DUXTON FARMS LIMITED
JUNE 2025
ANNUAL REPORT

DUXTON FARMS

ACN 129 249 243

CORPORATE DIRECTORY

Executive Chairman
Edouard Peter

Non-Executive Director
Stephen Duerden

Independent Non-Executive Directors
Mark Harvey
Wade Dabinett
Paul Burke
Rachel Triggs (appointed 11 October 2024)

Company Secretary
Katelyn Adams

Principal and Registered Office
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Telephone: (08) 8130 9500
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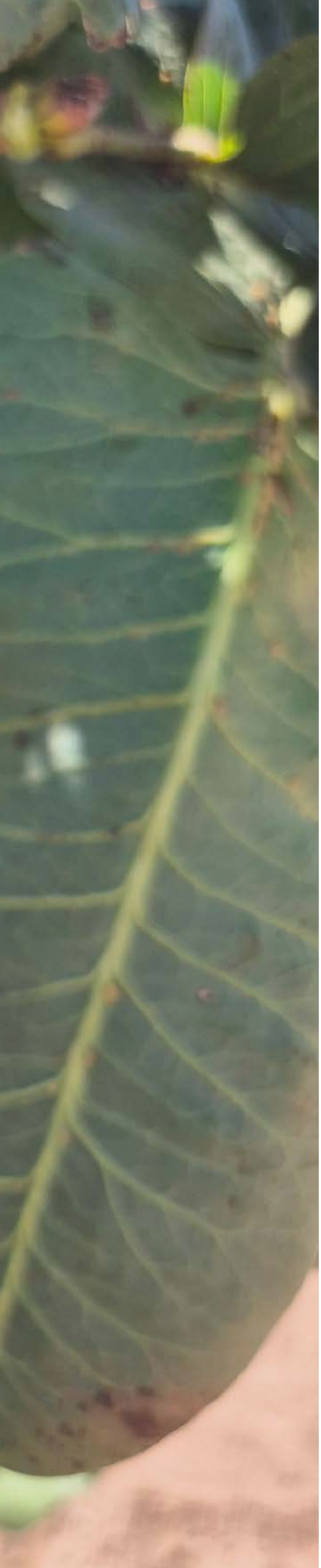
Adelaide SA 5000

Share Registry
Computershare

Auditors
Grant Thornton Audit Pty Ltd
Level 3, 170 Frome Street
Adelaide SA 5000

Computershare Investor Services
Level 5, 115 Grenfell Street
Adelaide SA 5000

Stock Exchange Listing
Australian Securities Exchange
Share Code: DBF



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CHAIRMAN'S LETTER TO SHAREHOLDERS - Ed Peter

7 August 2025

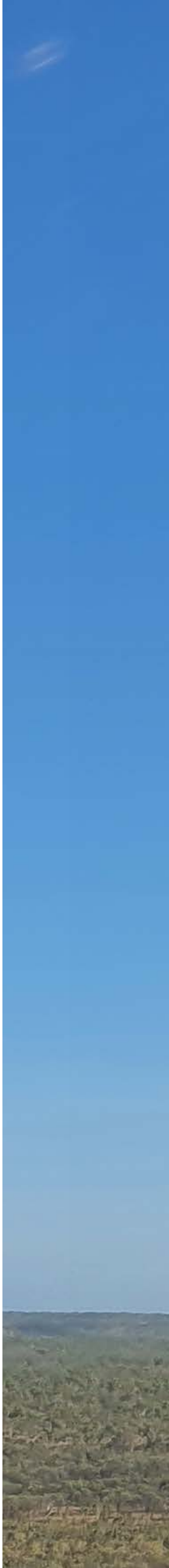
Dear Shareholder,

In my letter last year, I wrote about change, both in the nature of the portfolio and in the wider investment strategy which has been adopted by the Directors of Duxton Farms Limited and the entity it controls ("Duxton Farms" / "Group"). This year it gives me great pleasure to address you at a critical juncture in the Group's development.

The discourse relating to the Group for the 2025 Financial Year will likely be dominated by the merger proposal announced to the ASX on the 26th of June (**"Proposed Merger"**), and understandably so; the Board of Directors have taken a definitive step towards achieving their goal of expanding the scope and scale of the portfolio through the acquisition of four private companies, which, if completed, is expected to create a portfolio with a much broader exposure to the Australian agricultural sector.

Duxton Farms creates the most value when it has the platform to execute on its core competency: acquiring and developing agricultural assets at pivotal moments in their capital cycles. This strategy has yielded remarkable results in the dryland cropping sector, but the market has largely discounted it due to inconsistent cash returns. Poor operating results and low to negative cash yields have made predicting cash returns challenging. I believe broadacre cropping is now fully valued, and we should shift our focus to investing in projects better positioned to generate cash returns and meet market expectations for earnings growth.

I would like to use this opportunity to highlight the excellent work of the Operations Team under General Manager Bryan Goldsmith, who has facilitated the shift in the investment strategy by focusing resources on developing the Group's greenfield pistachio orchard at Piambie in Victoria and its Northern Australian properties, being principally Mountain Valley Station and the Wildman Agricultural Precinct in the Northern Territory. While the operating performance of the New South Wales aggregation continues to be overshadowed by the costs associated with developing these assets (and in the 2025 Financial Year by the cost of the Proposed Merger), the Operations Team has made considerable progress in building new aggregations which in time will likely serve as the foundations of a larger, more diversified business. As we make progress towards a portfolio with more (and more robust) opportunities for value creation, I am firm in my belief that the 2025 Financial Year will be seen as pivotal in the history of Duxton Farms' development as a more complete agricultural investment platform.



FINANCIAL PERFORMANCE

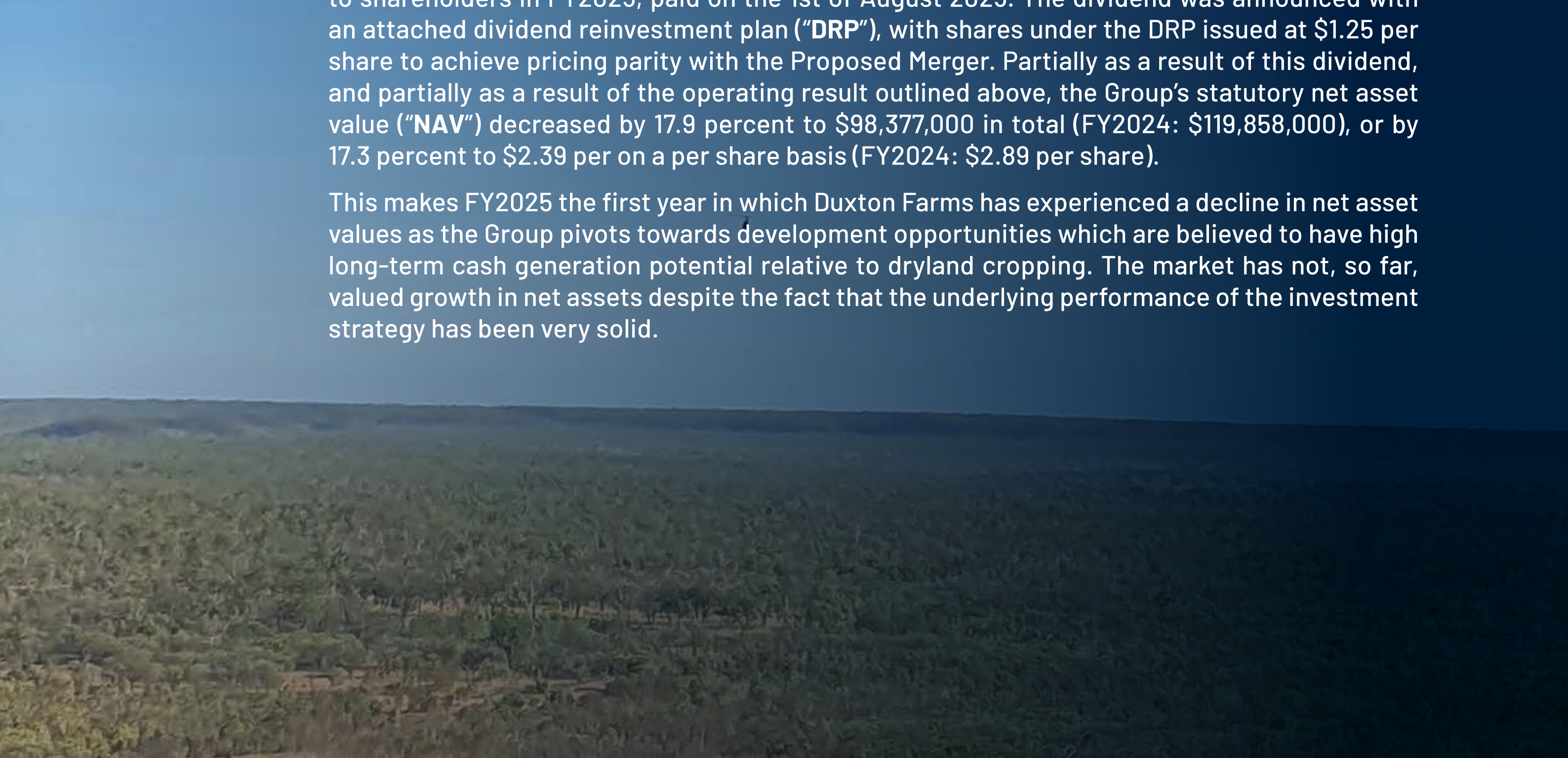
The 2025 Financial Year is difficult to compare to previous years given the changes to the Group's portfolio and the costs associated with the Proposed Merger. For the 2025 Financial Year, the Group realised a net loss after taxes of $12,505,000 (FY2024: net profit of $5,193,000) on revenues of $20,048,000 (FY2024: $24,076,000), with the difference primarily attributable to:

- Reduced revenue from the Group's New South Wales aggregation after the sale of the Timberscombe property in the previous financial year;
- Increased administrative expenses primarily attributable to the Proposed Merger of Duxton Farms with Duxton Dried Fruit Pty Ltd, Duxton Bees Pty Ltd, Duxton Dairies (Cobram) Pty Ltd (also referred to in some documents as Duxton Walnuts) and Duxton Orchards Pty Ltd;
- Expensed development costs associated with the Piambie, Northern Territory and Ord Irrigation assets; and,
- A loss on the sale value of the Group's Kentucky property relative to the previous year's valuations.

The total comprehensive loss of $10,831,000 (FY2024: profit $15,655,000), was mitigated somewhat by appreciation in the value of the portfolio, which was primarily driven by an uplift in the value of the Group's Piambie asset, which exceeded the capital expenditures required to develop the second stage of plantings. The group made a loss of 30.28 cents per share in FY2025 compared with a profit of 12.47 cents per share in FY2024 (which was buoyed by the Timberscombe sale).

The Group announced that it would pay a 24 cent per share dividend (equal to $9,878,000 in total) to shareholders in FY2025, paid on the 1st of August 2025. The dividend was announced with an attached dividend reinvestment plan ("**DRP**"), with shares under the DRP issued at $1.25 per share to achieve pricing parity with the Proposed Merger. Partially as a result of this dividend, and partially as a result of the operating result outlined above, the Group's statutory net asset value ("**NAV**") decreased by 17.9 percent to $98,377,000 in total (FY2024: $119,858,000), or by 17.3 percent to $2.39 per on a per share basis (FY2024: $2.89 per share).

This makes FY2025 the first year in which Duxton Farms has experienced a decline in net asset values as the Group pivots towards development opportunities which are believed to have high long-term cash generation potential relative to dryland cropping. The market has not, so far, valued growth in net assets despite the fact that the underlying performance of the investment strategy has been very solid.

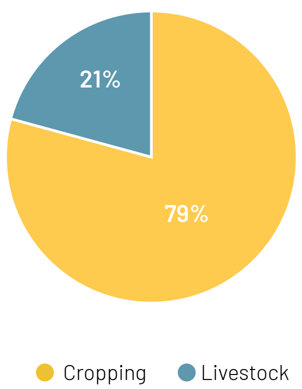


Duxton Farms ended FY2025 with approximately $13,543,000 of net debt and healthy gearing of about 32 percent against lendable assets and 27 percent when cash is included. This figure is likely to be volatile over the next few reporting periods as the Group seeks to execute on the Proposed Merger and integrate those assets into the Group's portfolio. I am quite confident that long-term gearing should stay between 25 to 35 percent, which the Board believes is a sustainable level of debt for an agricultural enterprise of this nature.

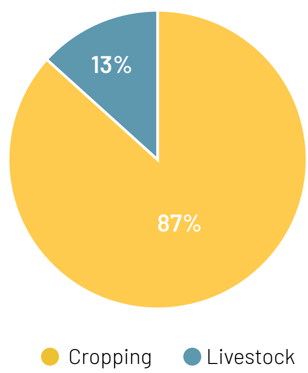
The Board will consider restarting the Group's share repurchase plan in the 2026 Financial Year, particularly for any opportunities to acquire shares below the $1.25 per share price at which equity is issued under the Proposed Merger.

Value creation since listing ($'000)	2018	2019	2020	2021	2022	2023	2024	2025
Changes of land value	7,084	2,193	5,096	17,796	34,561	14,085	11,269	2,327
Appreciation of water value	558	1,290	859	1,940	501	-	1,493	984
Net profit/ (loss) after tax	(420)	(1,115)	(1,466)	1,406	(3,167)	(10,089)	5,193	(12,505)
Aggregate value creation	7,222	2,368	4,489	21,142	31,895	3,996	17,955	(9,194)
Cumulative value creation	7,222	9,590	14,079	35,221	67,116	71,112	89,067	79,873

FY2025 REVENUE CONTRIBUTION



FY2024 REVENUE CONTRIBUTION



OPERATIONS AND LAND STRATEGY

New South Wales

The Group harvested a strong canola crop with relatively strong pricing, though grain and cotton prices remained subdued throughout the season, which impacted the bottom line. Duxton Farms' winter cropping programme has been substantially reduced after the sale of Timberscombe and Kentucky, and in future the New South Wales aggregation can be expected to focus largely on irrigated cropping as the principal business activity undertaken at those assets. Mr Goldsmith is currently exploring options to develop further areas of the New South Wales aggregation to irrigation, having undertaken initial surveying and mapping to support this work over FY2025.

