

HUDSON
INVESTMENT GROUP



ANNUAL REPORT
2025

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CORPORATE DIRECTORY

Hudson Investment Group Limited

ACN 004 683 729
ABN 25 004 683 729

Registered and Corporate Office

Level 5
52 Phillip Street
Sydney NSW 2000
Australia
Telephone: +61 2 9251 7177
Fax: +61 2 9251 7500
Email: corporate@higl.com.au
Website: www.higl.com.au

Auditors

K.S. Black & Co
Level 1
251 Elizabeth Street
Sydney NSW 2000
Telephone: +61 2 8839 3000

Lawyers

Piper Alderman
Level 23, Governor Macquarie Tower
1 Farrer Place
Sydney NSW 2000
Telephone: +61 2 9253 9999

Bankers

St George Bank Limited
Level 14, 182 George St
Sydney NSW 2000
Telephone: +61 2 9236 2230

Commonwealth Bank of Australia
Corporate Financial Services
Business & Private Banking
Level 9, Darling Park 1
201 Sussex Street
Sydney NSW 2000
Telephone: +61 2 9118 7031

Board of Directors

John W Farey (Non-Executive Chairman)
Alan Beasley (Managing Director)
Wei Huang (Executive Director)
John J Foley
Pin Chua
Warren Wen-Shih Choo

Joint Company Secretaries

Henry Kinstlinger
Mona Esapournoori

Chief Financial Officer

Francis Choy

Risk & Compliance

Allan Scadden

Share Registry

Hudson Asset Management Pty Limited
Level 5
52 Phillip Street
Sydney NSW 2000
Australia
Telephone: +61 2 9251 7177
Fax: +61 2 9251 7500

This financial report covers the Consolidated Entity consisting of Hudson Investment Group Limited and its controlled entities.

Hudson Investment Group Limited is a company limited by shares, incorporated and domiciled in Australia.

REVIEW OF OPERATIONS

ABOUT HUDSON INVESTMENT GROUP LTD

Hudson Investment Group Ltd (**HGL**) is an Australian Public Company focusing on industrial, residential and commercial property development, and currently owns the following properties:

- Unit 2, 171-175 Sparks Road, Halloran, New South Wales
- 59 Mountain Road, Halloran, New South Wales (both collectively the **Warnervale Properties**);
- 47 Brookes Street, Bowen Hills, Queensland; and
- 41-43 Brookes Street, Bowen Hills Queensland (both collectively the **Bowen Hills Properties**); and

CORPORATE HIGHLIGHTS

- HGL wholly owned subsidiary, Hudson Regent Development Pty Ltd completed the Contract of Sale for 43 Regent Street, Woolloongabba QLD with purchase price of \$4 million. All funds were received in the year.
- HGL has increased lease income and a long-term tenant for Unit 2, 171-175 Sparks Road, Halloran New South Wales.
- Exploring potential Residential Development Application (**DA**) for the Bowen Hills QLD properties in addition to the mix use DA, approved in 2021, to provide the Company with additional options with regard to the best use development of the property.

WARNERVALE PROPERTY

- Bunnings Frame and Truss business has leased the Warnervale site for over 20 years. Bunnings have a strong reputation in the construction industry and there are plans to expand operations. HGL has sufficient additional land to satisfy Bunnings growth ambitions



Warnervale Property – industrial land



BOWEN HILLS PROPERTIES

- The site is located in Brisbane CBD fringe suburb of Bowen Hills
- In April 2021, DA for a 24-storey mixed use building was approved by the Minister for Economic Development Queensland (EDQ). HGL is currently exploring potential Residential DA in addition to the approved mix use DA to provide further opportunities and options for development.
- Land size – 2,022m²
- Brookes Street frontage – 40.2 meters approximately
- Exhibition Street – 40.2 meters approximately



Conceptual Commercial Design

COMPANY FOCUS

HGL remains focused on assessing the highest and best use for its current property portfolio, to optimise cashflow, reduce costs, take advantage of opportunities to strengthen its strategic positioning for future growth and enhanced returns to shareholders.

DIRECTORS' REPORT

Your Directors present their report together with the financial statements on the consolidated entity (referred to hereafter as the **Group**) consisting of Hudson Investment Group Limited (the **Company**) and the entities it controlled at the end of or during the year ended 31 December 2025.

- Principal activities** The principal activities of the Group during the financial year were investment and development of properties in Australia.
- Operating results** The consolidated net profit after tax for the financial year ended 31 December 2025 was \$1.77 million compared to a net loss after tax of \$3.76 million for the previous corresponding financial year.
Total Shareholders' Funds as at 31 December 2025 were \$21.1 million (2024: \$19.37 million) and the Net Asset Value per share is 35.6 cents (2024: 32.6 cents).
- Review of Operations** Information on the operations of the Group and its business strategies and prospects is disclosed in the Review of Operations contained on pages 4 to 5 of this Annual Report.
- Dividends** The Directors of the Company do not recommend that any amount be paid by way of dividend (2024: nil).
- Meetings of Directors** The number of Directors' Meetings and Directors' Committee Meetings held, and the number of these meetings attended by each of the directors of the Company during the financial year were:

Director	Directors Meetings	
	Attended	Held Whilst in Office
J Farey	7	8
A Beasley	8	8
Wei Huang	6	8
J Foley	8	8
Dr Cheng	3	3
Fong Han*		
Pin Chua	8	8
Warren Choo*	5	5

* Dr Han resigned as director on 24 March 2025

* Warren Choo appointed as director on 24 March 2025

INFORMATION ON DIRECTORS AND MANAGEMENT**DIRECTORS**

The following persons held office as Directors of the Company at any time during or since the end of the financial year:

John W Farey	Non-Executive Chairman	
Alan P Beasley	Managing Director	
Wei Huang	Executive Director	
John J Foley	Non-Executive Director	
Pin Chua	Non-Executive Director	
Warren Choo	Non-Executive Director	Appointed 24 March 2025
Dr Cheng Fong Han	Non-Executive Director	Resigned 24 March 2025

All Directors have been in office since the commencement of the financial year unless otherwise stated.

John Farey, B. Com, FAIM, FAICD**Non-Executive Chairman - appointed on 1 February 2002**

Experience and Expertise	John W Farey has over 45 years' experience in financial services including merchant and investment banking.
Other Current Directorships of Listed Companies	Nil
Former Directorships in the Last Three Years of Listed Companies	Nil
Special Responsibilities	Chairman of the Board Member of the Audit Committee
Interests in Shares and Options	Direct interest in 1,000 shares Indirect interest in 6,849,561 shares

Alan Beasley, B.Ec, CPA, FGIA, FAICD**Managing Director - appointed on 19 January 2015**

Experience and Expertise	Mr Beasley is an Executive Director and former Director of a number of publicly listed and unlisted companies. Mr Beasley was educated at the University of New England (BEc) and Stanford Graduate Business School, USA.
Other Current Directorships of Listed Companies	Epsilon Healthcare Limited (ASX: EPN)
Former Directorships in the Last Three Years of Listed Companies	Nil
Special Responsibilities	Managing Director Member of the Audit Committee
Interests in Shares and Options	Direct Interest – Nil Indirect Interest – 160,000 shares

Wei Huang, B.Ec, MComm
Executive Director - appointed on 4 June 2019

Experience and Expertise	Wei Huang graduated with Bachelor of Economics from Macquarie University and a Master of Commerce from the University of New South Wales. He is a member of CPA Australia and has experience in financial control, new business start-ups and development within the textile, retail, financial services, construction and mining sectors in Australia and internationally.
Other Current Directorships of Listed Companies	Nil
Former Directorships in the Last Three Years of Listed Companies	Nil
Special Responsibilities	Member of the Audit Committee
Interests in Shares and Options	Direct interest – Nil Indirect interest in 6,000,000 shares

John Foley BD., LL.B., B.L. (Dub), KHS., F.A.I.C.D.
Non-Executive Director - appointed on 6 August 2014

Experience and Expertise	Mr Foley has wide-ranging experience in resources, industrial, manufacturing, legal, financial and investment related industries. His commercial and legal background provides knowledge and experience to the Company.
Other Current Directorships of Listed Companies	Citigold Corporation Limited
Former Directorships in the Last Three Years of Listed Companies	Nil
Special Responsibilities	Member of Audit Committee
Interests in Shares and Options	Direct Interest – Nil Indirect Interest - Nil

Mr Warren Wen-Shih Choo BSc.
Non-Executive Director– appointed on 24 March 2025

Experience and Expertise	Mr Choo currently serves as Director of Tridex Pte Ltd. Mr Choo has a background in engineering.
Other Current Directorships of Listed Companies	Nil
Former Directorships in the Last Three Years of Listed Companies	Nil
Special Responsibilities	Nil
Interests in Shares and Options	Direct Interest – Nil Indirect Interest - Nil

Mr Pin Chua BBA**Non-Executive Director - appointed on 27 September 2022**

Experience and Expertise	Mr. Chua previously held positions as senior manager in corporate, investment and enterprise banking in Singapore, Malaysia, and Indonesia and has the experience, expertise, and knowledge to contribute to the Company.
Other Current Directorships of Listed Companies	Nil
Former Directorships in the Last Three Years of Listed Companies	Nil
Special Responsibilities	Nil
Interests in Shares and Options	Direct Interest – Nil Indirect Interest - Nil

