabilities (current and non-current) are as follows:

	Notes	31 Dec 2025 \$	30 Jun 2025 \$
Financier Loans current	11	20,256,609	5,542,248
Financier Loans non-current (above)		15,734,678	20,739,015
		35,991,287	26,281,263

Assets pledged as security

Financier loans are secured by first mortgage over the consolidated entity's land and buildings.

Financing arrangements

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

	Notes	31 Dec 2025 \$	30 Jun 2025 \$
Financial arrangements			
Financier loans		32,728,111	26,775,000
Convertible Notes		6,332,132	3,372,248
Used at the reporting date			
Financier loans		29,659,155	22,909,015
Convertible Notes		6,332,132	3,372,248
Unused at the reporting date			
Financier loans		3,068,956	3,865,985
Convertible Notes		-	-

13. Issued Capital

	31 Dec 2025 No of shares	31 Dec 2025 \$	30 June 2025 No of shares	30 June 2025 \$
Ordinary shares - fully paid	180,011,354	35,445,047	180,011,354	35,445,047

There were no movements in ordinary share capital during the current financial half-year.

No dividends paid, recommended or declared during the current or previous financial half year.

14. Fair value measurement

Fair value hierarchy

The following tables detail the consolidated entity's assets and liabilities, measured or disclosed at fair value, using a 3-level hierarchy, based on the lowest level of input that is significant to the entire fair value measurement, being:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly

Level 3: Unobservable inputs for the asset or liability

Consolidated - 31 DEC 2025	Level 1 \$	Level 2 \$	Level 3 \$	Total \$
ASSETS				
Investment in associate	-	-	-	-
Land and buildings	-	-	23,965,550	23,965,550
Investment properties	-	12,140,687	-	12,140,687
Total assets	-	12,140,687	23,965,550	36,106,237
LIABILITIES				
Derivative financial instruments	-	186,581	-	186,581
Total liabilities	-	186,581	-	186,581

Consolidated - 30 JUN 2025	Level 1 \$	Level 2 \$	Level 3 \$	Total \$
ASSETS				
Investment in associate	-	-	2,748,751	2,748,751
Land and buildings	-	-	16,490,727	16,490,727
Investment properties	-	11,307,388	-	11,307,388
Total assets	-	11,307,388	19,239,478	30,546,866
LIABILITIES				
Derivative financial instruments	-	153,631	-	153,631
Total liabilities	-	153,631	-	153,631

During the half year ended 31 December 2025, the Group recognised an additional derivative financial liability, Convertible Notes, measured at fair value through profit and loss. Assets and liabilities held for sale are measured at fair value on a non-recurring basis.

There were no transfers between levels during the financial half-year.

The carrying amounts of trade and other receivables and trade and other payables are assumed to approximate their fair values due to their short-term nature.

Valuation techniques for fair value measurements categorised within level 2 and level 3

The basis of the valuation of land and buildings is fair value. The land and buildings were last revalued based on independent assessments by a member of the Australian Property Institute having recent experience in the location and category of land and buildings being valued. The directors do not believe that there has been a material movement in fair value since the revaluation date. Valuations are based on current prices for similar properties in the same location and condition.

Derivative financial instruments have been valued using quoted market rates. This valuation technique maximises the use of observable market data where it is available and relies as little as possible on entity specific estimates.

Level 3 assets and liabilities

Movements in level 3 assets and liabilities during the current financial year are set out below:

Consolidated	Investment in associate \$	Land and buildings \$	Total \$
Balance at 1 JUL 2025	2,748,751	16,490,727	19,239,478
Additions	-	7,668,639	7,668,639
Sale of Investment	(2,748,751)	-	(2,748,751)
Gains recognised in other comprehensive income	-	-	-
Net losses recognised through profit or loss	-	(193,816)	(193,816)
BALANCE AT 31 DEC 2025	-	23,965,550	23,965,550