The Group sold the majority of its cattle and sheep in New South Wales throughout FY2025, partially because the overall exposure to livestock has increased via the herd at Mountain Valley Station, and partially because the Group may explore further property divestments at the New South Wales aggregation in future. Pricing for both sheep and cattle was generally strong, and the Operations Team are to be commended to consistently achieving sales at the top end of the market.

Northern Australia

The size of the herd at Mountain Valley Station continues to experience robust growth, and as of the end of FY2025 (noting that muster and sales had been delayed due to a late wet season) the Group's herd was estimated to be over 9,650 head with approximately 3,800 breeding cattle. The year-on-year growth in the size of the herd over the 2025 Financial Year alone at Mountain Valley Station was therefore larger than the entire cattle programme in New South Wales, and the Station is likely to reach its natural stable carrying capacity in the next 24 months.

The Operations Team in the Northern Territory has been further expanded to support the cattle programme at Mountain Valley and oversee the development of new annual cropping systems at that property and at the Wildman Agricultural Precinct. Surveying at Mountain Valley is currently being finalised, while clearing at the freehold NT Portion 8554 (which is part of the Wildman Agricultural Precinct) is already underway.

In the first instance the Group will look to grow fodder at both properties (partially to complement the cattle programme at Mountain Valley). Over the long-term, however, it is envisioned that Mountain Valley will focus on cotton production, while Wildman will explore opportunities for high-value annual cropping and permanent horticulture. While a significantly smaller operation relative to Mountain Valley and Wildman, Duxton Farms has also leased a 285-hectare block of irrigable land in the Western Australia Ord Scheme, which it is currently cropping to cotton.

Victoria

At Piambie, the Operations Team successfully planted the second stage of the Group's greenfield pistachio development, in which approximately 175 hectares of trees were established, bringing the total size of the orchard to 295 hectares. Land preparation on the planned third stage, which is expected to be 187 hectares, also began ahead of schedule, and at the time of writing the Operations Team is already well advanced in completing the earthworks and irrigation works required to support the development.


COOLAMON
CHASER BINS
OVERSIZE

SUSTAINABILITY AND CARBON

Duxton Farms' commitment to sustainability continues to be a core part of its investment thesis. Sustainability is an intrinsic aspect of good land management and stewardship, and I view the need for sustainable operational and corporate practices as self-evident when it comes to agriculture.

The Group seeks to create positive outcomes for all parties involved with Duxton Farms over a long time-horizon, including shareholders, employees, contractors, suppliers, and the members of the communities in which we operate, otherwise we risk jeopardising the long-term health of our assets. The Environmental, Social and Governance Subcommittee was strengthened last year with the addition of Rachel Triggs, who brings a strong background in ESG and corporate governance to the role, which is a fantastic complement to the existing skillset on that Subcommittee.

OUTLOOK

Duxton Farms experienced significant change in the 2025 Financial Year, with the Independent Directors having spent a significant amount of time and effort on the Proposed Merger, which I believe will shape Duxton Farms' future moving forward. I am very aware that not everyone understands or appreciates the Proposed Merger, or the price at which it is being executed, which as the second-largest shareholder of the Group I am uniquely well-positioned to sympathise with. However, when I look at the portfolio as it currently sits, I see an enormous amount of potential in Northern Australia and a significant amount of value embedded at Piambie, which are developments that are being supported by capital reserves and a subscale cropping operating in New South Wales. This forms a portfolio that I believe can provide investors with an exceptional long-term growth opportunity but little in the way of short-term profitability (at least with the current economics of annual cropping).

Therefore, while I believe Duxton Farms would have the capital required to see these projects through to maturity and eventual positive operating cash flow, without other pillars supporting the portfolio it is unlikely that we will see the kind of reliability in earnings that the market expects. Given that the market has discounted the underlying performance of the portfolio, I expect the Proposed Merger to create value for shareholders by providing access to projects which are expected to achieve positive operating cash flows sooner than the status quo. Crucially, this avoids giving away a substantial amount of the value embedded in the Group's development assets, which would be the case were the Group to be liquidated. I believe this knowing full well that the equity (including mine as a shareholder) is being issued at a discount to NAV.

In the end, I think the Independent Directors and their independent commercial, financial and legal advisers have done a fantastic job negotiating the Proposed Merger, and I look forward to seeing how it comes together. I have had the opportunity to watch and guide the portfolio's evolution since it was established 17 years ago, and I have seen an enormous amount of economic potential realised over that period. The Proposed Merger will take time to come together, but with the perspective I have gained managing Duxton Farms to date, I do believe that in the long-term, the platform that it creates should drive substantial value for all stakeholders over time.

I will likely remain involved as Chair for the next few years – long enough to see that the Group is operating well after the Proposed Merger is executed – before handing the role and, in time, my seat on the Board, to whichever lucky individual gets to lead what I believe is one of the most interesting and exciting businesses in the industry. I hope that Duxton Farms can become an institution in Australian agriculture; there is huge potential in the existing portfolio which is compounded by the scale and diversification the Proposed Merger creates, and I am very excited to see how the Group develops over the coming years and decades.

As always, on behalf of my fellow Directors, I would like to thank you for investing with us.

Kind Regards,
Ed Peter

DIRECTORS **REPORT** FOR THE YEAR ENDED **30 JUNE 2025**

The Directors of Duxton Farms Limited submit their report, together with the financial report of Duxton Farms Limited and the entity it controls (the Group) for the year ended 30 June 2025. In order to comply with the provisions of the Corporations Act 2001, the Directors Report is as follows:

DIRECTORS

The names of the Directors of the Group that held office during or since the end of the year are:

Mr Stephen Duerden

Mr Edouard Peter

Mr Mark Harvey

Mr Wade Dabinett

Mr Paul Burke

Ms Rachel Triggs (appointed 11 October 2024)

Unless otherwise indicated, the above named Directors held office during the whole of the year and since the end of the financial year.

The office of Company Secretary is held by Mrs Katelyn Adams.

REMUNERATION OF KEY MANAGEMENT PERSONNEL

Information about the remuneration of Key Management Personnel is set out in the remuneration report section of this Directors' Report. The term 'Key Management Personnel' refers to those persons having authority and responsibility for planning, directing and controlling the activities of the Group, directly or indirectly, including any Director (whether executive or otherwise) of the Group.

PRINCIPAL ACTIVITIES

The principal activities of the Group during the financial year were the sowing and harvesting of dryland and irrigated crops, infrastructure maintenance and upgrades, trading and breeding of livestock and sale of grains, pulses and lucerne.

The Directors' Report for the 2025 Annual Report marks a departure from previous years. Historically, the Group's financial performance has been dictated by:

- The quantity of crops produced (notably wheat, barley, canola and cotton), as dictated by:
  - The crop rotation;
  - Rainfall; and,
  - The impact of extreme weather events;
- The amount of livestock sold;
- The respective prices these commodities were sold for;
- Changes to the portfolio's independent valuations; and
- Any asset divestments or acquisitions.

The 2025 Financial Year is different. As the Group has divested of broadacre farming assets and the size of the winter cropping programme has reduced, the Operations Team's attention has largely turned to the Group's development assets, while at the Board level the Directors have been focused on negotiating and executing the acquisition of the four private companies as listed below ("**Merger Companies**") via scheme of arrangement ("**Proposed Merger**") and capital raise which was released to the ASX on Thursday the 26th of June:

- Duxton Dried Fruit Pty Ltd ("**Duxton Dried Fruit**"), Australia's largest dried grape producer;
- Duxton Bees Pty Ltd (**"Duxton Bees**"), one of Australia's largest honey producers and apiary services providers;
- Duxton Dairies (Cobram) Pty Ltd ("**Duxton Walnuts**"), a former dairy business which is transitioning its portfolio into a walnut orchard; and,
- Duxton Orchards Pty Ltd (**"Duxton Orchards**"), one of South Australia's largest apple producers.

These two pursuits, development within the Duxton Farms portfolio and the Proposed Merger, have dominated the time, attention and resources of the Group, and will therefore be the focus of the Directors' Report for the 2025 Annual Report.

REVIEW OF OPERATIONS AND DEVELOPMENT

The Operations Team at the New South Wales aggregation had a strong though not particularly remarkable year, with a strong canola crop at ~3,300 tonnes harvested (11 percent of revenue), but average wheat and barley crops with ~12,350 tonnes and ~6,400 tonnes harvested respectively (19 percent and 8 percent of revenue respectively). The Group is expected to gin ~7,500 bales of cotton for the 2025 growing season, representing 30 percent of group revenue. With the Group's winter cropping programme having recently halved after the sale of Kentucky, cotton will likely become a larger part of the New South Wales operation.

The Group experienced growth in the livestock programme, which comprised 22 percent of total revenue. Most of the livestock at Cowaribin and Merriment have been sold, which has been largely offset by continued growth at Mountain Valley Station, where the Group currently has ~$6.3 million cattle on its books (noting that the 2025 muster is not yet complete). The Operations Team at New South Wales are to be commended for their handling of the Kentucky divestment, with the property presenting well. The $38 million divestment amount was slightly below the last independent valuation, though the Board notes that values in the area had been impacted by the excellent result on Timberscombe the year prior; in all, the Directors are pleased with the result.

The General Manager of Duxton Farms has been working closely with an expanded Operations Team in Northern Australia to undertake surveying at Mountain Valley for clearing and cropping, which is already underway at NT Portion 8554 (part of the Wildman Agricultural Precinct). The General Manager expects to produce its first crop in the 2025/26 dry season at Wildman, one season ahead of schedule, and is mapping further areas for development across the rest of the Precinct. Initial estimates suggest there may be ~8,000 hectares suitable for development to annual cropping and possibly permanent horticulture. The Group took out a lease for a small irrigated block located within the Ord Scheme near Kununurra where it is cultivating its first cotton crop, accelerating the development of Duxton Farms' Operations Team in Northern Australia.

Duxton Farms is aiming to grow dryland cotton and fodder to support the Group's livestock programme at Mountain Valley, with a view to eventually have size and scale to bring produce to market. The cropping subsector across Northern Australia is developing quickly, with services and physical infrastructure having been expanded across the region. The Board continues to view participation in this development as one of the most potentially value-accretive investment opportunities in all of Australian agriculture, not only from a land conversion and capital appreciation perspective, but because farms can be operated at a large scale with low input costs.

The Group did produce a winter crop at Piambie in Victoria, but due to the ongoing pistachio development, the General Manager has decided to focus on land preparation over cropping in future. The Team at Piambie is quickly building up strong capability given the niche knowledge and expertise involved, and the Directors note that the Proposed Merger will substantially enhance this project because it will bring the General Manager of Duxton Walnuts, who has been overseeing the project on a contract basis, into the Group as a full time employee.

In the 2025 planting season, the Group planted 175 hectares of pistachio trees, which makes the Piambie development one of the largest of its kind in Australia. The Group plans to plant another 187 hectares in 2026, which will take the development to being over half-way planted and well ahead of schedule. The Board believes that if fully planted and properly capitalised, the Piambie block has the potential to become a more significant part of the portfolio than the Group's broadacre farming properties are currently. Pistachios are among the most profitable of any major commercial tree nut varieties produced globally and have a productive life of over 80 years, which the Board trusts provides an indication of the time-frames inherent in the current investment strategy.

THE PROPOSED MERGER

Duxton Farms is proposing to acquire four companies in a single transaction that the Board believe will be transformative for the Group. These Companies were established and are managed by the Investment Manager, which is the primary reason this can be achieved. The total consideration payable to Merger Company shareholders is $102.9 million, with a maximum cash consideration of 20% and a minimum of scrip consideration of 80% paid in Duxton Farms shares. Shares are being issued at $1.25, a 25 percent premium to the share price as at 25 July 2025 and a 49 percent discount to NAV as at 30 June 2025.

Duxton Farms was established as a method to provide public markets with exposure to an alternative asset class which is notoriously challenging to invest in without a substantial amount of capital and operational expertise. This is core to the identity of the Group and is one of its fundamental value propositions. Acknowledging that the share price has traded sideways without responding in any meaningful manner to the portfolio's net asset growth, the Directors have been working on a strategy to quickly and efficiently introduce new projects into the business which have higher cash generative potential than the existing portfolio in order to elevate and stabilise earnings to a point that facilitates more regular dividend payments.

The core issues with the existing portfolio that the Board generally and the Independent Directors specifically are seeking to address are:

1. Dryland cropping assets in the Central West of New South Wales are now believed to be fully valued, and are unlikely to be a primary driver of growth in future;
2. The economics of broadacre farming has experienced significant yield compression as the value of properties have increased but the prices of commodities produced have remained flat;
3. The operating portfolio is geographically concentrated with a large exposure to grain, cotton and livestock pricing;
4. The current Duxton Farms portfolio is forecast to incur negative operating cash flow under the status quo until its development projects reach operational maturity; and,
5. Duxton Farms is subscale on the ASX with a very tight share register.

In 2024, the Independent Directors engaged a significant amount of external independent corporate, financial and legal support to consider and negotiate the Proposed Merger, which included an evaluation of a number of different scenarios. Of the options assessed the Proposed Merger was the most

effective at balancing two immediate priorities: the shortening of the period to positive operating cash flow; and, maintaining exposure to long-term capital appreciation. Together, these options are believed to create the most long-term value for all shareholders for the following reasons:

1. At maturity the Merger Companies are believed to offer higher cash generation potential than the broadacre farming assets;
2. There is higher growth capital potential in the Merger Companies over their acquisition prices which the Board of Directors believe will act as powerful drivers of value creation;
3. There is a significant amount of value embedded in Duxton Farms' development projects which can only be realised in the portfolio with time;
4. The Proposed Merger significantly derisks the portfolio with regards to geographic and commodity market exposure, which is salient given the impact of extreme weather events on Duxton Farms' operating history and financial performance;
5. The management of and internalised intellectual property embedded in the Merger Companies is critical to the success of Duxton Farms' own development projects;
6. The Proposed Merger facilitates the internalisation of some corporate functions performed by the Investment Manager which sit outside the scope of the existing Investment Management Agreement, including the transfer of employees and the associated intellectual property belonging to DCA; and
7. The Proposed Merger is able to bring together four businesses in one transaction, which would have been extraordinarily challenging in any other context.