Dr Cheng Fong Han BSc. PhD.**Non-Executive Director - appointed on 1 June 2017, resigned 24 March 2025**

Experience and Expertise	Dr Han is the current Executive Chairman of Hua Xia International Investments Ltd. He has previously held appointments as Group CEO and Managing Director of Fraser and Neave Limited and DBS Land Limited, Deputy Managing Director of Petrochemical Corporation of Singapore, and Chairman of Australand Holdings Ltd (1996-2000). Dr Han has also served as Permanent Secretary to the Ministry of Manpower (Singapore) (1978-1984).
Other Current Directorships of Listed Companies	Nil
Former Directorships in the Last Three Years of Listed Companies	Nil
Special Responsibilities	Member of the Audit Committee
Interests in Shares and Options	Direct Interest – Nil Indirect Interest - Nil

MANAGEMENT**Mona Esapournoori****Joint Company Secretary – appointed 5 June 2018**

Experience and Expertise	Mona Esapournoori holds a Bachelor of Law from Western Sydney University. She is admitted as a solicitor with the Law Society of New South Wales.
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Francis Choy MCom MBA FCPA (HK) FCPA CA**Chief Financial Officer**

Experience and Expertise	Francis Choy has held a number of senior positions in corporate financial management roles throughout Australia and South East Asia. He has extensive experience in project finance, compliance, acquisition and investment appraisals. He has been involved in project finance, financial management of property development and telecommunication projects in South East Asia. He held senior financial roles for numerous public listed companies both in Hong Kong and Australia.
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LIKELY DEVELOPMENTS

Information on likely developments in the operations of the Group, known at the date of this report has been covered generally within the report. In the opinion of the Directors providing further information would prejudice the interests of the Group.

RISK MANAGEMENT

The Board is responsible for ensuring that risks, and also opportunities, are identified on a timely basis and that activities are aligned with the risks and opportunities identified by the Board.

The Company believes that it is crucial for all Board members to be a part of this process, and as such the Board has not established a separate risk management committee.

The Board has a number of mechanisms in place to ensure that management's objectives and activities are aligned with the risks identified by the Board. These include the following:

- Board approval of a strategic plan, which encompasses strategy statements designed to meet stakeholders' needs and manage business risk.
- Implementation of Board approved operating plans and budgets and Board monitoring of progress against these budgets.

MATTERS SUBSEQUENT TO BALANCE DATE

On 7 May 2026, at a shareholder meeting of the Company, the shareholders approved the sale of 100% shareholding in its wholly owned subsidiary, Hudson Bowen Hills Pty Limited to Bowen Holdings Pty Limited, a company associated with Mr Wei Huang, an Executive director of the Company.

The purchase price was \$5.8 million payable over a 12 month period up to 7 May 2027. The initial deposit has been paid to the Company with further second deposit amount to be received shortly. In six months time a further payment is due to be paid to the Company bringing the payment total to 50% of the sales price with the remaining 50% to be paid by 7 May 2027.

Until all monies are received the Company retains control over the 100% shareholding in Hudson Bowen Hills Pty Limited.

At the date of this report there are no other matters or circumstances that have arisen since 31 December 2025 that have significantly affected or may significantly affect:

- The operations, in financial years subsequent to 31 December 2025 of the Group;
- The results of those operations; or
- The state of affairs, in financial years subsequent to 31 December 2025 of the Group.

ENVIRONMENTAL REGULATIONS

There has been no breach of environmental regulations during the financial year or in the period subsequent to the end of the financial year and up to the date of this report.

The Company aims to ensure that the highest standard of environmental care is achieved, and that it complies with all relevant environmental legislation. The Directors are mindful of the regulatory regime in relation to the impact of the Company's activities on the environment.

To the best of the Directors' knowledge, the Group has adequate systems in place to ensure compliance with the requirements of all environmental legislation described above and is not aware of any breach of those requirements during the financial year and up to the date of the Directors' Report.

DIRECTORS' INTEREST

The relevant interest of each Director in the share capital of the Company as shown in the Register of Directors' Shareholdings as at the date of this report is:

Directors' Interest in shares and options of the Company and related bodies corporate

Ordinary Shares (Number)	Direct Interest	Indirect Interest	Employee Share Plan	Options
Director				
John Farey	1,000	6,849,561	-	-
Alan Beasley	-	160,000	-	-
Wei Huang	-	6,000,000	-	-
John J Foley	-	-	-	-
Warren Choo	-	-	-	-
Pin Chua	-	-	-	-

Please refer to Note 23 of the financial statements for details.

SHARES UNDER OPTION

No options over issued shares or interests in the Company were granted during or since the end of the financial year and there were no options outstanding at the date of this report.

LOANS TO DIRECTORS AND OTHER KEY MANAGEMENT PERSONNEL

No loans were made to Directors or specified Executives of the Company and the Group under the Employee Share Plan during the financial year. Please refer to Note 23 for details.

DIRECTORS' AND OFFICERS' INDEMNITIES AND INSURANCE

During the financial year the Company paid an insurance premium, insuring the Company's Directors, (as named in this report), Company Secretary, Executive officers and employees against liabilities not prohibited from insurance by the *Corporations Act 2001*.

A confidentiality clause in the insurance contract prohibits disclosure of the amount of the premium and the nature of insured liabilities.

PROCEEDINGS ON BEHALF OF THE COMPANY

Other than the matter referred to in the Directors' Report no person has applied to the Court under Section 237 of the *Corporations Act 2001* for leave to bring proceedings on behalf of the Company, or to intervene in any proceedings to which the Company is a party for the purposes of taking responsibility on behalf of the Company for all or part of those proceedings.

No proceedings have been brought or intervened in or on behalf of the Company with leave of the Court under Section 237 of the *Corporations Act 2001*.

ROUNDING OF AMOUNTS

The Company is of a kind referred to in Class Order 98/0100, issued by the Australian Securities & Investments Commission, relating to the "rounding off" of amounts in the Directors' Report. Amounts in the Directors' Report have been rounded off in accordance with that Class Order to the nearest thousand dollars, or in certain cases, to the nearest dollar.

AUDITOR'S INDEPENDENCE DECLARATION

The Auditor's Independence Declaration as required under Section 307C of the *Corporations Act 2001* has been received and is set out on page 13.

NON-AUDIT SERVICES

The Company may decide to employ the auditor on assignments additional to their statutory audit duties where the auditor's expertise and experience with the Group are important.

Details of the amounts paid or payable to the auditor K.S. Black & Co for audit and non-audit services provided during the year are set out below.

The Board of Directors has considered the position and, in accordance with advice received from the audit committee, is satisfied that the provision of the non-audit services is compatible with the general standard of independence for auditors imposed by the *Corporations Act 2001*.

The directors are satisfied that the provision of non-audit services by the auditor, as set out below, did not compromise the auditor's independence requirements of the *Corporations Act 2001* for the following reasons:

- all non-audit services have been reviewed by the audit committee to ensure they do not impact the impartiality and objectivity of the auditor.
- none of the services undermine the general principles relating to auditor independence as set out in APES 110 *Code of Ethics for Professional Accountants*.

AUDITOR'S REMUNERATION

During the year the following fees were paid or payable for services provided by the Auditor of the parent entity, its related practices and non-related audit firms:

	Consolidated	
	2025	2024
	\$	\$
Audit services:		
Amounts paid or payable to auditors for audit and review of the financial report for the parent entity or any entity in the Group		
Review services fee	10,995	10,995
Audit service fee	24,995	18,345
Taxation and other advisory services:		
Amounts paid or payable to the Auditors for non-audit services for the parent entity or any entity in the Group		
Taxation services	3,775	3,595
Advisory services	-	-
Total	39,765	32,935

AUDITOR

K.S. Black & Co continues in office in accordance with Section 327 of the *Corporations Act 2001*.

This Directors' Report, incorporating the Remuneration Report, is signed in accordance with a Resolution of the Board of Directors.

Alan Beasley
Managing Director

Wei Huang
Executive Director

Signed at Sydney
28 April 2026

AUDITOR'S INDEPENDENCE DECLARATION

Level 1
251 Elizabeth Street
SYDNEY NSW 2000

75 Lyons Road
DRUMMOYNE NSW 2047

K.S. Black & Co.

ABN 48 117 620 556

20 Grose Street
NORTH PARRAMATTA NSW 2151

PO Box 2210
NORTH PARRAMATTA NSW 1750

Auditor's Independence Declaration

To the Directors of Hudson Investment Group Limited

As lead auditor for the audit of Hudson Investment Group Limited and its subsidiaries for the year ended 31 December 2025, I declare that, 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; and
- b) no contraventions of any applicable code of professional conduct in relation to the audit.