Consolidated	Investment in associate \$	Land and buildings \$	Total \$
Balance at 1 JUL 2024	2,705,960	10,241,561	12,947,521
Additions	-	5,424,797	5,424,797
Gains recognised in other comprehensive income	-	980,521	980,521
Net losses recognised through profit or loss	42,791	(156,149)	(113,358)
BALANCE AT 30 JUN 2025	2,748,751	16,490,727	19,239,478

The level 1 assets and liabilities unobservable inputs and sensitivity are as follows:

Description	Unobservable inputs	Range (weighted average)	Sensitivity
Land and buildings	Rental yield	5.00% - 6.5% (6.14%) (Represented by a multiplier of 15.4 - 20.0 (16.3))	A change of +/-0.25% of the capitalization yield would increase / decrease fair value by \$1,085,557

15. Contingent Liabilities

During the financial half-year no provision has been provided within these financial statements as contingent.

The consolidated entity has used bank guarantees to landlords to the value of \$670,230 as at 31 December 2025 (HY25: \$468,186).

16. Events after the reporting period

No other matter or circumstance has arisen since 31 December 2025 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

SECTION

05

Directors' Declaration

Directors' Declaration

In the Directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, Australian Accounting Standard AASB 134 'Interim Financial Reporting', the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- The attached financial statements and notes give a true and fair view of the consolidated entity's financial position as at 31 December 2025 and of its performance for the financial half-year ended on that date; and
- There are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of directors made pursuant to section 303(5)(a) of the Corporations Act 2001.

On behalf of the directors



Henry Townsing

Director

30 April 2026

SECTION

06

**Independent
Auditor's Report**

Independent Auditor's Report



RSM Australia Partners

Level 21, 55 Collins Street Melbourne VIC 3000
PO Box 248 Collins Street West VIC 8007

T +61(0) 3 9286 8000

F +61(0) 3 9286 8199

www.rsm.com.au

INDEPENDENT AUDITOR'S REVIEW REPORT To the Members of Kinvera Communities Ltd

Conclusion

We have reviewed the accompanying half-year financial report of Kinvera Communities Ltd and its controlled entities which comprises the consolidated statement of financial position as at 31 December 2025, the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the half-year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration of the consolidated entity comprising the company and the entities it controlled at the half-year end or from time to time during the half-year.

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Kinvera Communities Ltd and its controlled entities is not in accordance with the *Corporations Act 2001* including:

- (a) giving a true and fair view of the consolidated entity's financial position as at 31 December 2025 and of its performance for the half-year ended on that date; and
- (b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and *Corporations Regulations 2001*.

Basis for Conclusion

We conducted our review in accordance with ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the Auditor's Responsibilities for the Review 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 annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of Kinvera Communities Ltd and its controlled entities, would be in the same terms if given to the directors as at the time of this auditor's report.

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Responsibility of the Directors' for the Financial Report

The directors of the Kinvera Communities Ltd and its controlled entities are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the half-year financial report that is free from material misstatement, whether due to fraud or error.

Auditor's Responsibility for the Review of the Financial Report

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the consolidated entity's financial position as at 31 December 2025 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

RSM AUSTRALIA PARTNERS

B Y CHAN
Partner

Dated: 30 April 2026

SECTION

07

Corporate Directory

Corporate Directory

Board of Directors

Henry Townsing
Chairman
Non-Executive Director

Dr Les Fitzgerald
Non-Executive Director

Dennis Wilkie
Non-Executive Director

Heidi Chan
Company Secretary

Registered Office

Suite 2401,
70 Dorcas Street,
Southbank
VIC 3006

T: 61 3 9828 0500
E: general@kinvera.com.au

Auditor

RSM Australia

Level 27, 120 Collins Street West
Melbourne
VIC 3000

T: 61 3 9286 8038
F: 61 3 9286 8199

Legal

K&L Gates

525 Collins Street,
Melbourne
VIC 3000

Share Registry

Registry Direct Limited

PO Box 18366
Collins Street East
Melbourne
VIC 8003

T: 1300 55 66 35 (within Australia)
T: 61 3 9909 9909 (outside of Australia)
F: 61 3 9111 5652

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