The Directors are seeking to mitigate, to the largest extent possible, another year like 2022 or 2023, where the Group posted a combined net loss of $13.2 million due to the impact of flooding (this figure does not include direct physical damage to property). The Group expects to save on the procurement of key inputs (i.e., fuel, fertiliser, chemical, machinery, etc.), and benefit from a larger, more liquid, less concentrated share register, increased scale and exposure on the ASX, and potentially greater access to capital.

More information about each Merger Company, including specific benefits of each acquisition and the Proposed Merger as a whole (along with the associated risks), can be found in the Investor Presentation released to the ASX on the 26th of June, and the Scheme Books and Notice of Meeting which the Group expects to release to the ASX shortly. The Independent Directors also released a webinar in which they answered a series of questions about the Proposed Merger, which also featured Simon Stone, who is the incoming Chief Operating Officer assuming the Proposed Merger proceeds.

The Board have been asked about either liquidating or privatising the Group. The Independent Directors reviewed both options with its external advisors, and have again reached the conclusion that selling a complex portfolio of land and water assets and returning the resulting capital to shareholders is not a preferable option for two reasons:

1. Friction costs and liquidation discounts would materially reduce the amount of money available to be returned to shareholders; and,
2. Liquidation would destroy the value embedded in the Group's development projects for existing shareholders, which the Independent Directors believe to be considerable.

The Independent Directors having reviewed the options in detail, have concluded that growing Duxton Farms is believed to create the most long-term value.

The Independent Directors also do not believe that transitioning shareholders into a private vehicle with less liquidity and less access to capital markets is preferable to remaining a publicly listed vehicle. The Independent Directors understand that there is very limited appetite for this to occur amongst the Group's most significant key stakeholders, both from the equity and the debt side of the capital structure.

This may change, and if it does the Independent Directors will reassess its options with new context, but as of 2025 it remains their firm belief that the Proposed Transaction is the most logical step for the Group to take, given that the most realistic alternative is the status quo.

FINANCIAL OVERVIEW

Duxton Farms recorded a net loss of $12,505,000 for the year (FY2024: net profit of $5,193,000). Net debt was approximately $13,543,000 and net assets were $98,377,000, as shown in the table below.

30 June 2024	Per Group Statement of Financial Position $'000	Per Fair Market Value $'000	Variance $'000
Assets			
Permanent Water Entitlements[1]	8,463	14,861	6,398
Net Other Assets	111,395	111,395	-
Total Net Assets	**119,858**	**126,256**	**6,398**
Total Net Asset Value Per Share	**$2.89**	**$3.03**	**$0.14**

30 June 2025	Per Group Statement of Financial Position $'000	Per Fair Market Value $'000	Variance $'000
Assets			
Permanent Water Entitlements[1]	8,463	15,845	7,382
Net Other Assets	89,914	89,914	-
Total Net Assets	98,377	105,759	7,382
Total Net Asset Value Per Share	**$2.39**	**$2.57**	**$0.18**

(1) The independent valuer employs a market valuation approach to determine a Fair Market Value which draws on publicly available water trade data from the relevant state water registers as well as analysis of trade data obtained from market intermediaries to calculate a dollar per ML volume weighted average price for each entitlement and allocation type. The Fair Market Value is not in accordance with the recognition and measurement requirements of the Australian Accounting Standards in relation to the Group's water assets. Therefore, increases in the Fair Market Value of water assets are not reported in the statutory accounts.

SUSTAINABILITY OVERVIEW

Duxton Farms remains committed to continuous improvement in environmental, social, and governance ("**ESG**") outcomes across its operations. While no material changes to the Group's overarching sustainability framework occurred during the reporting period, several initiatives mark important progress in the Group's long-term approach to responsible agricultural management. The ESG Subcommittee met several times during the period and continued to progress initiatives under the Group's sustainability strategy and oversee the governance of emerging ESG risks and opportunities. The Subcommittee remains focused on aligning operational practices with best-in-class sustainability principles, while also supporting the Board in preparing for future reporting and disclosure obligations.

TRADITIONAL OWNER ENGAGEMENT

During the period, Duxton Farms commenced the development of its Traditional Owner Engagement Program in Northern Australia. The program is being developed to support culturally appropriate and mutually beneficial engagement with Traditional Owners at two key Northern Territory project sites: Mountain Valley Station (MVS) and the Wildman Agricultural Precinct. This initiative aligns with the Dhawura Ngilan Business and Investor Principles and reflects the Group's recognition of the cultural significance of the land on which it operates. Duxton Farm is committed to ensuring Traditional Owner values, perspectives and rights are respectfully integrated into project planning and delivery.

CLIMATE AND FIRE MANAGEMENT

The savanna burning project at Mountain Valley continued during the reporting period. Registered under the Australian Carbon Credit Unit Scheme, the project aims to reduce the extent and intensity of late dry season fires through the use of prescribed "cool burns" early in the dry season. For FY2024, the project was issued net ~5,500 ACCUs which were generated during CY2023, contributing to Duxton Farms' growing carbon credit portfolio. This work will continue in FY2025 and beyond.

REGULATORY OUTLOOK: CLIMATE-RELATED FINANCIAL DISCLOSURES

In anticipation of evolving Australian Sustainability Reporting Standards, Duxton Farms has begun reviewing its internal governance structures and data management systems. While the proposed Merged Group's obligations under the new reporting standard are not yet determined, it is likely to fall under the Group 3 reporting entity requirements. These mandatory disclosures, commencing from FY2027–28, will require reporting on governance of climate-related risks and opportunities, strategic risk assessments including climate scenario analysis, and Scope 1 and 2 emissions.

DIVERSITY POLICY

Duxton Farms is committed to creating and maintaining a workplace that encourages a varied mix of people and skillsets. The Group's Diversity Policy states that diversity is a complex and multifaceted concept which goes beyond issues of gender, ethnicity, or race. The Group seeks to create a working environment that is free of any type of prejudice related to these factors, and to factors such as age, physicality, sexuality, marital or family status, or religious or cultural background. We also aim to align with the Diversity Council of Australia in working towards best practice in diversity and inclusion.

INDEMNITIES AND INSURANCE OF OFFICERS

The Group has agreed to indemnify all of the Directors of the Group against all liabilities to another person that may arise from their position as Directors of the Group except where the liability arises out of conduct involving lack of good faith.

The agreement stipulates that the Group will meet the future amount of any such liabilities, including costs and expenses.

The Group has insurance premiums relating to the following:

- Costs and expenses incurred by the relevant officers in defending proceedings, whether civil or criminal and whatever their outcome;
- Other liabilities that may arise from their position, with the exception of conduct involving a wilful breach of duty or improper use of information or position to gain a personal advantage.

The Investment Manager is responsible for effecting and maintaining professional indemnity insurance, fraud and other insurance as are reasonable having regard to the nature and extent of the Investment Manager's obligations under the Investment Management Agreement.

Provided that the Investment Manager has complied with the Investment Management Agreement, it will not be liable for any loss incurred by the Group in relation to the investment portfolio. The Investment Manager has agreed to indemnify the Group for all liabilities and losses incurred by the Group by reason of the Investment Manager's wilful default, bad faith, negligence, fraud in performance of its obligations under the Investment Management Agreement or a material breach of the Investment Management Agreement.

Provided that the Investment Manager has complied with the Investment Management Agreement in all material respects, it is entitled to be indemnified by the Group in carrying out its obligations and performing its services under the Investment Management Agreement.

DIRECTORS' MEETINGS

The following table sets out the number of Directors' meetings (including meetings of Committees of Directors) held during the financial year, and the number of meetings attended by each Director (while they were a Director or Committee member).

Director	Main Board Meeting		Audit and Risk Committee Meeting		Nomination and Remunerations Committee Meeting		Formal ESG Subcommittee Meeting	
	Held	Attended	Held	Attended	Held	Attended	Held	Attended
Mr Ed Peter	13	9	-	-	2	1	-	-
Mr Stephen Duerden	13	9	3	3	-	-	-	-
Mr Mark Harvey	13	11	3	3	2	2	4	3
Mr Wade Dabinett	13	11	3	3	2	2	-	-
Mr Paul Burke	13	13	3	3	2	2	4	4
Rachel Triggs*	11	10	-	-	-	-	3	3

*Appointed 11 October 2024

It should be noted that Mr Peter and Mr Duerden were each intentionally excluded from four main Board meetings which dealt with related party transactions and the Proposed Merger. The list above does not include meetings of the Proposed Merger Due Diligence Committee, which occurred weekly for a substantial portion of the 2025 Financial Year.

DIVIDENDS

A dividend of 24c per share franked to 85% amounting to $9,877,759 was declared on 26 June 2025 paid 1 August 2025. A dividend of 10c per share fully franked amounting to $4,173,219 was declared on 21 June 2024 paid 11 July 2024.

FUTURE DEVELOPMENTS

On 26 June 2025 the Group announced a proposal to acquire four private companies operating in the following agricultural sectors ("**Merger**", each a "**Merger Company**"): dried fruits - Duxton Dried Fruits Pty Ltd; apples - Duxton Orchards Pty Ltd; apiary - Duxton Bees Pty Ltd; and walnuts - Duxton Dairies (Cobram) Pty Ltd.

Each Merger Company is an unlisted Australian proprietary company and is party to an investment advisory agreement with Duxton Capital.

The Merger is to be effected by the Group acquiring all the shares in the Merger Companies, which are not already owned by the Group via separate schemes of arrangement (each a "**Scheme**") and share purchase agreements ("**SPA**") in consideration for the Group shares and cash.

In seeking to significantly expand the scope and scale of its portfolio through the Merger, delivering for the Group in aggregate at least $125 million in consolidated gross assets, the Merger will proceed if the Schemes are approved in respect of all four Merger Companies, or in respect of the three Merger Companies - Duxton Dried Fruits, Duxton Walnuts and Duxton Bees.

If all Merger Companies are acquired, the Merger is expected to deliver approximately $149 million in gross assets (as at 31 December 2024).

The aggregate equity value of the Merger Companies is $102.9 million. In consideration for their shares in each Merger Company, those shareholders will be offered Duxton Farms Ltd shares (valued at $1.25 per Duxton Farms Ltd share), with the ability for each shareholder to elect to receive up to 20% of their consideration in cash (in aggregate, up to approximately $17.0 million in cash)

Duxton Farms Ltd shares issued as consideration under the Merger to Directors of the Merger Companies and larger shareholders (i.e., registered Merger Company Shareholders who are issued 200,000 or more Duxton Farms shares as consideration under the Merger) are to be escrowed through operation of the Schemes and SPAs.

Assuming all Merger Companies are acquired and the maximum amount of cash is paid under the cash election, Merger Company shareholders will be issued ~55.5 million shares in Duxton Farms (expected to represent ~53.4% of the Duxton Farms shares following implementation of the Merge.

There are no other future developments to report on that are not covered elsewhere in this report.

CHANGES IN STATE OF AFFAIRS

Other than the sale of Kentucky as mentioned in the Chairman's Letter there were no significant changes in the state of affairs of the Group during the financial year.

SUBSEQUENT EVENTS

On 1 August 2025 4,148,413 ordinary shares were issued pursuant to the dividend re-investment plan.

No other matter or circumstance has arisen since the end of the reporting period 30 June 2025 that has significantly affected or could significantly affect the operations of the Group the result of those operations or the state of affairs of the Group.

ENVIRONMENTAL REGULATION

The operations of the Group are not subject to any particular or significant environmental regulation under a law of the Commonwealth or of a State or Territory. Water usage for irrigation and domestic purposes are regulated by the Water Management Act 2000. There have been no known breaches of any environmental requirements applicable to the Group.

AUDIT AND NON-AUDIT SERVICES

Details of the amounts paid or payable to the auditor (Grant Thornton) for audit and non-audit services during the year are disclosed in the note 9 Auditors Remuneration.

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

The Board of Directors, in accordance with advise provided by the Audit and Risk committee, is satisfied that the provision of the non-audit services is compatible with the general standard of independence for auditors imposed but the Corporates Act 2001 for the following reasons.

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

CORPORATE GOVERNANCE

The Group's Corporate Governance Statement and Appendix 4G (Key to Disclosures – Corporate Governance Council Principles and Recommendations) is available in the Corporate Governance section of the Duxton Farms website at www.duxtonfarms.com.

As at the date of the Corporate Governance Statement, the Group complies with the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations 4th Edition – February 2019 (unless otherwise stated).

ROUNDING

The Group is a Group of the kind referred to in ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191, dated 24 March 2016, and in accordance with that Corporations Instrument amounts in the Directors' Report and the financial statements are rounded off to the nearest thousand dollar, unless otherwise indicated.

INFORMATION ON DIRECTORS & COMPANY SECRETARY

CHAIRMAN OF THE BOARD & EXECUTIVE DIRECTOR
EDOUARD PETER

Edouard Peter, is the co-founder and Chairman of the Duxton Group ("Duxton"). Prior to forming Duxton in 2009, Ed was Head of Deutsche Asset Management Asia Pacific, Middle East & North Africa. He was also a member of Deutsche Bank's Group Equity Operating Committee and Asset Management Operating Committee.

Ed joined Deutsche Bank in 1999 as Head of Equities and Branch Manager of DB Switzerland. In March 2001, Ed moved to Hong Kong with Deutsche Bank and was appointed Head of Global Equities for Asia and Australia, becoming responsible for all of Global Emerging Market Equities in the beginning of 2003. In November 2004, Ed became Head of Asian and Emerging Market Equities for the new Global Markets Division.

INTEREST IN SECURITIES*
Fully paid ordinary shares 10,585,759

COMMITTEES
Member – Nomination and Remuneration Committee

QUALIFICATIONS
Bachelor English Literature

OTHER DIRECTORSHIPS
Duxton Water Ltd (ASX: D2O) - current

NON-EXECUTIVE DIRECTOR
STEPHEN DUERDEN

Stephen Duerden is the Group CEO of the Duxton Group. Stephen has over 30 years of experience in investment management, the last 20 of which have been focused on agriculture operations and investments, and joined Duxton as a co-founder in 2009.