KS Black & Co
Chartered Accountants



Phillip Jones - Partner

Dated:

**CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER
COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2025**

	Notes	Consolidated	
		2025	2024
		\$'000	\$'000
Revenue	4	1,514	1,498
Cost of services		(498)	(492)
Other income and expenses	5	2,425	(3,066)
Cost of providing services and administration expenses	6	(1,060)	(896)
Finance income	6	129	87
Finance expenses	6	(735)	(899)
PROFIT / (LOSS) BEFORE INCOME TAX		1,775	(3,768)
Income tax	7	-	-
PROFIT / (LOSS) AFTER TAX		1,775	(3,768)
OTHER COMPREHENSIVE INCOME			
Other comprehensive income		-	-
Tax expenses		-	-
Other comprehensive income after tax		-	-
Total comprehensive income		1,775	(3,768)
Profit attributable to non-controlling interests		-	-
TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO MEMBERS OF THE PARENT ENTITY		1,775	(3,768)
Earnings per shares			
		Cents	Cents
Basic earnings per share (cents)	16	2.99	(6.35)
Diluted earnings per share (cents)	16	2.99	(6.35)

The above Statement should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 31 DECEMBER 2025

		Consolidated	
	Notes	2025	2024
		\$'000	\$'000
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents	8	2,240	616
Trade and other receivables	9	(115)	(129)
Other current assets	10	123	137
TOTAL CURRENT ASSETS		2,248	624
NON-CURRENT ASSETS			
Investment properties	11	31,381	31,314
TOTAL NON-CURRENT ASSETS		31,381	31,314
TOTAL ASSETS		33,629	31,938
LIABILITIES			
CURRENT LIABILITIES			
Trade and other payables	12	235	267
Accrued payable and provision		40	68
Financial liabilities	13	12,200	4,200
TOTAL CURRENT LIABILITIES		12,475	4,535
NON-CURRENT LIABILITIES			
Accrued payable and provision		7	31
Financial liabilities	13	-	8,000
TOTAL NON-CURRENT LIABILITIES		7	8,031
TOTAL LIABILITIES		12,482	12,566
NET ASSETS		21,147	19,372
EQUITY			
Issued Capital	14	63,397	63,397
Reserves	15	5,261	5,261
Accumulated losses	15	(47,511)	(49,286)
Total equity attributable to equity holders of the parent entity		21,147	19,372
Non-controlling interest		-	-
TOTAL EQUITY		21,147	19,372

The above Statement should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2025

Consolidated	Notes	Issued Capital	Reserves	Accumulated Losses	Total Equity
		\$'000	\$'000	\$'000	\$'000
Balance at 1 January 2025	14	63,397	5,261	(49,286)	19,372
Share issued		-	-	-	-
Share issuing costs		-	-	-	-
Profit / (loss) for the year		-	-	1,775	1,775
Balance at 31 December 2025	14	63,397	5,261	(47,511)	21,147
Balance at 1 January 2024		63,397	5,261	(45,518)	23,140
Share issued		-	-	-	-
Share issuing costs		-	-	-	-
Profit / (loss) for the year		-	-	(3,768)	(3,768)
Balance at 31 December 2024	14	63,397	5,261	(49,286)	19,372

The above Statement should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF CASHFLOWS
FOR THE YEAR ENDED 31 DECEMBER 2025

	Notes	Consolidated	
		2025	2024
		\$'000	\$'000
Cash flows from operating activities			
Receipts from customers		1,502	1,505
Payments to suppliers, employees and service providers		(1,598)	(1,305)
Interest received		128	87
Interest paid		(737)	(840)
Net cash (used in) / provided by operating activities	18	(705)	(553)
Cash flows from investing activities			
Proceed from sale of properties		-	4,000
Payments for investment properties improvements		(67)	(109)
Repayment from / (Advance to) other entities – vendor finance		2,396	(2,396)
Net cash provided by / (used in) investing activities		2,329	1,495
Cash flows from financing activities			
Proceeds from issuing share		-	-
Share issuing cost		-	-
Bank borrowings		-	(925)
Net cash (used in) / provided by financing activities		-	(925)
Net increase / (decrease) in cash and cash equivalents		1,624	17
Cash and cash equivalents at the beginning of the year		616	599
Cash and cash equivalents at the end of the year	8	2,240	616

The above Statement should be read in conjunction with the accompanying notes.

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2025

1. CORPORATE INFORMATION

The consolidated financial statements and notes of the Company for the year ended 31 December 2025 were authorised for issue in accordance with a resolution of the directors and covers Hudson Investment Group Limited (the **Company**) as the parent entity as well as the group consisting of Hudson Investment Group Limited and its subsidiaries as required by the *Corporations Act 2001* (the **Group**).

The consolidated financial statements and notes are presented in Australian currency.

Hudson Investment Group Limited is a public company limited by shares incorporated in Australia whose shares were listed on the Australian Securities Exchange until July 2025.

2. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

a. Basis of preparation

This general-purpose financial report has been prepared in accordance with Australian Accounting Standards, Australian Accounting Interpretations, other authoritative pronouncements of the Australian Accountancy Standards Board and the *Corporations Act 2001*.

Statement of Compliance

Australian Accounting Standards ('**AASBs**') include Australian equivalents to International Financial Reporting Standards (**AIFRS**). Compliance with AIFRS ensures that the financial report of Hudson Investment Group Limited also complies with International Financial Reporting Standards.

Critical accounting estimates and judgements

Details of critical accounting estimates and assumptions about the future made by management at reporting date are set out below:

- Impairment of assets

The Company assesses impairment at each reporting date by evaluating conditions specific to the Group that may lead to impairment of assets. Where an impairment trigger exists, the recoverable amount of the asset is determined. Calculations performed in assessing recoverable amounts incorporate a number of key estimates.

- Fair value of Investment Property (Note 11)

Critical judgements

Management have made the following judgements when applying the Group's accounting policies:

- Recognition of deferred tax assets

In line with the Group's accounting policy (Note 2f) and as disclosed in Note 7, deferred tax assets have not been recognised.

Going Concern

The financial report has been prepared on a going concern basis, which contemplates the continuity of normal business activities and the realisation of assets and settlement of liabilities in the ordinary course of business.

2. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES continued

For the year ended 31 December 2025, the Group incurred a profit after income tax of \$1.775 million as at that date, the Group had net current liabilities of \$10.227 million, including current borrowings of approximately \$12.2 million. The Group's banking facilities are subject to ongoing review and renewal by the Group's financiers and, as at the date of this report, the Group has not entered into formal refinancing agreements extending these facilities beyond their current maturity dates.

The directors have prepared cash flow forecasts for a period of at least 12 months from the date of signing this financial report. In preparing these forecasts, the directors have assumed:

- the continued support of the Group's existing financiers and the renewal and/or refinancing of current banking facilities;
- continued financial support from related parties and associated entities where required;
- the continued realisation of cash flows from property operations and other strategic activities; and
- the Group's ability to manage discretionary expenditure and capital commitments.

The directors note that the Group has historically maintained ongoing banking relationships and financing support and continues to actively engage with its financiers regarding the renewal and refinancing of existing facilities.

Notwithstanding the above, the Group's ability to continue as a going concern is dependent upon:

- the successful renewal or refinancing of existing debt facilities;
- the continued support of financiers and related parties; and
- the Group generating sufficient future cash flows from operations and strategic activities.

These conditions indicate the existence of a material uncertainty that may cast significant doubt upon the Group's ability to continue as a going concern and therefore whether the Group will realise its assets and discharge its liabilities in the ordinary course of business.

The directors believe that the Group will be successful in achieving the above matters and accordingly have prepared the financial report on a going concern basis.

The financial report does not include any adjustments relating to the recoverability and classification of recorded asset amounts, nor to the amounts and classification of liabilities, that may be necessary should the Group be unable to continue as a going concern.

The directors believe the Company will be able to pay its debts as and when they fall due and to fund near term anticipated activities.

Recognition of deferred tax assets

In line with the Group's accounting policy (Note 2f) and as disclosed in Note 7, deferred tax assets have not been recognised.

Historical cost convention

These financial statements have been prepared on an accruals basis and are based on the historical cost convention except for where noted in these accounting policies.

Material accounting policies adopted in the preparation of these financial statements are presented below and have been consistently applied unless otherwise stated.

ASIC Class Order 98/100

The Company is of a kind referred to in ASIC Class Order 98/100, issued by the Australian Securities and Investments Commission, relating to the 'rounding off' of amounts in the financial report. Amounts in the financial report have been rounded off in accordance with that Class Order to the nearest thousand dollars, or in certain cases, the nearest dollar.

2. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES continued

b. Principles of consolidation

Subsidiaries

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Hudson Investment Group Limited (“**the parent entity**”) as at the reporting date and the results of all subsidiaries for the year then ended. Hudson Investment Group Limited and its subsidiaries together are referred to in this financial report as the Group.

Subsidiaries are all those entities over which the Group has the power to govern the financial and operating policies so as to obtain benefits from the entity’s activities, generally accompanying a shareholding of more than one-half of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group controls another entity.

Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that control ceases. The financial performance of those entities is included only for the period of the year that they were controlled.

The purchase method of accounting is used to account for the acquisition of subsidiaries by the Group.

Intercompany transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Minority interests in the results and equity of subsidiaries are shown separately in the consolidated Statement of Profit or Loss and Other Comprehensive Income and Statement of Financial Position respectively.

Investments in subsidiaries are accounted for at cost in the individual financial statements of Hudson Investment Group Limited.

c. Segment reporting

A business segment is a group of assets and operations engaged in providing products or services that are subject to risks and returns that are different to those of other business segments. A geographical segment is engaged in providing products or services within a particular economic environment and is subject to risks and returns that are different from those of segments operating in other economic environments. Reporting to management by segments is on this basis.

2. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES continued

d. Foreign currency transactions and balances

(i) Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Australian dollars, which is Hudson Investment Group Limited's functional and presentation currency.

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of Profit or Loss and Other Comprehensive Income.

(iii) Group companies

The results and financial position of all the Group entities that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities for each Statement of Financial Position presented are translated at the closing rate at the date of that Statement of Financial Position;
- income and expenses for each Statement of Profit or Loss and Other Comprehensive Income are translated at average exchange rates (unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions);
- retained earnings are translated at the exchange rates prevailing at the date of transactions; and
- all resulting exchange differences are recognised as a separate component of equity.

On consolidation, exchange differences arising from the translation of any net investment in foreign entities, and of borrowings and other currency instruments designated as hedges of such investments, are taken to shareholders' equity. When a foreign operation is sold, or borrowings repaid a proportionate share of such exchange differences are recognised in the Statement of Profit or Loss and Other Comprehensive Income as part of the gain or loss on the sale where applicable.

2. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES continued

e. Revenue recognition

Revenue is recognised at the fair value of consideration received or receivable. Amounts disclosed as revenue are net of returns, trade allowances and duties and taxes paid. The following specific recognition criteria must also be met before revenue is recognised:

Sale of Goods

Revenue from sale of goods is recognised when the significant risks and rewards of ownership have passed to the buyer and can be reliably measured. Risks and rewards are considered passed to buyer when goods have been delivered to the customer.

Interest

Interest revenue is recognised as it accrues taking into account the effective yield on the financial asset.

Rental Income

Rental income on investment properties is accounted for on a straight-line basis over the lease term. Contingent rentals are recognised as income in the periods when they are earned.

All revenue is stated net of the amount of goods and services tax (GST).

f. Income tax

The income tax expense or revenue for the period is the tax payable on the current period's taxable income based on the income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences between the tax bases of assets and liabilities and their carrying amounts in the financial statements, and to unused tax losses.

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to apply when the assets are recovered or liabilities are settled, based on those tax rates which are enacted or substantively enacted. The relevant tax rates are applied to the cumulative amounts of deductible and taxable temporary differences to measure the deferred tax asset or liability. An exception is made for certain temporary differences arising from the initial recognition of an asset or a liability. No deferred tax asset or liability is recognised in relation to these temporary differences if they arose in a transaction, other than a business combination, that at the time of the transaction did not affect either accounting profit or taxable profit or loss.

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

Deferred tax liabilities and assets are not recognised for temporary differences between the carrying amount and tax bases of investments in controlled entities where the parent entity is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Current and deferred tax balances attributable to amounts recognised directly in equity are also recognised directly in equity.

The Company and its wholly owned entities are part of a tax-consolidated group under Australian taxation law. Hudson Investment Group Limited is the head entity in the tax-consolidated group. Tax expense/income, deferred tax liabilities and deferred tax assets arising from temporary differences of the members of the tax-consolidated group are recognised in the separate financial statements of the members of the tax-consolidated group using the 'separate taxpayer within group' approach. Current tax liabilities and assets and deferred tax assets arising from unused tax losses and tax credits of the members of the tax-consolidated group are recognised by the Company (as head entity in the tax-consolidated group).

The amounts receivable/payable under tax funding arrangements are due upon notification by the entity which is issued soon after the end of each financial year. Interim funding notices may also be issued by the head entity to its wholly owned subsidiaries. These amounts are recognised as current inter-company receivables or payables.

2. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES continued**g. Goods and services tax (GST)**

Revenues, expenses and assets are recognised net of the amount of GST except:

- where the GST incurred on a purchase of goods and services is not recoverable from the taxation authority, in which case the GST is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and
- receivables and payables are stated with the amount of GST included.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the Statement of Financial Position.

Cash flows are included in Statement of Cash Flows on a gross basis except for the GST component of cash flows arising from investing and financing activities, which is recoverable from, or payable to, the taxation authority, are classified as operating cash flows.

Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the taxation authority.

h. Cash and cash equivalents

For the purposes of the Statement of Cash Flows, cash includes cash and cash equivalents on hand and at call deposits with banks or financial institutions, investment in money market instruments maturing within less than 3 months, net of bank overdrafts.

i. Trade and other receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost, less provision for doubtful debts. Trade receivables are due for settlement no more than 60 days from the date of recognition.

Collectability of trade receivables is reviewed on an ongoing basis. Debts which are known to be uncollectible are written off. A provision for doubtful receivables is established when there is objective evidence that entities in the Group will not be able to collect all amounts due according to the original terms of receivables.

j. Impairment of assets

Assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash generating units).

Non-financial assets that suffered impairment are reviewed for possible reversal of the impairment at each reporting period.

2. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES continued

k. Fair value estimation

The fair value of financial assets and financial liabilities must be estimated for recognition and measurement or for disclosure purposes.

The fair value of financial instruments traded in active markets is based on quoted market prices at the Statement of Financial Position date. The quoted market price used for financial assets held by entities in the Group is the current bid price; the appropriate quoted market price for financial liabilities is the current ask price.

The fair value of financial instruments that are not traded in an active market is determined using valuation techniques. Entities in the Group use a variety of methods and make assumptions that are based on market conditions existing at each balance date. Quoted market prices or dealer quotes for similar instruments are used for long-term debt instruments held. Other techniques, such as estimated discounted cash flows, are used to determine fair value for the remaining financial instruments.

The nominal value less estimated credit adjustments of trade receivables and payables are assumed to approximate their fair values. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to entities in the Group for similar financial instruments.

i. Property, plant and equipment

Land and buildings are shown at fair value, based on periodic valuations by external independent valuers, less subsequent depreciation for buildings. Any accumulated depreciation at the date of revaluation is eliminated against the gross carrying amount of the asset and the net amount is restated to the re-valued amount of the asset. All other plant and equipment is stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the Statement of Comprehensive Income during the financial period in which they are incurred.

Increases in the carrying amounts arising on revaluation of land and buildings are credited to the asset revaluation reserve in equity. A revaluation surplus is credited to the asset revaluation reserve included within shareholder's equity unless it reverses a revaluation decrease on the same asset previously recognised in the Statement of Profit or Loss and Other Comprehensive Income. A revaluation deficit is recognised in the Statement of Profit or Loss and Other Comprehensive Income unless it directly offsets a previous revaluation surplus on the same asset in the asset revaluation reserve. On disposal, any revaluation reserve relating to sold assets is transferred to retained earnings. Independent valuations are performed regularly to ensure the carrying amounts of land and buildings do not differ materially from the fair value at the Statement of Financial Position date.

Land is not depreciated. Depreciation on other assets is calculated using the straight line, over their estimated useful lives, as follows:

- Plant and equipment 10 years (depreciation rate 10%)
- Buildings 20 years (depreciation rate 5%)

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each Statement of Financial Position date.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (note 2 (m)).

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the Statement of Profit or Loss and Other Comprehensive Income.

2. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES continued**m. Investment property**

Investment property is held for long-term rental yields and is not occupied by the Group. Investment property is carried at fair value, which is based on active market prices, adjusted, if necessary, for any difference in the nature, location or condition of the specific asset. If this information is not available, the Group uses alternative valuation methods such as recent prices in less active markets or discounted cash flow projections. These valuations are reviewed annually. Changes in fair values are recorded in the Statement of Profit or Loss and Other Comprehensive Income as part of other income.

n. Trade and other payables

These amounts represent liabilities for goods and services provided to the Group prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition.

o. Provisions

Provisions are recognised when the group has a legal or constructive obligation, as a result of past events, for which it is probable that an outflow of economic benefits will result and the outflow can be reliably measured.

Provisions are measured using the best estimate of the amounts required to settle the obligation at the end of the reporting period.

p. Other liabilities

Other liabilities comprise non-current amounts due to related parties that do not bear interest and are repayable within one year of Statement of Financial Position date.

q. Employee benefits

Wages, Salaries and Annual Leave

Liabilities for wages and salaries, including non-monetary benefits and annual leave expected to be settled within one year of Statement of Financial Position date are recognised in other liabilities in respect of employees' services rendered up to Statement of Financial Position date and are measured at amounts expected to be paid when the liabilities are settled.

Long Service Leave

The liability for long service leave is recognised in the provision for employee benefits and measured as the present value of expected future payments to be made in respect of services provided by employees up to the reporting date.

In determining the liability, consideration is given to employee wage increases and the probability that the employee may satisfy resting requirements. Those cash flows are discounted using market yields on national government bonds with terms to maturity that match the expected timing of cash flows.

r. Issued capital

Ordinary shares are classified as equity.

Costs directly attributable to the issue of new shares or options are shown as a deduction from the equity proceeds, net of any income tax benefit.

2. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES continued**s. Share-based payments**

Ownership-based remuneration is provided to employees via an employee share option plan and employee share plan.

Share-based compensation is recognised as an expense in respect of the services received, measured on a fair value basis.

The fair value of the options at grant date is independently determined using a Black Scholes option pricing model that takes into account the exercise price, the term of the option, the vesting and performance criteria, the impact of dilution, the non-tradeable nature of the option, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk-free interest rate for the term of the option.