Before joining Duxton, Stephen was the COO and Director for both the Complex Assets Investments Team and the Singapore operation of Deutsche Bank Asset Management Asia. Prior to this Stephen worked with Deutsche in Australia where he was a member of the Australian Executive Committee responsible for the management of the Australian business, with assets under management of approximately AUD $20 billion, and a member of the Private Equity Investment Committee overseeing the management of over AUD $2.5 billion in Private Equity and Infrastructure assets. Stephen has had exposure to a broad range of financial products and services during his career. He has been involved in direct property development and management, the listing and administration of REITs, as well as the operation and investment of more traditional asset portfolios.

Stephen holds a Bachelor of Commerce in Accounting Finance and Systems with merit from the University of NSW Australia and a Graduate Diploma in Applied Finance and Investments from the Financial Services Institute of Australasia. Stephen is a Fellow of the Financial Services Institute of Australasia and a Certified Practising Accountant.

Stephen is appointed to the Board of the Group as a representative of the Investment Manager.

INTEREST IN SECURITIES*
Fully paid ordinary shares 40,327

COMMITTEES
Member - Audit and Risk Committee

QUALIFICATIONS
Bachelor of Commerce Accounting (Finance and Systems)

Graduate Diploma of Applied Finance,

Member of Certified Practising Accountants

Fellow of Financial Services Institute of Australia

OTHER DIRECTORSHIPS
Duxton Water Ltd (ASX: D2O) - current

* Includes DRP Shares issued 1 August 2025.

INDEPENDENT NON-EXECUTIVE DIRECTOR & DEPUTY CHAIRMAN
MARK HARVEY

Mark Harvey has more than 40 years of experience in agriculture and agribusiness. He started his agribusiness journey managing a 10,000 acre family farm producing seed, grain crops, wool, lamb and beef, from 1976 until 1991.

He was one of the founders of Paramount Seeds which specialised in research, development and marketing of new field crops until sold to Elders Ltd in 1996. While with Elders, Mr Harvey was manager of their national and international seed business from 1996 until 2001. In 2002, he was one of the founding partners of Seed Genetics International which is currently a leading researcher, producer and marketer of genetics and seed worldwide from Australia. In April 2013, Seed Genetics was sold to S&W Seed Co, a NASDAQ listed company based in Sacramento California which is a leading US genetics and speciality seed company.

He sits on the University of Adelaide, Waite Institute Advisory Board and is involved in various community activities. Mr Harvey has been married to Helen Harvey for 43 years and they have three daughters together. Mr Harvey was educated at Cunderdin Agricultural College in Western Australia.

INTEREST IN SECURITIES
Fully paid ordinary shares 157,713

COMMITTEES
Chairman – Nomination and Remuneration Committee

Member – Audit and Risk Committee

Chair – Proposed Merger Due Diligence Committee

Member – Environmental, Social and Governance Subcommittee

OTHER DIRECTORSHIPS
S&W Seed Co (NASDAQ) retired 2022

INDEPENDENT NON-EXECUTIVE DIRECTOR
WADE DABINETT

Wade Dabinett is the Managing Director of Longtrail Farms, a diversified agricultural enterprise spanning potato, grain, sheep, and cattle production across 10,000 hectares in Parilla, the Southern Mallee of South Australia.

Residing on the Parilla property with his wife, Hannah, and their two children, Wade has a background in the grain trading and supply chain industries, having previously worked across South Australia, Western Australia, Victoria, and New South Wales.

Upon his return to the generational farming business, Wade has also served the industry in a number of roles. He has held the position of Chairman of Grain Producers South Australia (GPSA) for four years, following a two-year tenure as Vice Chairman. His responsibilities encompassed the state's 3,000 grain growers and also various subcommittees, including Transport and Supply Chain, Agricultural Security and Priority, and the Audit and Finance Committee.

Furthermore, Wade's involvement extended beyond GPSA, serving as a member of Primary Producers South Australia, representing the grains industry, and a member of the National Policy Council for Grain Producers Australia.

INTEREST IN SECURITIES
Fully paid ordinary shares 99,350

COMMITTEES
Chairman - Audit and Risk Committee

Member – Nomination and Remuneration Committee

Member – Proposed Merger Due Diligence Committee

OTHER DIRECTORSHIPS
Nil

INFORMATION ON DIRECTORS & COMPANY SECRETARY

INDEPENDENT NON-EXECUTIVE DIRECTOR PAUL BURKE

Paul Burke is currently a consultant in his own business, North Australia Consultancy Specialists with over 15 years of expertise in Agriculture in Northern Australia across Queensland, Western Australia and the Northern Territory.

Paul has held senior roles across a diverse range of both Government and Non-Government organisations. These have included CEO of Northern Territory Farmers Association, CEO Forestry Industry Association of Northern Territory, CEO of Northern Territory Cattleman's Association, Membership and Regions Manager AgForce Queensland and Director of Infrastructure and Major Projects (DPI NTG.)

In addition to these experiences, Paul was a founding member of Northern Territory Cotton Growers Association, Northern Territory/Ord Valley Forestry Hub and has sat on various other committees in water management, land tenure and economic development.

Paul has had exposure to a broad range of Northern Agricultural Developments and currently supports several Aboriginal led agriculture projects. His passion and commitment to delivery of legislative frameworks to support agriculture development has been evident across North Australia.

OTHER BOARD POSITIONS

Chair – Northern Territory Pastoral Land Board

Chair – Research Institute of Northern Agriculture

Chair – North Australia Beef Research Council

Independent Director - Kimberly Cotton Company

Independent Director – MG Corporation, Crawford Fund – (NT Branch)

INTEREST IN SECURITIES

Nil Shares Held

COMMITTEES

Member – Audit and Risk Committee

Member – Nomination and Remuneration Committee

Member – Proposed Merger Due Diligence Committee

Chair – Environmental, Social and Governance Subcommittee

OTHER DIRECTORSHIPS

Nil

INDEPENDENT NON-EXECUTIVE DIRECTOR
RACHEL TRIGGS

Rachel Triggs is an experienced senior executive with over 25 years' experience in the Australian grape and wine sector, bringing a rare combination of technical, legal, and strategic expertise to her work across agriculture and trade. A qualified winemaker and lawyer, Rachel has held senior leadership roles at Wine Australia—including as General Counsel and Head of ESG and Market Access—where she played a key role in export regulation, market access strategy, and international trade negotiations for one of Australia's most globally significant agricultural exports.

Before joining Wine Australia, Rachel worked as a corporate lawyer specialising in wine law and regulatory affairs. She began her career as a winemaker, completing vintages in the Adelaide Hills, Clare Valley, Hunter Valley, Oregon, and Tuscany. She still makes a small batch of wine each year in her suburban backyard.

Rachel holds a Bachelor of Science (Jurisprudence) majoring in genetics and biochemistry, a Bachelor of Law, and a Master of Oenology—all from the University of Adelaide. She also holds a Graduate Diploma of Legal Practice and a Diploma of European Wine Law from the University of Reims Champagne-Ardenne. She is co-author of the textbook Global Wine Regulation and a contributing writer to the Oxford Companion to Wine.

Rachel is President of the Australasian section of the International Wine Law Association. She also sits on the boards of Australian Women in Wine and the International Wine Law Association.

Through her work, Rachel champions the value of premium agricultural production, regulatory reform, and global market access—and brings a sharp, practical perspective to the intersection of policy, governance, and agribusiness strategy.

QUALIFICATIONS

Bachelor of Law

Masters in Oenology

Graduate Diploma of Legal Practice

Diploma of European Wine Law

COMMITTEES

Member – Audit and Risk Committee

Member – Nomination and Remuneration Committee

Member – Proposed Merger Due Diligence Committee

Member – Environmental, Social and Governance Subcommittee

OTHER DIRECTORSHIPS

Nil

COMPANY SECRETARY
KATELYN ADAMS

Katelyn Adams has over 15 years of accounting and board experience, servicing predominantly ASX listed companies. Katelyn is a Chartered Accountant and Partner of the Corporate Advisory division of HLB Mann Judd in Adelaide, as well as the Company Secretary of various listed and private companies.

Katelyn has extensive knowledge in corporate governance, ASX Listing Rule requirements, IPO and capital raising processes, as well as a strong technical accounting background.

Katelyn is a Non-Executive Director of Clean Seas Seafood Limited, and Company Secretary of Duxton Water Limited, Highfield Resources Limited and Petratherm Limited.

QUALIFICATIONS

Bachelor of Commerce

Member of Chartered Accountants Australia and New Zealand

REMUNERATION REPORT (AUDITED)

The Nomination and Remuneration Committee is responsible for reviewing the compensation arrangements for all Key Management Personnel and Directors. The review is conducted annually, having regard to management performance and comparative, external compensation levels. Independent advice may be sought on compensation packages and Director's fees. The compensation of key management personnel includes salary/fees, movements in accrued annual and long service leave, benefits including the provision of motor vehicles and superannuation.

KEY MANAGEMENT PERSONNEL

The Directors and other key management personnel of the Group during or since the end of the financial year were:

Executive directors	**Position**
E Peter	Chairman, Executive director
Non-executive directors	
M Harvey	Non-executive director, Deputy Chairman
S Duerden	Non-executive director
W Dabinett	Non-executive director
P Burke	Non-executive director
R Triggs	Non-executive director appointed 11 October 2024
Other key management personnel	
B Goldsmith	General Manager

REMUNERATION OF NON-EXECUTIVE DIRECTORS

The Board policy is to remunerate Independent Non-Executive Directors at market rates for comparable companies for time, commitment and responsibilities. Fees for Non-Executive Directors are not linked to the performance of the Group.

In determining competitive remuneration rates, the Board review local and international trends among comparative companies and industry generally. Typically, the Group will compare Non-Executive Remuneration to companies with similar market capitalisations. These reviews are performed to confirm that non-executive remuneration is in line with market practice and is reasonable in the context of Australian executive reward practices.

Further to ongoing reviews, the maximum aggregate amount of fees that can be paid to Non-executive Directors is $300,000 and any change is subject to approval by shareholders at a General Meeting.

REMUNERATION OF KEY MANAGEMENT PERSONNEL

Details of the remuneration of the key management personnel of the Group for the reported period, are set out in the following table. Independent Directors are remunerated in shares subject to shareholder approval.

	SHORT-TERM EMPLOYEE BENEFITS			POST EMPLOYMENT BENEFITS	LONG-TERM EMPLOYEE BENEFITS	SHARE-BASED PAYMENTS	
2025	$ Salary and Fees*	$ Cash Bonus	$ Non- Monetary	$ Superannuation	$ Long Service Leave	$ Shares	$ Total
Executive Directors							
Mr Edouard Peter (1)	-	-	-	-	-	-	-
Non-executive Directors							
Mr Stephen Duerden (1)	-	-	-	-	-	-	-
Rachel Triggs (2)	45,000	-	-	5,175	-	-	50,175
Mr Mark Harvey (2)	71,250	-	-	8,194	-	-	79,444
Mr Wade Dabinett (2)	58,750	-	-	6,756	-	-	65,506
Mr Paul Burke (2)	62,916	-	-	7,235	-	-	70,151
Other Key Mgt Personnel							
Mr Bryan Goldsmith	210,000	355,700	31,400	27,600	-	-	624,700
Total	**447,916**	**355,700**	**31,400**	**54,960**	**-**	**-**	**889,976**

* Salaries and fees includes payments for annual leave taken
(1) These Directors are employed by the Investment Manager (Duxton Capital (Australia) Pty Ltd) and receive no Remuneration from Duxton Farms Limited, however Duxton Capital (Australia) Pty Ltd does receive management fees and performance fees.
(2) Directors fees are set at $40,000 plus $5,000 for each subcommittee and will be satisfied in cash. Apportionment will apply for directors appointed through the year.

	SHORT-TERM EMPLOYEE BENEFITS			POST EMPLOYMENT BENEFITS	LONG-TERM EMPLOYEE BENEFITS	SHARE-BASED PAYMENTS	
2024	$ Salary and Fees	$ Cash Bonus	$ Non- Monetary	$ Superannuation	$ Long Service Leave	$ Shares	$ Total
Executive Directors							
Mr Edouard Peter (1)	-	-	-	-	-	-	-
Non-executive Directors							
Mr Stephen Duerden (1)	-	-	-	-	-	-	-
Dr Amanda Rischbieth (2)	8,750	-	-	963	-	-	9,713
Mr Mark Harvey (2)	35,000	-	-	3,850	-	-	38,850
Mr Wade Dabinett (2)	35,000	-	-	3,850	-	-	38,850
Mr Paul Burke (2)	26,250	-	-	2,887	-	-	29,137
Other Key Mgt Personnel							
Mr Bryan Goldsmith (3)	222,115	-	31,400	22,233	-	102,816	378,564
Total	**327,115**	**-**	**31,400**	**33,783**	**-**	**102,816**	**495,114**

(1) These Directors are employed by the Investment Manager (Duxton Capital (Australia) Pty Ltd) and receive no Remuneration from Duxton Farms Limited, however Duxton Capital (Australia) Pty Ltd does receive management fees and performance fees.
(2) Directors fees are set at $35,000 plus superannuation and will be satisfied in cash. Apportionment will apply for directors appointed through the year.
(3) Shares were issued to Bryan Goldsmith in March 2024 in lieu of a discretionary cash based performance based bonus.

SHARE BASED COMPENSATION

Issue of shares

Details of shares issued to Directors and other key management personnel as satisfaction of unpaid remuneration are set out below:

Name	Date	Shares	Issue Price	$
Mr Bryan Goldsmith	07-03-2024	66,333	$1.55	102,816

GROUP EARNINGS & MOVEMENT IN SHAREHOLDER WEALTH

	30 Jun 25 $'000	30 Jun 24 $'000	30 Jun 23 $'000	30 Jun 22 $'000	30 Jun 21 $'000
Revenue	20,048	24,076	7,296	16,644	21,272*
Net profit /(loss) before tax	(16,732)	6,910	(13,477)	(4,185)	1,882*
Net profit /(loss) after tax	(12,505)	5,193	(10,089)	(3,167)	1,406
	30 Jun 25	30 Jun 24	30 Jun 23	30 Jun 22	30 Jun 21
Share price at start of year	$1.47	$1.35	$1.78	$1.37	$1.05
Share price at end of year	$1.31	$1.47	$1.35	$1.78	$1.37
Dividend	24.00cps	10.00cps	0.00cps	0.00cps	6.20cps
Basic earnings per share	(30.28)cps	12.47cps	(24.16)cps	(7.58)cps	3.28cps

In addition, during the financial year Duxton Farms Ltd repurchased 957,606 shares for $1,348k. The shares were repurchased at the prevailing market price on the date of the buy-back. Of the 957,606 shares purchased, all were cancelled during the financial year.

** includes discontinued operations*

	Fixed Remuneration		Remuneration linked to performance	
	2025	2024	2025	2024
Executive Directors				
Mr Edouard Peter	-	-	-	-
Non-executive Directors				
Mr Stephen Duerden	-	-	-	-
Mr Mark Harvey	100%	100%	-	-
Mr Wade Dabinett	100%	100%	-	-
Mr Paul Burke	100%	100%	-	-
Rachel Triggs	100%	-	-	-
Other key mgt personnel				
Bryan Goldsmith	43%	74%	57%	26%

No key management personnel appointed during the period received a payment as part of his or her consideration for agreeing to hold the position.

EQUITY HOLDINGS OF KEY MANAGEMENT PERSONNEL

2025	Type	Balance at 1/7/24	Granted in lieu of cash	Purchases/ (Disposals) on market	Balance at 30/6/25
Executive Directors					
Mr Edouard Peter (1)	ORD	8,644,406	-	243,816	8,888,221
Non-executive Directors					
Mr Stephen Duerden (1)	ORD	35,442	-	-	35,442
Mr Mark Harvey	ORD	147,890	-	9,823	157,713
Mr Wade Dabinett	ORD	89,974	-	9,376	99,350
Mr Paul Burke	ORD	-	-	-	-
Ms Rachel Triggs	ORD	-	-	-	-
Other key mgt personnel					
Bryan Goldsmith	ORD	208,910	-	(18,625)	190,285
Total		**9,126,622**	**-**	**244,390**	**9,371,012**

(1) Equity holdings above include both direct and indirect holdings. For further details see note 29.

2024	Type	Balance at 1/7/23	Granted in lieu of cash	Purchases/ (Disposals) on market	Balance at 30/6/24
Executive Directors					
Mr Edouard Peter (1)	ORD	7,578,477	-	1,065,929	8,644,406
Non-executive Directors					
Mr Stephen Duerden (1)	ORD	35,422	-	-	35,422
Mr Mark Harvey	ORD	147,890	-	-	147,890
Mr Wade Dabinett	ORD	87,904	-	2,070	89,974
Mr Paul Burke	ORD	-	-	-	-
Other key mgt personnel					
Bryan Goldsmith	ORD	142,577	66,333	-	208,910
Total		**7,992,290**	**66,333**	**1,067,999**	**9,126,622**

(1) Equity holdings above include both direct and indirect holdings. For further details see note 29.

TRANSACTIONS WITH KEY MANAGEMENT PERSONNEL

The Group has a management agreement with Duxton Capital (Australia) Pty Ltd, a company which Edouard Peter and Stephen Duerden are Directors. The current agreement is for the provision of investment management services. Total fees payable amounted to $1,007,762 (ex gst) for the financial year ended 30 June 2025. As at 30 June 2025 an amount of $203,134 is payable to Duxton Capital (Australia) Pty Ltd relating to these items.

Duxton Capital (Australia) Pty Ltd is not entitled to a performance fee for the period ending 30 June 2025 for investment management services provided during the year. The calculation methodology of this fee is set out in pages 41 to 42 of this report.

As part of the management agreement with Duxton Capital (Australia) Pty Ltd, a company which Edouard Peter and Stephen Duerden are Directors, the Group pays for the provision of accounting, bookkeeping and human resource services. Total fees payable amounted to $659,459 (ex gst) for the financial year ended 30 June 2025.

The Group has a lease agreement with Duxton Water Ltd, a company which Edouard Peter and Stephen Duerden are Directors. The current agreement is for the provision of a water lease. It amounted to $636,417 (ex gst) for the financial year ended 30 June 2025. At 30 June 2025 $4,113 remains payable to Duxton Water Ltd.

The Group entered into a 5 year lease for a property located in the Ord Irrigation precinct in Western Australia effective 1 January 2025. Paul Burke is a Director of MG Corporation, an organisation associated with the landlord. Lease payments of $72,000 were made during the financial year ended 30 June 2025 (2024: $nil).

As disclosed in prior periods the Group leases Mountain Valley Station, owned by the Group's two largest shareholders, one of whom is Chairman Edouard Peter. Lease payments of $564,000 were made for the financial year ended 30 June 2025 (2024: $564,00).

As disclosed in prior periods the Group has an agreement for water usage charges with Jemalong Irrigation Ltd of which Bryan Goldsmith is a director. Total fees payable amounted to $344,000 (ex gst) for the financial year ended 30 June 2025.

All agreements are approved by either Independent Directors or shareholders.

INVESTMENT MANAGER

The Group has appointed Duxton Capital (Australia) Pty Ltd as its Investment Manager to manage its assets and implement its investment strategy. The Board have appointed the Investment Manager in line with the terms of the Investment Management Agreement.

The Investment Management Agreement signed on 7th November 2017 is for an initial term of ten (10) years. After this initial term, the Investment Management Agreement will be renewed for further new terms of five (5) years, unless terminated by the Group or the Investment Manager.

Under the Investment Management Agreement, the Investment Manager will be responsible for the day-to-day management of the Group and management of the investment portfolio. Services provided by the Investment Manager include, but are not limited to, the selection, determination, structuring, investment, reinvestment, leasing and management of the Group's assets.

In return for the performance of its duties, the Investment Manager is entitled to be paid a monthly Management Fee equal to 0.85% per annum (plus GST) of the Portfolio Net Asset Value at the end of each month (calculated prior to any deduction of performance fees payable to the Investment Manager). The Management Fee commenced 1 July 2018 and is to be calculated and accrued on the last day of each month and paid monthly in arrears.

The Management Fee for the for the final calendar month in which the Group is wound up or the Investment Management Agreement is terminated will be calculated using the following formula:

$$\text{Monthly Management Fee} = \frac{(\text{Days in Operation}) \times 0.85\%}{365} \times \text{Portfolio Net Asset Value on the relevant Valuation Day}$$

"Days in Operation" means the number of days in that calendar month in which the Group incurs liabilities or debts and/ or generates revenue or owns assets.

"Portfolio Net Asset Value (PNAV)" means the total assets of the Group less the total liabilities of the Group excluding tax balances and Performance Fee, as based on the Group's management accounts.

"Valuation Day" means the last day in each month, unless the Directors resolve otherwise, on which the PNAV is calculated.

The Management Fee is to be paid to the Investment Manager regardless of the performance of the Group.

Management Fees would increase if the Group's portfolio value increases, and decrease if the Group's portfolio value decreases, over the period. The Management Fee payable to the Investment Manager is calculated on the basis of the Portfolio Net Asset Value of the Group, at the relevant valuation date.

The management fee paid to the Investment manager for the year ended 30 June 2025 was $1,007,762 (2024: $1,169,406).

In addition to the monthly Management Fee, the Investment Manager is entitled to be paid a Performance Fee at the end of each financial year from the Group. The Performance Fee is split over two hurdles and is calculated as:

- 5% of the outperformance of the Investment Return of the Group above a hurdle return of 8% per annum up to 12% per annum; plus
- If the Investment Return is above 12% for the year then the Performance Fee will include 10% of the remaining outperformance of the Investment Return over the hurdle of 12% per annum.

The Performance Fee will be subject to a High Water Mark and will be accrued monthly and paid annually. The terms of the Performance Fee are outlined below:

The Performance Fee will be calculated by reference to the audited accounts of the Group ("Audited Accounts") and the Group is required to pay the Performance Fee to the Investment Manager in arrears within 14 days from the issue of the Audited Accounts.

The Performance Fee will be payable if the Group outperforms either of the First Benchmark Hurdle or the Second Benchmark Hurdle (as defined below) during any Calculation Period. The formula for calculating the Performance Fee payable to the Investment Manager for any Calculation Period is as follows:

(a) If the Investment Return of the Group between the Start Date and the Calculation Date is less than the First Benchmark Return Hurdle (8%) then no Performance Fee is payable.

(b) If the Investment Return of the Group between the Start Date and the Calculation Date is greater than the First Benchmark Hurdle (8%) but less than the Second Benchmark Hurdle (12%) then the Performance Fee will be: 5% x ((Adjusted Ending PNAV - Opening PNAV – Capital Raisings) – First Benchmark Return Hurdle)

(c) If the Investment Return of the Group between the Start Date and the Calculation Date is greater than the Second Benchmark Hurdle (12%) then the Performance Fee will consist of two components as follows:

Component A = 5% x (Second Benchmark Return Hurdle - First Benchmark Return Hurdle)

Plus

Component B = 10% x ((Adjusted Ending PNAV – Opening PNAV – Capital Raisings) – Second Benchmark Return Hurdle)

Where:

"Portfolio Net Asset Value (PNAV)" means the total assets of the Group less the total liabilities of the Group excluding provisions for tax payable and Performance Fee, as based on the Group's Audited Accounts or latest management accounts (as the case may be).

"Investment Return" means the percentage by which the Ending Portfolio Net Asset Value exceeds the Opening Portfolio Net Asset Value at the Calculation Date; excluding any additions or reductions in the equity of the Group including distributions paid or provided for, dividend reinvestments, new issues, the exercise of share options, share buy-backs and the provision or payment of tax made since the previous Calculation Date.

"Adjusted Ending PNAV" means the PNAV at the Calculation Date, adjusted by adding back to the Ending PNAV:

- Any Distributions or reductions in capital paid or provided for during such Calculation Period; and
- Any relevant taxes paid or provided for during such Calculation Period.

"First Benchmark Return Hurdle" means an amount equal to: 8% per annum of the Opening PNAV;

- Plus 8% per annum on Capital Raisings during the Calculation Period, calculated on a time weighted basis;
- Minus 8% per annum on the amount of any Distributions paid during the Calculation Period, calculated on a time weights basis.

"Second Benchmark Return Hurdle" means an amount equal to: 12% per annum of the Opening PNAV;

- Plus 12% per annum on Capital Raisings during the Calculation Period, calculated on a time weighted basis;
- Minus 12% per annum on the amount of any distributions paid during the Calculation Period, calculated on a time weights basis.

"Ending PNAV" means the Portfolio Net Asset Value of the Group at the end of the relevant Calculation Period.

"Opening PNAV" means the higher of Portfolio Net Asset Value of the Group at the relevant Start Date for the Calculation Period or the highest Ending PNAV since inception of the Group on which a performance fee has been paid to the Investment Manager.

"High Water Mark" means the highest Adjusted Portfolio Net Asset Value at which a Performance Fee has been paid to the Investment Manager.

"Commencement Date" means the first Business Day immediately following the Listing Date (including such extended period(s) where applicable).

"Calculation Period" commences from a "Start Date" and ends on a "Calculation Date".

"Start Date" means 1 July of each year except for the first Calculation Period which will start on the first Business Day immediately following the Listing Date (i.e. Commencement Date).

"Calculation Date" means the 30 June of each year, except for the year in which the Group is wound up or the Investment Management Agreement is terminated, in which case the Calculation Date will be the last Business Day before the termination of the Group or the Investment Management Agreement (as applicable).

"Business Day" means a day on which banks are open in South Australia, excluding weekends and public holidays in South Australia.

No performance fee was payable to the investment manager for the year ended 30 June 2025 (2024: $756,940).

A termination fee is payable by the Group to the Investment Manager if the Investment Management Agreement is terminated within the first ten years of the Agreement, unless the Group has terminated the Investment Management Agreement for default by the Investment Manager. The termination fee is equal to 5% of the PNAV of the Group, reduced by 1/60th for each calendar month elapsed after the first five years since commencement of the Investment Management Agreement up to the date of termination.

– END OF REMUNERATION REPORT –

SHARE OPTIONS

No shares of any controlled entity were issued during or since the end of the period by virtue of the exercise of any options. At the date of this report the Group has no options on issue (2024: NIL).

PROCEEDINGS ON BEHALF OF THE GROUP

No person has applied for leave of Court to bring proceedings on behalf of the Group or intervene in any proceedings to which the Group is a party for the purpose of taking responsibility on behalf of the Group for all or any part of these proceedings. The Group was not a party to any such proceedings during the year.

AUDITOR'S INDEPENDENCE DECLARATION

Section 307C of the Corporations Act 2001 requires our auditors, Grant Thornton Audit Pty Ltd, to provide the Directors of the Group with an Independence Declaration. This Lead Auditor's Independence Declaration is included on page 44.

Signed in accordance with a resolution of directors made pursuant to s.306(3) of the Corporations Act 2001.

Edouard Peter
Chairman

Mark Harvey
Independent Non-Executive Director

Stirling, South Australia
7 August 2025

Grant Thornton Audit Pty Ltd
Grant Thornton House
Level 3
170 Frome Street
Adelaide SA 5000
GPO Box 1270
Adelaide SA 5001

T +61 8 8372 6666

Auditor's Independence Declaration

To the Directors of Duxton Farms Limited

In accordance with the requirements of section 307C of the *Corporations Act 2001*, as lead auditor for the audit of Duxton Farms Limited for the year ended 30 June 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.