The fair value of the options granted excludes the impact of any non-market vesting conditions (for example, profitability and sales growth targets). Non-market vesting conditions are included in assumptions about the number of options that are expected to become exercisable. At each Statement of Financial Position date, the Group revises its estimate of the number of options that are expected to become exercisable. The employee benefit expense recognised each period takes into account the most recent estimate.

Upon the exercise of options, the balance of the share-based payments reserve relating to those options is transferred to share capital.

t. Earnings per share (EPS)

Basic EPS is calculated as net profit attributable to members, adjusted to exclude costs of servicing equity (other than dividends), divided by the weighted average number of ordinary shares, adjusted for any bonus element.

Diluted EPS is calculated as net profit attributable to members, adjusted for costs of servicing equity (other than dividends), the after tax effect of dividends and interest associated with dilutive potential ordinary shares that have been recognised as expenses; and other non-discretionary changes in revenues or expenses during the period that would result from the dilution of potential ordinary shares; divided by the weighted average number of ordinary shares and dilutive potential ordinary shares, adjusted for any bonus element.

3. FINANCIAL RISK MANAGEMENT

a. General objectives, policies and processes

In common with all other businesses, the Group is exposed to risks that arise from its use of financial instruments. This note describes the Group's objectives, policies and processes for managing those risks and the methods used to measure them. Further quantitative information in respect of these risks is presented throughout these financial statements.

There have been no substantive changes in the Group's exposure to financial instrument risks, its objectives, policies and processes for managing those risks or the methods used to measure them from previous periods unless otherwise stated in this note.

The Board has overall responsibility for the determination of the Group's risk management objectives and policies and, whilst retaining ultimate responsibility for them, it has delegated the authority for designing and operating processes that ensure the effective implementation of the objectives and policies to the Group's finance function. The Groups' risk management policies and objectives are therefore designed to minimise the potential impacts of these risks on the results of the Group where such impacts may be material. The Board receives reports from the Chief Financial Officer through which it reviews the effectiveness of the processes put in place and the appropriateness of the objectives and policies it sets. The Group's finance function also reviews the risk management policies and processes and report their findings to the Audit Committee.

The overall objective of the Board is to set policies that seek to reduce risk as far as possible without unduly affecting the Group's competitiveness and flexibility.

Further details regarding these policies are set out below.

The Group and the parent entity hold the following financial instruments:

	Consolidated	
	2025	2024
	\$'000	\$'000
Financial assets		
Current		
Cash and cash equivalents	2,240	616
Trade and other receivables	(115)	(129)
	2,125	487
Financial liabilities		
Current		
Trade and other payables	235	267
Financial liabilities	12,200	4,200
Non-current		
Financial liabilities	-	8,000
	12,435	12,467

3. FINANCIAL RISK MANAGEMENT continued

b. Credit risk

Credit risk is the risk that the other party to a financial instrument will fail to discharge their obligation resulting in the Group incurring a financial loss. This usually occurs when debtors or counterparties to derivative contracts fail to settle their obligations owing to the Group excluding the available for sale financial assets.

The maximum exposure to credit risk at balance date is the carrying amount of the financial assets, excluding the available for sale financial assets, as summarised under note(a) above.

For banks and financial institutions, only independently rated parties are accepted and each deposit account is kept to under \$0.25 million to ensure that it is covered by the Governments bank deposit guarantee scheme.

The maximum exposure to credit risk at balance date by country is as follows:

	Consolidated	
	2025	2024
	\$'000	\$'000
Australia	-	2,496
	-	2,496

c. Liquidity risk

Liquidity risk is the risk that the Group may encounter difficulties raising funds to meet commitments associated with financial instruments that is, borrowing repayments. Bank loans are detailed below. The funds were provided by bankers for the Group and the Parent Company. It is the policy of the Board of Directors that treasury reviews and maintains adequate committed credit facilities and the ability to close-out market positions.

Maturity Analysis of financial assets

	Carrying Amount	Contractual Cash flows	< 6 mths	6- 12 mths	1-3 years	> 3 years
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Consolidated 2025						
Current						
Cash and cash equivalent	2,240	2,240	2,240	-	-	-
Trade and other receivables	(115)	(115)	(115)	-	-	-
Total financial assets	2,125	2,125	2,125	-	-	-
2024						
Current						
Cash and cash equivalent	616	616	616	-	-	-
Trade and other receivables	(129)	2,266	2,266	-	-	-
Total financial assets	487	2,882	2,882	-	-	-

3. FINANCIAL RISK MANAGEMENT continued

Maturity Analysis of financial liabilities

	Carrying Amount \$'000	Contractual Cash flows \$'000	< 6 mths \$'000	6- 12 mths \$'000	1-3 years \$'000	> 3 years \$'000
Consolidated 2025						
Current						
Trade and other payables	235	235	167	68	-	-
Financial liabilities	12,200	12,200	8,000	4,200	-	-
Non-current						
Financial Liabilities	-	-	-	-	-	-
Total financial liabilities at amortised cost	12,435	12,435	8,167	4,268	-	-
2024						
Current						
Trade and other payables	267	267	267	-	-	-
Financial liabilities	4,200	4,200	-	4,200	-	-
Non-current						
Financial Liabilities	8,000	8,000	-	-	8,000	-
Total financial liabilities at amortised cost	12,467	12,467	267	4,200	8,000	-

3. FINANCIAL RISK MANAGEMENT continued

d. Market risk

Market risk arises from the use of interest bearing, tradable and foreign currency financial instruments. It is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in interest rates (interest rate risk), foreign exchange rates (currency risk) or other market factors (other price risk).

(i) Interest rate risk

The Group does not apply hedge accounting.

The Group is constantly monitoring its exposure to trends and fluctuations in interest rates in order to manage interest rate risk.

For further details of exposure to interest rate risk refer Note 13 Financial Liabilities.

Sensitivity Analysis

The following tables demonstrate the sensitivity to reasonably possible changes in interest rates, with all other variables held constant, of the Group's profit after tax (through the impact on floating rate borrowings). There is no impact on the Group's equity.

	Carrying Amount \$'000	+1% Interest Rate \$'000	-1% Interest Rate \$'000
Consolidated			
2025			
Financial Liabilities	12,200	(122)	122
Tax charge of 25%		31	(31)
After tax increase/(decrease)	<u>12,200</u>	<u>(91)</u>	<u>91</u>
2024			
Financial Liabilities	12,200	(122)	122
Tax charge of 25%		31	(31)
After tax increase/(decrease)	<u>12,200</u>	<u>(91)</u>	<u>91</u>

(ii) Currency risk

The Group's policy is, where possible, to allow group entities to settle liabilities denominated in their functional currency (AUD) with the cash generated from their own operations in that currency. Where group entities have liabilities denominated in a currency other than their functional currency (and have insufficient reserves of that currency to settle them) cash already denominated in that currency will, where possible, be transferred from elsewhere within the Group.

In order to monitor the continuing effectiveness of this policy, the Group receives forecast, analysed by the major currencies held by the Group, of liabilities due for settlement and expected cash reserve.

There is no foreign currency loan as at reporting date (2024: Nil).

3. FINANCIAL RISK MANAGEMENT continued

Capital risk management

In managing its capital, the Group's primary objectives are to pay dividends and maintain liquidity. These objectives dictate any adjustments to capital structure. Rather than set policies, advice is taken from professional advisors as to how to achieve these objectives. There has been no change in either of these objectives, or what is considered capital in the year.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Consistently with others in the industry, the Group and the parent entity monitor capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings (including 'Financial liabilities' and 'trade and other payables' as shown in the Statement of Financial Position) less cash and cash equivalents. Total capital is calculated as 'equity' as shown in the Statement of Financial Position (including minority interest) plus net debt.

It is the Group's policy to maintain its gearing ratio at a healthy and manageable level. The Group's gearing ratio at the Statement of Financial Position date is as follows:

Gearing ratios	Consolidated	
	2025 \$'000	2024 \$'000
Total borrowings	12,200	12,200
Less: cash and cash equivalents	(2,240)	(616)
Net borrowings	9,960	11,584
Total equity	21,147	19,372
Total capital – equity and borrowings	31,107	30,956
Gearing Ratio	32%	37%

There have been no other significant changes to the Group's capital management objectives, policies and processes in the year nor has there been any change in what the Group considers to be its capital.