Grant Thornton

GRANT THORNTON AUDIT PTY LTD
Chartered Accountants

J L Humphrey
Partner – Audit & Assurance

Adelaide, 7 August 2025

CONSOLIDATED STATEMENT OF **PROFIT OR LOSS** AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 JUNE 2025

	Note	30 June 2025 $'000	30 June 2024 $'000
Revenue	5	20,048	24,076
Cost of sales		(1,297)	(1,964)
Biological transformation (crops & livestock)		(16,418)	(11,127)
Gross profit		**2,333**	**10,985**
Other Income	7	1,374	13,334
Share of loss of associate accounted for using the equity method	14	(762)	-
Operational expenses		(7,065)	(7,040)
Administration expenses		(4,742)	(3,006)
Management, Performance and Accounting Services	30	(1,667)	(2,189)
Proposed Merger Costs		(3,694)	-
Impairment Expense		(502)	(150)
Finance costs	8	(2,007)	(5,024)
Profit / (loss) before tax		**(16,732)**	**6,910**
Income tax (expense) / benefit	20	4,227	(1,717)
Profit / (loss) for the year		**(12,505)**	**5,193**
Other comprehensive income net of income tax:			
Items that will not be reclassified subsequently to profit or loss:			
Valuation uplift on revaluation of other properties		1,398	10,462
Net fair value gain on financial asset		276	-
Total comprehensive income/(loss) for the year		**(10,831)**	**15,655**
Earnings per share		**c**	**c**
Basic (cents per share)	27	(30.28)	12.47
Diluted (cents per share)	27	(30.28)	12.47

The notes on page 51 to 81 are an integral part of these financial statements

CONSOLIDATED STATEMENT OF **FINANCIAL POSITION**
AS AT 30 JUNE 2025

	Note	30 June 2025 $'000	30 June 2024 $'000
ASSETS			
Current assets			
Cash and cash equivalents	10	23,279	28,619
Trade & other receivables	11	1,821	542
Inventories	12	4,149	6,678
Biological assets	13	10,408	11,673
Other current assets	16	699	524
Total Current Assets		**40,356**	**48,036**
Non-current assets			
Land	17	80,470	105,981
Buildings, plant & equipment	17	23,443	20,734
Right-of-use asset	18	5,534	1,706
Intangible assets	19	8,463	8,463
Investment in associate - equity accounted	14	4,823	-
Financial assets	15	6,280	4,091
Total Non-current Assets		**129,013**	**140,975**
Total assets		**169,369**	**189,011**
LIABILITIES			
Current Liabilities			
Trade & other payables	21	13,781	7,350
Borrowings	22	2,065	918
Lease liabilities	23	777	488
Current tax liability	20	2,786	383
Employee Benefits	24	498	529
Total Current Liabilities		**19,907**	**9,668**
Non-current Liabilities			
Borrowings	22	34,757	40,462
Lease Liabilities	23	4,881	1,283
Employee Benefits	24	13	11
Deferred Tax Liability	20	11,434	17,729
Total Non-current Liabilities		**51,085**	**59,485**
Total liabilities		**70,992**	**69,153**
Net assets		**98,377**	**119,858**
EQUITY			
Issued capital	25	70,998	71,770
Accumulated profits		1,710	7,992
Reserves	26	25,669	40,096
Total equity		**98,377**	**119,858**

The notes on page 51 to 81 are an integral part of these financial statements

CONSOLIDATED STATEMENT OF **CHANGES IN EQUITY** AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 JUNE 2025

	Note	Issued Capital $'000	Retained Earnings/ (Accumulated Losses) $'000	Asset Revaluation Reserve $'000	FVOCI Reserve $'000	Share Based Payment Reserve $'000	Total equity $'000
Balance at 1 July 2023		**71,702**	**(19,329)**	**55,619**	**-**	**316**	**108,308**
Profit/(loss) for the year		-	5,193	-	-	-	5,193
Other comprehensive income for the year, net of income tax		-	-	10,462	-	-	10,462
Total comprehensive income for the year		-	5,193	10,462	-	-	15,655
Issue of shares	25	167	-	-	-	-	167
Transfer of revaluation reserve to retained earnings on sale of Timberscombe		-	26,301	(26,301)	-	-	-
Dividend declared		-	(4,173)	-	-	-	(4,173)
Share buy-back	25	(99)	-	-	-	-	(99)
Balance at 30 June 2024		**71,770**	**7,992**	**39,780**	**-**	**316**	**119,858**
Balance at 1 July 2024		**71,770**	**7,992**	**39,780**	**-**	**316**	**119,858**
Profit/(loss) for the year		-	(12,505)	-	-	-	(12,505)
Other comprehensive income for the year, net of income tax		-	-	1,398	276	-	1,674
Total comprehensive income for the year		-	(12,505)	1,398	276	-	(10,831)
Issue of shares	25	576	-	-	-	-	576
Transfer of revaluation reserve to retained earnings on sale of Kentucky		-	16,101	(16,101)	-	-	-
Dividend declared		-	(9,878)	-	-	-	(9,878)
Share buy-back	25	(1,348)	-	-	-	-	(1,348)
Balance at 30 June 2025		**70,998**	**1,710**	**25,077**	**276**	**316**	**98,377**

The notes on page 51 to 81 are an integral part of these financial statements

CONSOLIDATED STATEMENT OF **CASH FLOWS**
FOR THE YEAR ENDED 30 JUNE 2025

	Note	30 June 2025 $'000	30 June 2024 $'000
Cash flows from operating activities			
Receipts from customers		22,140	29,243
Payments to suppliers		(26,568)	(30,800)
Interest received		216	1
Interest paid		(2,209)	(2,838)
Income tax paid		(350)	(1,399)
Government rebates received		168	537
Net cash (used in) operating activities	28	**(6,603)**	**(5,256)**
Cash flows from investing activities			
Payments for property, plant and equipment		(18,436)	(17,771)
Proceeds from disposal of property, plant and equipment		37,513	69,731
Payments for water entitlements		-	(242)
Payment for investment in associate		(4,000)	-
Payment for investment in financial asset		(3,406)	(2,500)
Net cash provided by investing activities		**11,671**	**49,218**
Cash flows from financing activities			
Dividend paid		(3,597)	–
Share buy back	25	(1,348)	(99)
Proceeds from borrowings		24,250	25,996
Repayment of borrowings		(30,240)	(29,200)
Payment of lease liabilities		(800)	(564)
Net cash (used in) financing activities		**(11,735)**	**(3,867)**
Net Increase/(decrease) in cash and cash equivalents		**(6,667)**	**40,095**
Cash and cash equivalents at beginning of the year		28,619	(11,476)
Cash and cash equivalents net of overdrafts at end of year	10	**21,952**	**28,619**

The notes on page 51 to 81 are an integral part of these financial statements

1. CORPORATE INFORMATION

Duxton Farms Limited is a limited company, incorporated and domiciled in Australia whose shares are publicly traded on the Australian Securities Exchange under the symbol DBF. Its registered office and principal place of business is located at 7 Pomona Road Stirling SA 5152.

2. BASIS OF PREPARATION

BASIS OF ACCOUNTING

The financial statements have been prepared under the historical cost basis except for land, buildings, biological assets and financial assets that are measured at fair value at the end of each reporting period, as explained in the accounting policies below. All amounts are presented in Australian dollars.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of AASB 2, leasing transactions that are within the scope of AASB 16, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in AASB 102 or value in use in AASB 136.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

The Group is a group of the kind referred to in ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191, dated 24 March 2016, and in accordance with that Corporations Instrument, amounts in the financial report are rounded off to the nearest thousand dollars, unless otherwise indicated. The functional and presentation currency of the Group is Australian Dollars.

GOING CONCERN

The annual financial statements have been prepared on the going concern basis, which assumes that the Group will be able to realise its assets and extinguish its liabilities as and when they fall due in the normal course of business and maintain compliance with its financing arrangements.

STATEMENT OF COMPLIANCE

The financial report is a general purpose financial report prepared in accordance with the Corporations Act 2001, and Australian Accounting Standards. Compliance with Australian Accounting Standards ensures that the financial statements comply with International Financial Reporting Standards ('IFRS') as issued by the International Accounting Standards Board (IASB).

PRINCIPLES OF CONSOLIDATION

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Duxton Farms Limited ('company' or 'parent entity') as at 30 June 2025 and the results of all subsidiaries for the period then ended. Duxton Farms Limited and its subsidiaries together are referred to in these financial statements as the 'consolidated entity'.

Subsidiaries are all those entities over which the consolidated entity has control. The consolidated entity controls an entity when the consolidated entity is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the consolidated entity. They are de-consolidated from the date that control ceases.

Intercompany transactions, balances and unrealised gains on transactions between entities in the consolidated entity 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 consolidated entity.

The acquisition of subsidiaries is accounted for using the acquisition method of accounting. A change in ownership interest, without the loss of control, is accounted for as an equity transaction, where the difference between the consideration transferred and the book value of the share of the non-controlling interest acquired is recognised directly in equity attributable to the parent.

Non-controlling interest in the results and equity of subsidiaries are shown separately in the statement of profit or loss and other comprehensive income, statement of financial position and statement of changes in equity of the consolidated entity. Losses incurred by the consolidated entity are attributed to the non-controlling interest in full, even if that results in a deficit balance.

3. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

The preparation of financial statements in conformity with Australian Accounting Standards Board (AASBs) requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

In particular, information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amount recognised in the financial statements are:

BIOLOGICAL ASSETS - CROPS

Crops are valued based on whether biological transformation has occurred, at which point the crops are measured at fair value less cost to sell, unless the crop is immature and little transformation has taken place at which point cost is used as a proxy for fair value. For crops nearing maturity the fair value is determined in consideration of the stage of growth and deducting all required costs to harvest and transport to market.

BIOLOGICAL ASSETS - LIVESTOCK

Livestock are valued based on market price less estimated sale costs. Actual head count is conducted where possible at balance date. Where this is not possible an estimate of expected head count is made based on birth rates and death rates historically experienced adjusted for current seasonal influences and other market data available together with expected change in age profile.

FAIR VALUE OF LAND & BUILDINGS

Land and buildings are stated in the statement of financial position at their revalued amounts, being the fair value at the date of revaluation, less any accumulated depreciation and accumulated impairment losses. Revaluations are performed by third party qualified valuers with sufficient regularity such that the carrying amount does not differ materially from that which would be determined using fair values at the reporting date.

FINANCIAL ASSETS AT FAIR VALUE

In accordance with AASB9, as the Group's intention is to hold this asset for the longer term, the investment will be carried at fair value with changes in value recognised in other comprehensive income. Fair value will be reviewed at each balance date based on the estimated price at which the investment could be sold.

STANDARDS ISSUED AND EFFECTIVE

The Group has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ("AASB") that are mandatory for the current reporting period. Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted. The Group has not yet assessed the impact of these new or amended Accounting Standards and Interpretations.

4. MATERIAL ACCOUNTING POLICIES

4.1 REVENUE RECOGNITION

Sale of livestock and produce

All revenues are recognised at a point in time at an amount that reflects the consideration to which the Group is expected to be entitled in exchange for transferring goods or services to a customer. For each contract with a customer, the Group: identifies the contract with a customer; identifies the performance obligations in the contract (typically delivery); determines the transaction price which takes into account estimates of variable consideration and the time value of money; allocates the transaction price to the separate performance obligations on the basis of the relative stand-alone selling price of each distinct good or service to be delivered; and recognises revenue when or as each performance obligation is satisfied in a manner that depicts the transfer to the customer of the goods or services promised.

For Duxton Farms the performance obligation is satisfied through delivery of livestock or produce to the customer. Variable consideration within the transaction price, if any, reflects concessions provided to the customer such as discounts, rebates and refunds, any potential bonuses receivable from the customer and any other contingent events. Such estimates are determined using either the 'expected value' or 'most likely amount' method. The measurement of variable consideration is subject to a constraining principle whereby revenue will only be recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur. The measurement constraint continues until the uncertainty associated with the variable consideration is subsequently resolved. Amounts received that are subject to the constraining principle are recognised as a refund liability

Interest revenue

Interest revenue comprises income earned on financial assets and is recognised when it is probable that the economic benefit will flow to the Group and that the amount of revenue can be reliably measured. Interest revenue is recognised in the Statement of Profit or Loss, using the effective interest method.

4.2 BORROWING COSTS

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

4.3 EMPLOYEE BENEFITS

Short-term and other long-term employee benefits

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Group in respect of services provided by employees up to the reporting date.

Share-based payments

Equity-settled share-based compensation benefits are provided to employees.

Equity-settled transactions are awards of shares that are provided to employees in exchange for the rendering of services.

The cost of equity-based transactions are measured at fair value on grant date.

The cost of equity-settled transactions are recognised as an expense with a corresponding increase in equity over the vesting period. The cumulative charge to profit or loss is calculated based on the grant date fair value of the award, the best estimate of the number of awards that are likely to vest and the expired portion of the vesting period. The amount recognised in profit or loss for the period is the cumulative amount calculated at each reporting date less amounts already recognised in previous periods.

If the non-vesting condition is within the control of the consolidated entity or employee, the failure to satisfy the condition is treated as a cancellation. If the condition is not within the control of the consolidated entity or employee and is not satisfied during the vesting period, any remaining expense for the award is recognised over the remaining vesting period, unless the award is forfeited.

If equity-settled awards are cancelled, it is treated as if it has vested on the date of cancellation, and any remaining expense is recognised immediately. If a new replacement award is substituted for the cancelled award, the cancelled and new award is treated as if they were a modification.

4.4 TAXATION

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit or loss and other comprehensive income because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Group's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition

(other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint ventures, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

Tax consolidation
Duxton Farms is the head entity in the tax consolidated group comprising the Group and the Australian wholly owned subsidiary. The Group recognises the current and deferred tax liability of the tax consolidated group.

4.5 PROPERTY, PLANT AND EQUIPMENT

Land and buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the statement of financial position at their revalued amounts, being the fair value at the date of revaluation, less any subsequent accumulated depreciation and subsequent accumulated impairment losses. Revaluations are performed with sufficient regularity such that the carrying amounts do not differ materially from those that would be determined using fair values at the end of each reporting period.

Any revaluation increase arising on the revaluation of such land and buildings is recognised in other comprehensive income and accumulated in equity, except to the extent that it reverses a revaluation decrease for the same asset previously recognised in profit or loss, in which case the increase is credited to profit or loss to the extent of the decrease previously expensed. A decrease in the carrying amount arising on the revaluation of such land and buildings is recognised in profit or loss to the extent that it exceeds the balance, if any, held in the properties revaluation reserve relating to a previous revaluation of that asset.