4. REVENUE

	Consolidated	
	2025	2024
	\$'000	\$'000
Rental Income	1,514	1,491
Service Fee Income	-	7
	1,514	1,498

5. OTHER INCOME AND EXPENSES

	Consolidated	
	2025	2024
	\$'000	\$'000
Change in fair value of investment properties	0	(916)
Gain on disposal of investment property	-	235
Provision for doubtful debt written back – vendor finance	2,395	(2,395)
Others	30	10
	2,425	(3,066)

6. EXPENSES

	Consolidated	
	2025	2024
	\$'000	\$'000
The profit/(loss) before income tax is arrived after (charging)/crediting the following specific amounts:		
a. Cost of providing services and administration expenses		
Consulting and professional expenses	(99)	(43)
Director and Employee on costs	(680)	(575)
Legal expenses	(19)	(13)
Other administration expenses	(262)	(265)
	(1,060)	(896)
b. Finance income		
Interest received	129	87
c. Finance expenses		
Interest paid – bank loans	(735)	(895)
Others	-	(4)
	(735)	(899)

7. INCOME TAX**a. Income tax expense**

	Consolidated	
	2025	2024
	\$'000	\$'000
Income tax expense		
Current tax expenses	-	-
Deferred tax expenses	-	-
Total income tax expense/(benefit)	<u>-</u>	<u>-</u>
Deferred tax expense		
Increase in deferred tax expenses/(benefit)	<u>-</u>	<u>-</u>

b. Numerical reconciliation of income tax to prima facie tax payable

Profit / (loss) from continuing operations before income tax	<u>1,775</u>	<u>(3,768)</u>
Income tax expense (benefit) calculated @ 25% (2024:25%)	443	(943)
Deferred tax expenses relating to partly owned subsidiaries outside of the tax consolidated group		
Temporary differences not brought to account	(665)	579
Recoupment of prior year tax losses not previously brought to account	-	-
Tax losses not brought to account	<u>222</u>	<u>364</u>
Income tax expenses/(benefit) at effective tax rate of 25% (2024: 25%)	<u>-</u>	<u>-</u>

c. Amounts recognised directly in equity

Aggregate current and deferred tax arising during the reporting period and not recognised in profit and loss but directly debited or credited to equity:

Current income tax

Current income tax on transaction costs of issuing equity instrument

-	-
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d. Unrecognised deferred tax assets and liabilities

	Consolidated	
	2025	2024
	\$'000	\$'000
The unrecognised deferred tax assets of the Group include \$7,419,836 (2024: \$6,264,515) in relation to carried forward tax losses and \$5,180,341 (2024: \$5,180,341) in relation to carried forward capital losses.		
Deferred tax assets and liabilities have not been recognised in the statement of financial position for the following items:		
Other deductible temporary differences/permanent differences and tax losses	<u>(2,660)</u>	2,315
	<u>(2,660)</u>	2,315
Potential benefit/(expense) at 25% (2024: 25%)	<u>(665)</u>	579

7. INCOME TAX continued**e. Deferred tax assets**

Deferred tax assets comprise temporary differences attributable to:

Amounts recognised in profit and loss

Tax losses

- -

Amounts recognised directly in equity

Share issue expenses

- -

- -

f. Deferred tax liabilities

Deferred tax liabilities comprise temporary differences attributable to:

Amounts recognised directly in equity

Revaluations of land and buildings

- -

Amounts recognised in profit and loss

Capitalised development costs

- -

- -

8. CASH & CASH EQUIVALENTS**Consolidated****2025**

2024

\$'000**\$'000**

Cash at bank and on hand

2,240

616

Cash held in trust accounts

-

-

2,240**616**

Weighted average interest rates

3.7%

0.02%

9. TRADE AND OTHER RECEIVABLES

	Consolidated	
	2025	2024
	\$'000	\$'000
Current		
Trade receivables (note a)	(98)	(110)
Provision for doubtful debts	-	-
	(98)	(110)
Deposit	-	100
Provision	-	(100)
Other receivable – vendor finance (note b)	-	2,396
Provision for doubtful debt	-	(2,395)
Other receivables (note b)	(17)	(20)
	(115)	(129)

a. Trade receivables past due but not impaired

	Consolidated	
	2025	2024
	\$'000	\$'000
Up to 3 months	-	-
3 to 6 months	-	-
	-	-

b. Other receivables

The Company disposed its Regent Street Woolloongabba property in 2024 on a deferred settlement basis. The remaining interest bearing secured vendor financed receivable \$2.39 million plus all interest was received in full in July 2025.

These amounts relate to receivables for GST and deposit paid.

c. Advances to controlled entities

There are no advances to controlled entities that are past due but not impaired as measurement is tied to recoverability. The advances are non-interest bearing and with no securities.

d. Fair value and credit risk*Current trade and other receivables*

Due to the short-term nature of these receivables their carrying amount is assumed to approximate their fair value.

The maximum exposure to credit risk at the reporting date is the carrying amount of each class of receivables mentioned above

10. OTHER CURRENT ASSETS

	Consolidated	
	2025	2024
	\$'000	\$'000
Prepayment	123	137
Others	-	-
	123	137

11. INVESTMENT PROPERTIES

	Consolidated	
	2025	2024
	\$'000	\$'000
Non-current		
Investment properties at fair value	31,381	31,314
	31,381	31,314

a. Valuation basis

The basis of the valuation of investment properties is fair value being the amounts for which the properties could be exchanged between willing parties in an arm's length transaction, based on current prices in an active market for similar properties in the same location and condition and subject to similar leases. The revaluations were based on a combination of independent assessments made by a member of the Australian Property Institute and directors' valuations.

	Consolidated	
	2025	2024
	\$'000	\$'000
Investment properties at fair value		
Independent valuation	39,725	38,725
Capital works improvements and capitalised costs	128	104
Accumulated depreciation and fair value provision	(8,472)	(7,515)
	31,381	31,314

b. Reconciliation

A reconciliation of the carrying amount of investment properties at the beginning and end of the current financial year is set out below:

	Consolidated	
	2025	2024
	\$'000	\$'000
At fair value		
Balance at beginning of year	31,314	35,821
Disposal of property	-	(4,000)
Capital Works and improvements	67	104
Change in fair value	0	(611)
Carrying amount at end of the year	31,381	31,314

c. Amounts recognised in Statement of Profit or Loss and Other Comprehensive Income for investment properties

	Consolidated	
	2025	2024
	\$'000	\$'000
Rental and services income	1,514	1,491
Properties running expenses	498	492

d. Non-current assets pledged as security

Refer to Note 13 for information on non-current assets pledged as security by the parent entity or its controlled entities.

11. INVESTMENT PROPERTIES continued**e. Details of Hudson Investment Group Limited investment property portfolio****Details of Hudson Investment Group Limited investment property portfolio**

	Ownership	Title	Asset Class	Independent Valuation		Carrying amount	
				Date	Amount \$'000	2025 \$'000	2024 \$'000
Australia							
NSW							
171-175 Sparks Rd HALLORAN-Note 1	100%	Freehold	Industrial	Feb 26	17,600	15,938	15,914
59 Mountain Rd WARNERVALE	100%	Freehold	Land	Jun 22	9,125	6,300	6,300
QLD							
41-47 Brookes St BOWEN HILL-Note 2	100%	Freehold	Office	Dec 25	10,100	9,143	9,100
Total Australia Portfolio					36,825	31,381	31,314

Note 1 : The industrial property located at Halloran has a current bank valuation of \$17.6 million. A registered mortgage is secured over the property and the loan value is \$8.0 million.

Note 2 : A bank valuation of \$10.1 million exists. A registered mortgage is secured over the property and the loan is \$4.2million.

The Group investment portfolio carrying value of \$31.3 million in book represents auditor's assessed portfolio fair value amount despite external independent valuation of \$36.8 million.

12. TRADE AND OTHER PAYABLES

	Consolidated	
	2025	2024
	\$'000	\$'000
Current		
Unsecured		
Trade and other creditors	167	202
Other payables – rental bonds	68	65
	235	267

13. FINANCIAL LIABILITIES

	Consolidated	
	2025	2024
	\$'000	\$'000
Current		
Secured		
Bank loan	<u>12,200</u>	4,200
Total Current	<u><u>12,200</u></u>	<u>4,200</u>
Non-Current		
Secured		
Bank loan	<u>-</u>	8,000
Total Non-Current	<u><u>-</u></u>	<u>8,000</u>

Security for borrowings

Bank loans are secured by first mortgages over the Group's land and properties and fixed charges over assets of the Group. Hudson Investment Group Limited provided corporate guarantee over the loans. The loans are repayable in 2026. The variable interest rate is at 5.41% (2024: 6.46%).

The facilities are subject to an annual review and compliance of financial covenants.

Assets pledged as security

The carrying amounts of non-current assets pledged as security are:

	Consolidated	
	2025	2024
	\$'000	\$'000
Land and Investment Properties	<u>31,381</u>	31,314
	<u><u>31,381</u></u>	<u>31,314</u>

The fair value of borrowings is equivalent to the carrying amounts of loans liabilities.

Risk exposure

Information about the Group's exposure to interest rate changes is provided in Note 3.

14. ISSUED CAPITAL

	Consolidated and Parent Entity		Consolidated and Parent Entity	
	2025 Shares Number	2024 Shares Number	2025 \$'000	2024 \$'000
Share capital				
Ordinary shares	59,359,935	59,359,935	63,397	63,397
a. Movement during the year				
Balance at beginning of the year	59,359,935	59,359,935	63,397	63,397
Share issued	-	-	-	-
Share issuing cost	-	-	-	-
Balance at the end of the year	59,359,935	59,359,935	63,397	63,397

b. Terms and conditions

Ordinary shares entitle the holder to participate in dividends and the proceeds on winding up of the parent entity in proportion to the number of and amounts paid on the shares held. On a show of hands every holder of ordinary shares present at a meeting in person or by proxy, is entitled to one vote, and upon a poll each share is entitled to one vote.

c. Options

There are no unissued ordinary shares of the Company under option at the date of this report.

d. Performance Options

No options were granted and issued during this year.

15. RESERVES AND ACCUMULATED LOSSES**a. Reserves**

	Consolidated	
	2025	2024
	\$'000	\$'000
Asset revaluation reserve	1,141	1,141
Capital reserve	5,386	5,386
Foreign currency translation reserve	(1,266)	(1,266)
	5,261	5,261
Movements in reserves		
<i>Asset revaluation reserve</i>		
Balance at start of period	1,141	1,141
Business combination movement	-	-
Balance at the end of period	1,141	1,141
<i>Capital Profits Reserve</i>		
Balance at start of period	5,751	5,751
Business combination movement	(365)	(365)
Balance at the end of period	5,386	5,386
<i>Foreign currency translation reserve</i>		
Balance at start of period	(1,266)	(1,266)
Currency translation differences	-	-
Balance at the end of period	(1,266)	(1,266)

The asset revaluation reserve records increments and decrements on the revaluation of individual parcels of land and buildings. The balance standing to the credit of the reserve may be used to satisfy the distribution of bonus shares to shareholders and is only available for the payment of cash dividends in limited circumstances as permitted by law, net of capital gains tax payable.

The foreign currency translation reserve is used to record exchange differences on translation of foreign controlled subsidiaries. The reserve is recognised in the Statement of Profit or Loss and Other Comprehensive Income when the investment is disposed of.

b. Accumulated losses

	Consolidated	
	2025	2024
	\$'000	\$'000
Balance at the beginning of the year	(49,286)	(45,518)
Profit / (loss) for the year	1,775	(3,768)
Balance at the end of the year	(47,511)	(49,286)

16. EARNINGS / (LOSS) PER SHARE

	2025	2024
	Cents	Cents
Basic earnings per share	2.99	(6.35)
Diluted earnings per share	2.99	(6.35)
	2025	2024
	\$'000	\$'000
Profit used in calculating basic and diluted earnings/(loss) per share	1,775	(3,768)
	2025	2024
	Shares	Shares
Weighted average number of ordinary shares used as the denominator in calculating basic earnings per share	59,359,935	59,359,935
Adjustments for calculation of diluted earnings per share	-	-
Weighted average number of ordinary shares used as the denominator in calculating diluted earnings per share.	59,359,935	59,359,935

17. OPERATING SEGMENTS

The Consolidated Entity's primary reporting format is business segments and its secondary reporting format is geographical segments.

Business segments

The Consolidated entity is organised into the following divisions by product and service type.

Property investment & development

Development and administration of industrial property in eastern Australia.

Geographical segments

All business segments operate principally within Australia.

Accounting policies

Segment revenues and expenses are those directly attributable to the segments and include any joint revenue and expenses where a reasonable basis of allocation exists. Segment assets include all assets used by a segment and consist principally of cash, receivables, inventories, intangibles and property, plant and equipment, net of allowances and accumulated depreciation and amortisation. While most assets can be directly attributed to individual segments, the carrying amount of certain assets used jointly by two or more segments is allocated to segments on a reasonable basis. Segment liabilities consist principally of payables, employee benefits, accrued expenses, provisions and borrowings.

Inter-segment transfers

Segment revenues, expenses and results include transfers between segments. All other intersegment transfers are priced on an "arm's-length" basis and are eliminated on consolidation.

17. OPERATING SEGMENTS continued**Primary reporting – business segments**

	Property investment & development	Investment Services	Intersegment eliminations/ unallocated	Consolidated
	\$'000	\$'000	\$'000	\$'000
2025				
Sales to external customers	1,514	-	-	1,514
Intersegment sales	-	-	-	-
Total sales revenue	1,514	-	-	1,514
Other revenue	-	-	-	-
Total segment revenue	1,514	-	-	1,514
Segment result				
Profit/(loss) before tax	2,732	-	-	2,732
Tax expense	-	-	-	-
Net profit/(loss)	2,732	-	-	2,732
Segment assets	33,629	-	-	33,629
Segment liabilities	12,482	-	-	12,482
Acquisition of non-current assets	67	-	-	67
Depreciation and amortisation expense	-	-	-	-
2024				
Sales to external customers	1,498	-	-	1,498
Intersegment sales	-	-	-	-
Total sales revenue	1,498	-	-	1,498
Other revenue	-	-	-	-
Total segment revenue	1,498	-	-	1,498
Segment result				
Profit/(loss) before tax	(3,768)	-	-	(3,768)
Tax expense	-	-	-	-
Net profit/(loss)	(3,768)	-	-	(3,768)
Segment assets	31,938	-	-	31,938
Segment liabilities	12,566	-	-	12,566
Acquisition of non-current assets	104	-	-	104
Depreciation and amortisation expense	-	-	-	-

18. CASH FLOW INFORMATION**a. Reconciliation of net cash provided by/(used in) from operating activities**

	Consolidated	
	2025	2024
	\$'000	\$'000
Profit/(Loss) for the year	1,775	(3,768)
Change in fair value of investment properties	-	916
Doubtful debt provision on vendor finance written back	(2,395)	2,395
Gain on disposal of investment property	-	(235)
Change in operating assets and liabilities:		
(Increase)/decrease in trade and other receivables	(7)	(41)
(Increase)/decrease in other current assets	(14)	153
Increase/(decrease) in trade and other creditors	(64)	27
(Increase) in deferred tax assets	-	-
Increase in deferred tax liabilities	-	-
Net cash (used in) / provided by operating activities	(705)	(553)

b. Significant non-cash transactions

No other significant non-cash transactions occurred during the year.

19. CONTROLLED ENTITIES

Name of entity	Class of Share/unit	Equity Holding		Country of formation or incorporation
		2025	2024	
		%	%	
HTH Holdings Pty Limited	Ordinary	100	100	Australia
Hudson Property Group Limited	Ordinary	100	100	Australia
Hudson Land Pty Limited	Ordinary	100	100	Australia
Hudson Bowen Hill Pty Ltd	Ordinary	100	100	Australia
Hudson Regent Development Pty Ltd	Ordinary	100	100	Australia
Regent Property Trust	Ordinary	100	100	Australia

20. CONTINGENT ASSETS AND LIABILITIES**Deed of Cross Guarantee**

As at 31 December 2025, Hudson Investment Group Limited, HTH Holdings Pty Ltd, Hudson Property Group Limited, Hudson Land Pty Ltd, Hudson Regent Development Pty Ltd and Hudson Bowen Hills Pty Ltd entered a Deed of Cross Guarantee under which each Company guarantees the debts of the others.

By entering into the deed, the wholly owned entities have been relieved from the requirement to prepare a financial report and Directors' report under Class Order 98/1418 (as amended by Class Order 98/2017) issued by the Australian Securities & Investments Commission.

The above companies represent a 'Closed Group' for the purposes of the Class Order, and as there are no other parties to the Deed of Cross Guarantee that are controlled by Hudson Investment Group Limited, they also represent the 'Extended Closed Group'. These consolidated financial statements for the year ended 31 December 2025 represent those of the "Closed Group".

21. EVENTS OCCURRING AFTER BALANCE DATE

On 7 May 2026, at a shareholder meeting of the Company, the shareholders approved the sale of 100% shareholding in its wholly owned subsidiary, Hudson Bowen Hills Pty Limited to Bowen Holdings Pty Limited, a company associated with Mr Wei Huang, an Executive director of the Company.

The purchase price was \$5.8 million payable over a 12 month period up to 7 May 2027. The initial deposit has been paid to the Company with further second deposit amount to be received shortly. In six months time a further payment is due to be paid to the Company bringing the payment total to 50% of the sales price with the remaining 50% to be paid by 7 May 2027.

Until all monies are received the Company retains control over the 100% shareholding in Hudson Bowen Hills Pty Limited.

At the date of this report there are no other matters or circumstances which have arisen since 31 December 2025 that have significantly affected or may significantly affect:

- The operations, in financial years subsequent to 31 December 2025 of the Group;
- The results of those operations; or
- The state of affairs in financial years subsequent to 31 December 2025 of the Group.

22. PARENT ENTITY FINANCIAL INFORMATION**a. Summary financial information**

The individual financial statements for the parent entity show the following aggregate amounts:

	Parent Entity	
	2025	2024
	\$'000	\$'000
Statement of Financial Position		
Assets		
Current assets	2,124	528
Non-current asset	17,833	17,670
Total assets	19,957	18,198
Liabilities		
Current liabilities	144	215
Non-Current liabilities	10,774	7,975
Total liabilities	10,918	8,190
Shareholder's equity		
Issued Capital	63,397	63,397
Reserves	-	-
Accumulated losses	(54,358)	(53,389)
Total shareholders' equity	9,039	10,008
Statement of Profit and Loss and Other Comprehensive Income		
Profit/(Loss) for the year	(969)	(1,192)
Total comprehensive profit/(loss)	(969)	(1,192)

b. Guarantees entered into by the parent entity

Hudson Investment Group Limited has provided corporate guarantees to several wholly owned controlled entities within the Group. No liability was recognised by Hudson Investment Group Limited in relation to these guarantees as the likelihood of payment is not probable.

c. Contingent liabilities of the parent entity

Refer to note 20.

d. Contractual commitments by the parent entity for the acquisition of property, plant and equipment.