Depreciation on revalued buildings is recognised in profit or loss. On the subsequent sale or retirement of a revalued property, the attributable revaluation surplus remaining in the properties revaluation reserve is transferred directly to retained earnings.

Freehold land is not depreciated.

Plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets (other than freehold land and properties under construction) less their residual values over their useful lives based on expected usage patterns. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Right-of-use assets held under leases in accordance with AASB 16 are depreciated over the shorter of their useful life or the life of the lease. Under AASB 16, right-of-use assets are tested for impairment in accordance with AASB 136.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

Depreciation rates used for each class of depreciable assets are:

Asset	Depreciation rate 2024
Buildings	2-4%
Plant, equipment and motor vehicles	10-40%
Office furniture & equipment	40-50%
Property improvements	5%

4.6 INTANGIBLE ASSETS

Intangible assets acquired separately

(a) Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

(b) Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses. As the asset has an indefinite useful life, the asset is not subject to depreciation. These assets are tested annually for impairment, and the carrying value of the asset is adjusted accordingly.

Permanent water rights recognised by the Group have an indefinite useful lives and are not depreciated. Each period the useful life of these assets are reviewed to determine whether events and circumstances continue to support an indefinite useful life assessment for each asset. Such assets are tested for impairment in accordance with the policy stated in 4.7.

4.7 IMPAIRMENT OF TANGIBLE AND INTANGIBLE ASSETS OTHER THAN GOODWILL

At the end of each reporting period, the Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

4.8 INVENTORIES

Consumables

Consumables are recorded at the lower of cost and net realisable value. Costs of consumables are determined on a first-in-first-out basis. Net realisable value represents the estimated selling price for consumables less all estimated costs of completion and costs necessary to make the sale.

Produce

The Group values cropping inventories in accordance with AASB 141 Agriculture whereby the cost of the non-living (harvested) produce is deemed to be its fair value less cost to sell immediately after it becomes non-living. This valuation takes into account current crop selling prices and current processing and selling costs.

4.9 PROVISIONS

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received, and the amount of the receivable can be measured reliably.

4.10 FINANCIAL INSTRUMENTS

Financial assets and financial liabilities are recognised when a Group entity becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities except for trade receivables are initially measured at fair value. Trade receivables do not have a significant financing component so are measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

4.11 FINANCIAL ASSETS

Investments and other financial assets are initially measured at fair value. Transaction costs are included as part of the initial measurement, except for financial assets at fair value through profit or loss. Such assets are subsequently measured at either amortised cost or fair value depending on their classification. Classification is determined based on both the business model within which such assets are held and the contractual cash flow characteristics of the financial asset unless an accounting mismatch is being avoided.

Financial assets are derecognised when the rights to receive cash flows have expired or have been transferred and the consolidated entity has transferred substantially all the risks and rewards of ownership. When there is no reasonable expectation of recovering part or all of a financial asset, it's carrying value is written off.

Financial assets at fair value through profit or loss

Financial assets not measured at amortised cost or at fair value through other comprehensive income are classified as financial assets at fair value through profit or loss. Typically, such financial assets will be either: (i) held for trading, where they are acquired for the purpose of selling in the short-term with an intention of making a profit, or a derivative; or (ii) designated as such upon initial recognition where permitted. Fair value movements are recognised in profit or loss.

Financial assets at fair value through other comprehensive income

Financial assets at fair value through other comprehensive income include equity investments which the consolidated entity intends to hold for the foreseeable future and has irrevocably elected to classify them as such upon initial recognition.

Fair value movements are recognised directly to the fair value through other comprehensive income reserve net of applicable income tax.

Impairment of financial assets

The consolidated entity recognises a loss allowance for expected credit losses on financial assets which are either measured at amortised cost or fair value through other comprehensive income. The measurement of the loss allowance depends upon the consolidated entity's assessment at the end of each reporting period as to whether the financial instrument's credit risk has increased significantly since initial recognition, based on reasonable and supportable information that is available, without undue cost or effort to obtain.

Where there has not been a significant increase in exposure to credit risk since initial recognition, a 12-month expected credit loss allowance is estimated. This represents a portion of the asset's lifetime expected credit losses that is attributable to a default event that is possible within the next 12 months. Where a financial asset has become credit impaired or where it is determined that credit risk has increased significantly, the loss allowance is based on the asset's lifetime expected credit losses. The amount of expected credit loss recognised is measured on the basis of the probability weighted present value of anticipated cash shortfalls over the life of the instrument discounted at the original effective interest rate.

For financial assets mandatorily measured at fair value through other comprehensive income, the loss allowance is recognised in other comprehensive income with a corresponding expense through profit or loss. In all other cases, the loss allowance reduces the asset's carrying value with a corresponding expense through profit or loss.

4.12 FINANCIAL LIABILITIES AND EQUITY INSTRUMENTS

Classification as debt or equity

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Group entity are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Group's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Group's own equity instruments.

Financial liabilities

Financial liabilities are classified as either financial liabilities 'at FVTPL' or 'other financial liabilities'.

Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is (i) contingent consideration that may be paid by an acquirer as part of a business combination, (ii) held for trading, or (iii) it is designated as at FVTPL.

A financial liability is classified as held for trading if:

- it has been incurred principally for the purpose of repurchasing it in the near term; or on initial recognition it is part of a portfolio of identified financial instruments that the Group manages together and has a recent actual pattern of short-term profit-taking; or

- it is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading or contingent consideration that may be paid by an acquirer as part of a business combination may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise; or
- the financial liability forms part of a Group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Group's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or
- it forms part of a contract containing one or more embedded derivatives, and AASB 9 permits the entire combined contract to be designated as at FVTPL.

Other financial liabilities

Other financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

4.13 INVESTMENT IN ASSOCIATES

Associates are all entities over which the group has significant influence but not control or joint control.

This is generally the case where the group holds between 20% and 50% of the voting rights.

Investments in associates are accounted for using the equity method of accounting, after initially being recognised at cost.

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the group's share of the post-acquisition profits or losses of the investee in profit or loss, and the group's share of movements in other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates are recognised as a reduction in the carrying amount of the investment.

Where the group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Unrealised gains on transactions between the group and its associates are eliminated to the extent of the group's interest in these entities. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity-accounted investees have been changed where necessary to ensure consistency with the policies adopted by the group.

The carrying amount of equity-accounted investments is tested for impairment in accordance with the policy described in note 14

4.14 BIOLOGICAL ASSETS

(a) Crops in ground

Crops in ground are measured at fair value less costs to sell, unless little biological transformation of the crop has taken place, in which case cost is used as a proxy for fair value less costs to sell. The fair value is determined in consideration of the stage of growth less all required costs to harvest and transport to market.

(b) Livestock

The Group values livestock at its fair value less cost to sell, which is determined by an independent valuation at each reporting date.

4.15 BUSINESS COMBINATIONS

The acquisition method of accounting is used to account for business combinations regardless of whether equity instruments or other assets are acquired.

The consideration transferred is the sum of the acquisition-date fair values of the assets transferred, equity instruments issued or liabilities incurred by the acquirer to former owners of the acquiree and the amount of any non-controlling interest in the acquiree. For each business combination, the non-controlling interest in the acquiree is measured at either fair value or at the proportionate share of the acquiree's identifiable net assets. All acquisition costs are expensed as incurred to profit or loss.

On the acquisition of a business, the consolidated entity assesses the financial assets acquired and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic conditions, the consolidated entity's operating or accounting policies and other pertinent conditions in existence at the acquisition-date.

Where the business combination is achieved in stages, the consolidated entity remeasures its previously held equity interest in the acquiree at the acquisition-date fair value and the difference between the fair value and the previous carrying amount is recognised in profit or loss.

Contingent consideration to be transferred by the acquirer is recognised at the acquisition-date fair value. Subsequent changes in the fair value of the contingent consideration classified as an asset or liability is recognised in profit or loss. Contingent consideration classified as equity is not remeasured and its subsequent settlement is accounted for within equity.

The difference between the acquisition-date fair value of assets acquired, liabilities assumed and any non-controlling interest in the acquiree and the fair value of the consideration transferred and the fair value of any pre-existing investment in the acquiree is recognised as goodwill. If the consideration transferred and the pre-existing fair value is less than the fair value of the identifiable net assets acquired, being a bargain purchase to the acquirer, the difference is recognised as a gain directly in profit or loss by the acquirer on the acquisition-date, but only after a reassessment of the identification and measurement of the net assets acquired, the non-controlling interest in the acquiree, if any, the consideration transferred and the acquirer's previously held equity interest in the acquirer.

Business combinations are initially accounted for on a provisional basis. The acquirer retrospectively adjusts the provisional amounts recognised and also recognises additional assets or liabilities during the measurement period, based on new information obtained about the facts and circumstances that existed at the acquisition-date. The measurement period ends on either the earlier of (i) 12 months from the date of the acquisition or (ii) when the acquirer receives all the information possible to determine fair value.

4.16 RIGHT-OF-USE ASSETS

A right-of-use asset is recognised at the commencement date of a lease. The right-of-use asset is measured at cost, which comprises the initial amount of the lease liability, adjusted for, as applicable, any lease payments made at or before the commencement date net of any lease incentives received, any initial direct costs incurred, and, except where included in the cost of inventories, an estimate of costs expected to be incurred for dismantling and removing the underlying asset, and restoring the site or asset.

Right-of-use assets are depreciated on a straight-line basis over the unexpired period of the lease or the estimated useful life of the asset, whichever is the shorter. Where the consolidated entity expects to obtain ownership of the leased asset at the end of the lease term, the depreciation is over its estimated useful life. Right-of use assets are subject to impairment or adjusted for any remeasurement of lease liabilities.

The consolidated entity has elected not to recognise a right-of-use asset and corresponding lease liability for short-term leases with terms of 12 months or less and leases of low-value assets. Lease payments on these assets are expensed to profit or loss as incurred.

4.16 LEASE LIABILITIES

A lease liability is recognised at the commencement date of a lease. The lease liability is initially recognised at the present value of the lease payments to be made over the term of the lease, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the consolidated entity's incremental borrowing rate. Lease payments comprise of fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, amounts expected to be paid under residual value guarantees, exercise price of a purchase option when the exercise of the option is reasonably certain to occur, and any anticipated termination penalties. The variable lease payments that do not depend on an index or a rate are expensed in the period in which they are incurred.

Lease liabilities are measured at amortised cost using the effective interest method. The carrying amounts are remeasured if there is a change in the following: future lease payments arising from a change in an index or a rate used; residual guarantee; lease term; certainty of a purchase option and termination penalties. When a lease liability is remeasured, an adjustment is made to the corresponding right-of use asset, or to profit or loss if the carrying amount of the right-of-use asset is fully written down.

5. REVENUE

The following is an analysis of Group revenue for the year from continuing operations.

	2025 $'000	2024 $'000
Sales - Cropping, Livestock & Wool	20,048	24,076

REVENUE FROM MAJOR PRODUCTS

	$'000	$'000
Hay	124	478
Cotton	6,948	820
Wheat	4,191	7,876
Barley	1,747	6,191
Canola	2,360	5,183
Chickpeas	3	18
Faba Beans	510	210
Cattle	3,181	2,471
Sheep	944	731
Wool	40	98
	20,048	**24,076**

All revenue is recognised at a point in time which corresponds to the time the goods are delivered to customers. Revenues are managed on a product by product basis. Costs are managed in total.

6 SEGMENT INFORMATION

The Group is considered to have one operating segment being agriculture within Australia. The Investment Manager has identified the operating segments based on internal reports that are used in assessing performance and determining the allocation of resources. Revenues from major products are disclosed at Note 5, however costs and assets employed are not sufficiently captured for further breakdown into operating segments.

7. OTHER INCOME

	2025 $'000	2024 $'000
Government Rebates	344	483
Cartage Income	398	918
Gain on sale of assets	32	11,345
Gain on derivative instruments	16	180
Insurance revenue	6	24
Interest received	216	43
Other revenue	362	341
	1,374	**13,334**

8. FINANCE COSTS

	$'000	$'000
Interest on bank overdrafts and loans	1,331	4,027
Interest on obligations for leases	106	144
Other finance costs	570	853
	2,007	**5,024**

9. AUDITORS REMUNERATION

	$'000	$'000
Audit or review of financial report	162	137
Investigating accountants report for proposed merger	452	-
No other non-audit services were provided by the appointed auditors		
	614	**137**

10. CASH AND CASH EQUIVALENTS

	$'000	$'000
Cash at Bank	156	406
Short term Deposits at call	23,123	28,213
Total Cash and cash equivalents	**23,279**	**28,619**
Total Cash and cash equivalents	23,279	28,619
Less bank overdraft - Note 22	(1,327)	-
Total cash and cash equivalent net of overdraft used for statement of cash flows	**21,952**	**28,619**

11. TRADE AND OTHER RECEIVABLES

	$'000	$'000
Trade Receivables	1,138	449
Allowance for expected credit losses	-	-
	1,138	**449**
Fuel Rebate Receivable	129	50
Other Receivables	554	43
	1,821	**542**

All trade receivables are within 30 days at 30 June 2025 and 30 June 2024.