There are no contractual commitments by the parent entity for the acquisition of property, plant and equipment.

23. KEY MANAGEMENT PERSONNEL DISCLOSURES**a. Directors**

The following persons were Directors of Hudson Investment Group Limited during the financial year unless otherwise stated:

John W Farey	Non-Executive Director	Appointed 1 February 2002
Alan P Beasley	Managing Director	Appointed 19 January 2015
Wei Huang	Executive Director	Appointed 4 June 2019
John J Foley	Non-Executive Director	Appointed 6 August 2014
Pin Chua	Non-Executive Director	Appointed 27 September 2022
Warren Choo	Non-Executive Director	Appointed 24 March 2025
Dr Cheng Fong Han	Non-Executive Director	Resigned 24 March 2025

b. Other key management personnel

The following persons were key management personnel of Hudson Investment Group Limited during the financial year:

Mona Esapournoori	Joint Company Secretary	Appointed 5 June 2018
Francis Choy	Chief Financial Officer	

23. KEY MANAGEMENT PERSONNEL DISCLOSURES continued**c. Compensation of Directors and other key management personnel**

	Short Term Employee Benefits		Post-Employment	Long Term Benefits	Total
	Salary and other fees	Non-Monetary Benefits	Superannuation	Long Service Leave	
	\$	\$	\$	\$	\$
Consolidated 2025					
Directors					
John W Farey	12,000	-	-	-	12,000
Alan P Beasley	150,000	-	-	-	150,000
Wei Huang *	228,750	-	-	-	228,750
John J Foley	-	-	-	-	-
Warren Choo	-	-	-	-	-
Dr Cheng Fong Han	-	-	-	-	-
Pin Chua	-	-	-	-	-
Director - Total	390,750	-	-	-	390,750
KMP					
Mona Esapournoori	12,000	-	1,410	200	13,610
Francis Choy	120,000	-	14,100	2,000	136,100
KMP - Total	132,000	-	15,510	2,200	149,710
2024					
Directors					
John W Farey	12,000	-	-	-	12,000
Alan P Beasley	150,000	-	-	-	150,000
Wei Huang *	150,000	-	-	-	150,000
John J Foley	-	-	-	-	-
Dr Cheng Fong Han	-	-	-	-	-
Pin Chua	-	-	-	-	-
Director - Total	312,000	-	-	-	312,000
KMP					
Henry Kinstlinger	-	-	-	-	-
Mona Esapournoori	12,000	-	1,350	200	13,550
Francis Choy	120,000	-	13,500	1,990	135,490
KMP - Total	132,000	-	14,850	2,190	149,040

The amounts reported represent the total remuneration paid by entities in the Group in relation to managing the affairs of all the entities within the Group. The remuneration has not been allocated between the individual entities within the Group as this would not be practicable.

*Mr Huang received director fee \$150,000 p.a. (2024: \$150,000 p.a.) and consultancy fee 78,750 (2024: Nil) via related entity

There are no performance conditions related to any of the above payments.

There is no other element of Directors and other Key Management Personnel remuneration.

23. KEY MANAGEMENT PERSONNEL DISCLOSURES continued**d. Shareholdings and option holdings of key management personnel****Shares held in Hudson Investment Group Limited**

The numbers of shares in the Company held during the financial year by each director of Hudson Investment Group Limited and other key management personnel of the Group, including their personally related parties, are set out below. There were no shares granted during the reporting period as compensation.

Direct and indirect interest in ordinary shares

Ordinary Share Direct Interest	Balance at start of year-shares	Changes during the year-shares	Balance at end of year-shares
2025			
Directors			
John W Farey	1,000	-	1,000
Alan P Beasley	-	-	-
Wei Huang	-	-	-
John J Foley	-	-	-
Warren Choo	-	-	-
Pin Chua	-	-	-
2024			
Directors			
John W Farey	1,000	-	1,000
Alan P Beasley	-	-	-
Wei Huang	-	-	-
John J Foley	-	-	-
Warren Choo	-	-	-
Pin Chua	-	-	-
Ordinary Share Indirect Interest	Balance at start of year-shares	Changes during the year-shares	Balance at end of year-shares
2025			
Directors			
John W Farey	6,887,980	(38,419)	6,849,561
Alan P Beasley	160,000	-	160,000
Wei Huang	6,000,000	-	6,000,000
John J Foley	-	-	-
Warren Choo	-	-	-
Pin Chua	-	-	-
2024			
Directors			
John W Farey	575,561	6,312,419	6,887,980
Alan P Beasley	160,000	-	160,000
Wei Huang	6,000,000	-	6,000,000
John J Foley	-	-	-
Dr. Cheng Fong Han	-	-	-
Pin Chua	-	-	-

No options over unissued shares were granted during the year and no options have been granted in the period since the end of the financial year and to the date of this report. At the date of this report there were no unissued shares in the capital of the Company under option.

e. Loans to key management personnel

There was no loan made to Directors and other Key Management Personnel (**KMP**) of Hudson Investment Group Limited during the year.

24. RELATED PARTY DISCLOSURES**a. Parent entity**

The parent entity and ultimate Australian parent entity is Hudson Investment Group Limited (the Company).

b. Subsidiaries

Interests in subsidiaries are disclosed in Note 19.

c. Key management personnel compensation

Key management personnel compensation information is disclosed in Note 23.

d. Transactions with related parties

The following transactions occurred with related parties during the year

	Consolidated	
	2025	2024
	\$	\$
Corporate services fee paid		
- Paid to Hudson Asset Management Pty Ltd	144,000	144,000

Corporate services fee paid

The Group paid corporate services fee to Hudson Asset Management Pty Limited of \$144,000 (2024: \$144,000) as payment for office rent, administration and office running expenses incurred on behalf of the group under corporate service agreement.

e. Outstanding balances

There is no outstanding balances at the reporting date in relation to transaction with related parties:

	Consolidated	
	2025	2024
	\$000	\$000
Receivable		
Controlled Entities	-	-
Provision for doubtful debts	-	-
Payable		
Controlled Entities	-	-

f. Guarantees

No guarantees were given or received from related parties during the year.

g. Terms and conditions

All transactions were made on normal commercial terms and conditions and at market interest rates, except that there are no fixed terms or repayment of loans between the parties.

25. REMUNERATION OF AUDITORS

	Consolidated	
	2025	2024
	\$	\$
Audit services:		
Amounts paid or payable to auditors for audit and review of the financial report for the parent entity or any entity in the Group		
Review services fee	10,995	10,995
Audit fee	24,995	18,345
Taxation and other advisory services:		
Amounts paid or payable to the Auditors for non-audit services for the parent entity or any entity in the Group		
Taxation services	3,775	3,595
Advisory services	-	-
Total	39,765	32,935

DECLARATION BY DIRECTORS

The directors of the Company declare that:

1. The financial statements, comprising the statement of profit or loss and other comprehensive income, statement of financial position, statement of cash flows, statement of changes in equity, accompanying notes, are in accordance with the *Corporations Act 2001* and:
 - (a) comply with Accounting Standards which as stated in accounting policy note 1 to the financial statements, constitutes explicit and unreserved compliance with international Financial Reporting Standards (IFRS); and
 - (b) give a true and fair view of the financial position as at 31 December 2025 and of the performance for the year ended on that date of the Company and the Group.
2. In the directors' opinion, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

The entities identified in Note 19 are parties to the deed of cross guarantee under which each company guarantees the debts of the others. At the date of this declaration there are reasonable grounds to believe that the companies which are parties to this deed of cross guarantee will as a Group be able to meet any obligations or liabilities to which they are, or may become, subject to, by virtue of the deed of cross guarantee described in Note 21.

This declaration is made in accordance with a resolution of the Board of Directors and is signed for and on behalf of the directors by:



Alan Beasley
Managing Director



Wei Huang
Executive Director

Sydney
28 April 2026

INDEPENDENT AUDITORS' REPORT

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PO Box 2210
NORTH PARRAMATTA NSW 1750

Independent Auditor's Report

To the Members of Hudson Investment Group Limited

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Hudson Investment Group Limited (the "Company") and its subsidiaries (together, the "Group"), 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 year then ended, notes to the financial statements, including material accounting policy information, and the directors' declaration.

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

- a) giving a true and fair view of the Group's financial position as at 31 December 2025 and of its financial performance for the year then ended; 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 Group 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 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 Hudson Investment Group Limited, would be in the same terms if given to the directors as at the time of this auditor's report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 2 in the financial report, which indicates that the Group had net current liabilities as at 31 December 2025, including current borrowings of approximately \$12.2 million, and that the Group's ability to continue as a going concern is dependent upon the continued support of financiers and related parties and the successful renewal or refinancing of existing debt facilities.

As stated in Note 2, these events and conditions indicate that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern and therefore whether the Group will realise its assets and discharge its liabilities in the ordinary course of business.

Our opinion is not modified in respect of this matter.

Other Information

The directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 31 December 2025, 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.

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 upon 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 the 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 financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the Financial Report

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

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at:

https://www.auasb.gov.au/admin/file/content102/c3/ar1_2020.pdf

This description forms part of our auditor's report.

KS Black & Co
Chartered Accountants



Phillip Jones - Partner
Sydney, Australia

Dated:



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