12. INVENTORIES

	$'000	$'000
Consumables - cost	1,240	2,083
Produce on hand:		
- Crops - at NRV	2,909	4,563
- Wool - at NRV	-	32
Total Inventories	**4,149**	**6,678**

13. BIOLOGICAL ASSETS

	Crops in Ground $'000	Livestock $'000	Total $'000
Balance as at 1 July 2024	5,294	6,379	11,673
Preparation costs	6,275	1,664	7,939
Transfers to inventory/sales	(12,250)	(75)	(12,325)
Increase / (decrease) in fair value due to Bio-transformation	4,634	(1,513)	3,121
Balance at 30 June 2025	**3,953**	**6,455**	**10,408**
Balance as at 1 July 2023	7,070	5,625	12,695
Preparation costs	8,894	713	9,607
Transfers to inventory/sales	(19,959)	(754)	(20,713)
Increase in fair value due to Bio-transformation	9,289	795	10,084
Balance at 30 June 2024	**5,294**	**6,379**	**11,673**

14. INVESTMENT IN ASSOCIATES

	2025 $'000	2024 $'000
Investment in Duxton Bees Pty Ltd	4,823	-
Opening carrying amount	-	-
Fair value at initial recognition/transfer from financial assets	5,585	-
Share of loss after income tax	(762)	-
	4,823	**-**

On 13 December 2024 the Group subscribed for further shares in Duxton Bees Pty Ltd acquiring an additional 5.2 million shares for a total consideration of $4.0 million. On completion of the entitlement offer the Group has 23.32% of the voting shares of Duxton Bees Pty Ltd, up from 8.72% in the prior period. From 13 December 2024, the investment was reclassified at fair value to an investment in associate. The fair value of the initial 8.72% holding was determined based on the latest subscription price per share of Duxton Bees Pty Ltd. On reclassification the principles of the equity method of accounting are adopted as there is evidence of significant influence given the percentage of shareholding in accordance with AASB128 Investment in Associates.

Interests in associates are accounted for using the equity method of accounting. Information relating to associates that are material to the Group are set out below:

Name	Principal place of business/country of incorporation	Ownership Interest 2025 %
Duxton Bees Pty Ltd	Australia	23.32%

	2025 $'000
Summarised statement of financial position as at 30 June 2025 (unaudited)	
Current assets	4,030
Non-current assets	15,685
Total assets	**19,715**
Current liabilities	1,609
Non-current liabilities	2,432
Total liabilities	**4,041**
Net Assets	**15,674**

Summarised statement of profit and loss and other comprehensive income - 30 June 2025 (unaudited)	2025 $'000
Revenue	778
Expenses	(2,683)
(Loss) before income tax	(3,461)
Income tax expenses	-
(Loss) after income tax	(3,461)
Other comprehensive income	-
Total comprehensive income	**(3,461)**

15. FINANCIAL ASSETS

	2025 $'000	2024 $'000
Non-current		
Investment in Duxton Bees Pty Ltd shares at FVOCI[1]	-	1,585
Investment in Duxton Dried Fruits Pty Ltd shares at FVOCI	6,274	2,029
Investment in Duxton Dried Fruits Pty Ltd options at FVPL	-	471
Other	6	6
Total non-Current Financial Assets	**6,280**	**4,091**

[1] Refer note 14 for change in accounting treatment of investment in Duxton Bees Pty Ltd following acquisition of additional equity interest during the period. The shares in Duxton Dried Fruits Pty Ltd are recognised at fair value - Level 2.

16. OTHER ASSETS

	$'000	$'000
Prepayments	699	524
	699	**524**

17. LAND, BUILDINGS, PLANT AND EQUIPMENT

	Land $'000	Buildings $'000	Plant and equipment at cost $'000	Work in Progress $'000	Total $'000
Gross Carrying Amount					
Balance at 1 July 2024	105,981	10,144	14,089	4,618	134,832
Additions	9,835	-	-	7,630	17,465
Disposals	(38,845)	(654)	(511)	-	(40,010)
Reclassifications from work in progress	1,172	1,445	2,128	(4,745)	-
Revaluation Increase / (decrease)	2,834	(821)	(25)	-	1,988
Balance at 30 June 2025	**80,977**	**10,114**	**15,681**	**7,503**	**114,275**
Accumulated depreciation/ amortisation and impairment					
Balance at 1 July 2024	-	(2,491)	(5,626)	-	8,117)
Eliminated on disposal of asset	-	166	207	-	373
Impairment losses recognised in the P&L	(507)	-	-	-	(507)
Reversals of impairment losses recognised in the P&L	-	6	-	-	6
Depreciation expense	-	(416)	(1,701)	-	(2,117)
Balance at 30 June 2025	**(507)**	**(2,735)**	**(7,120)**	**-**	**(10,362)**
Net Book Value					
As at 1 July 2024	**105,981**	**7,653**	**8,463**	**4,618**	**126,715**
As at 30 June 2025	**80,470**	**7,379**	**8,561**	**7,503**	**103,913**
Gross Carrying Amount					
Balance at 1 July 2023	138,642	10,635	11,740	1,428	162,445
Additions	11,435	–	212	5,615	17,262
Disposals	(57,521)	(1,119)	(185)	–	(58,825)
Reclassifications from work in progress	–	103	2,322	(2,425)	–
Revaluation Increase	13,425	525	–	–	13,950
Balance at 30 June 2024	**105,981**	**10,144**	**14,089**	**4,618**	**134,832**
Accumulated depreciation/ amortisation and impairment					
Balance at 1 July 2023	-	(2,410)	(4,182)	-	(6,592)
Eliminated on disposal of asset	-	305	65	-	370
Impairment losses recognised in the P&L	-	(4)	–	-	(4)
Reversals of impairment losses recognised in the P&L	-	19	–	-	19
Depreciation expense	-	(401)	(1,509)	-	(1,910)
Balance at 30 June 2024	**-**	**(2,491)**	**(5,626)**	**-**	**(8,117)**
Net Book Value					
As at 1 July 2023	**138,642**	**10,635**	**11,740**	**1,428**	**162,445**
As at 30 June 2024	**105,981**	**7,653**	**8,463**	**4,618**	**126,715**

The Group's freehold land and buildings are stated at their revalued amounts, being the fair value at the date of revaluation, less any subsequent accumulated depreciation and subsequent accumulated impairment losses. The fair value measurements of the Group's freehold land and buildings as at 30 June 2025 were performed by CBRE and Knight Frank, independent valuers not related to the Group.

CBRE and Knight Frank have appropriate qualifications and recent experience in the fair value measurement of properties in the relevant locations. The valuation conforms to International Valuation Standards and was based on recent market transactions on arm's length terms for similar properties.

AASB 13 Fair Value Measurement requires disclosure of fair value measurements by level of the fair value hierarchy. Details of the hierarchy are disclosed in Note 31.

Land and buildings are all Level 2 and have been determined as follows:

- The fair value of the freehold land was determined based on the market comparable approach that reflects recent transaction prices for similar properties.
- The fair value of the buildings was determined using the cost approach that reflects the cost to a market participant to construct assets of comparable utility and age, adjusted for obsolescence.

18. RIGHT-OF-USE ASSET

	2025 $'000	2024 $'000
Land and building – right-of-use	6,999	2,497
Less accumulated depreciation	(1,465)	(791)
	5,534	**1,706**
Gross carrying amount		
Balance at 1 July 2024	2,497	2,497
Additions	4,502	-
Balance at 30 June 2025	**6,999**	**2,497**
Accumulated depreciation		
Balance at 1 July 2024	(791)	(291)
Depreciation	(674)	(500)
Balance at 30 June 2025	(1,465)	(791)

On 1 January 2025 the Group entered into an 8 year lease with an option for a further 4 years for the property known as Wildman, and a 5 year lease with two 5 year options for the property know as Ord Irrigation.

The Ord Irrigation lease is considered to be a related party transaction as Mr Paul Burke a Director of Duxton Farms Limited is also a Director of the lessor MG Corporation, Refer Note 30.

19. INTANGIBLE WATER ASSETS

	$'000
Gross carrying amount	
Balance at 1 July 2024	8,463
Additions	-
Disposals	-
Balance at 30 June 2025	**8,463**
Accumulated impairment	
Balance at 1 July 2024	-
Disposals	-
Impairment reversal	-
Balance at 30 June 2025	-
Net book value	
As at 1 July 2024	8,463
As at 30 June 2025	8,463
Gross carrying amount	
Balance at 1 July 2023	8,221
Additions	242
Disposals	-
Balance at 30 June 2024	**8,463**
Accumulated impairment	
Balance at 1 July 2023	-
Disposals	-
Impairment reversal	-
Balance at 30 June 2024	-
Net book value	
As at 1 July 2023	8,221
As at 30 June 2024	8,463

Water licenses are valued at the lower of cost and their fair value, less cost to sell. Refer to note 17 for the valuation methodology in establishing fair value.

20. TAXATION

INCOME TAX RECOGNISED IN PROFIT OR LOSS

	2025 $'000	2024 $'000
Current tax		
Current tax expense/(benefit) in respect of current year	2,786	1,783
(Over)/under provision of income tax in previous year	(35)	-
	2,751	**1,783**
Deferred Tax		
Deferred tax expense/(benefit) recognised in current year	(6,978)	(66)
Total income tax recognised in the current year relating to continuing operations	**(4,227)**	**1,717**
The income tax expense for the year can be reconciled to the accounting profit as follows:		
Profit / (loss) before tax	(16,732)	6,910
Income tax expense calculated at 25%	(4,183)	1,728
Other	(44)	(11)
Income tax expense (benefit) recognised in profit and loss	**(4,227)**	**1,717**

INCOME TAX RECOGNISED DIRECTLY IN EQUITY

Deferred tax		
Revaluation of land – revaluation reserve	4,777	5,279
Revaluation of land – retained earnings	(5,367)	(8,767)
Income tax recognised directly in equity	**(590)**	**(3,488)**

CURRENT TAX LIABILITY

Current tax expense recognised through profit and loss	2,786	1,783
Income tax instalments paid	–	(1,400)
Current tax liability	**2,786**	**383**

DIVIDEND FRANKING ACCOUNT

Total franking account balance at 25%	358	1,400
Total	**358**	**1,400**

CURRENT TAX ASSETS AND LIABILITIES

2025	Opening balance $'000	Recognised in profit or loss $'000	Recognised directly in Equity $'000	Closing balance $'000
Gross deferred tax liabilities:				
Debtors	(63)	(20)	-	(83)
Inventories	(2,763)	613	-	(2,150)
Property Plant & Equipment	(15,102)	5,680	(590)	(10,012)
Right-of-use asset	(426)	(957)	-	(1,383)
Financial assets	-	-	(91)	(91)
Intangibles	(84)	195	-	111
	(18,438)	**5,511**	**(681)**	**(13,608)**
Gross deferred tax assets:				
Payables	224	(201)	-	23
Provisions	135	(7)	-	128
Lease liability	443	972	-	1,415
Other	(93)	701	-	608
	709	1,465	-	2,174
	(17,729)	**6,976**	**(681)**	**(11,434)**
Tax Losses	-	-	-	-
	(17,729)	**6,976**	**(681)**	**(11,434)**

2024	Opening balance $'000	Recognised in profit or loss $'000	Recognised directly in Equity $'000	Closing balance $'000
Gross deferred tax liabilities:				
Debtors	(76)	13	-	(63)
Inventories	(2,877)	114	-	(2,763)
Property Plant & Equipment	(20,562)	8,948	(3,488)	(15,102)
Right-of-use asset	(551)	125	-	(426)
Intangibles	(130)	46	-	(84)
	(24,196)	9,246	(3,488)	(18,438)
Gross deferred tax assets:				
Payables	28	196	-	224
Provisions	134	1	-	135
Lease liability	559	(116)	-	443
Other	(41)	(52)	-	(93)
	680	29	-	709
	(23,516)	**9,275**	**(3,488)**	**(17,729)**
Tax Losses	9,208	(9,208)	-	-
	(14,308)	**67**	**(3,488)**	**(17,729)**

21. TRADE AND OTHER PAYABLES

	2025 $'000	2024 $'000
Trade Payables	1,161	1,298
Dividend Payable	9,878	4,173
Accrued Expenses	2,742	1,879
	13,781	**7,350**

Trade payables principally comprise amounts outstanding for trade purchases and ongoing costs. The average credit period taken for trade purchases is 30 days. For most suppliers no interest is charged on the trade payables for the first 30 days from the date of the invoice. Thereafter, interest is charged on the outstanding balances at various interest rates. The Group has financial risk management policies in place to ensure that all payables are paid within the pre-agreed terms.

Dividend payable represents dividends declared in the financial year which remain unpaid at reporting date.

Accrued expenses include an amount of $nil (2024: $756,940) in relation to the performance fee payable to Duxton Capital (Australia) Pty Ltd.

22. BORROWINGS

Secured – at amortised cost	$'000	$'000
Bank Overdrafts (i)	1,327	-
Bank Loans (i)	34,000	38,750
Equipment Loans (ii)	1,495	2,630
	36,822	**41,380**
Current	2,065	918
Non-Current	34,757	40,462
	36,822	**41,380**

SUMMARY OF BORROWING ARRANGEMENTS

(i) The following facilities are secured by mortgages on the Group's assets:

- $8,000,000 at call overdraft with a variable interest rate currently 6.72%. The facility was drawn to $1,327,000 at the end of the year.
- $35,000,000 loan expiring on 31/08/2026 with a variable interest rate currently 4.56% and line fee of 0.95% which is currently drawn to $29,000,000 at the end of the year.
- $5,000,000 loan expiring 31/08/2026 with a variable interest rate currently 4.55% to 4.63% and a line fee of 0.95% which is fully drawn at the end of the year.
  The facilities are subject to a financial covenant that loans to valuation ratio is not to exceed 40%. This ratio was 39.0% at 30 June 2025.

(ii) Secured by the underlying assets. The borrowings are on fixed interest rate terms, ranging from 2.55%-7.50%, with repayment periods not exceeding 5 years.

			NON CASH CHANGES	
	1/07/2024 $'000	Financing cashflows $'000	New Loans $'000	30/06/2025 $'000
Equipment Loans	2,630	(1,135)	-	1,495
Bank Loans	38,750	(4,750)	-	34,000
Overdraft	-	1,327	-	1,327
	41,380	**(4,558)**	**-**	**36,822**

23. LEASE LIABILITY

	2025 $'000	2024 $'000
Current	777	488
Non-current	4,881	1,283
	5,658	**1,771**
Future lease payments are due as follows:		
Within one year	1,843	564
One to five years	4,232	1,363
More than five years	-	–
	6,075	**1,927**

As detailed in Note 18, the Group entered into two new leases during the financial year relating to properties at Wildman NT and Ord Irrigation WA.

24. PROVISIONS

	$'000	$'000
Employee benefits	511	540
	511	**540**
Current	498	529
Non-Current	13	11
	511	**540**

25. EQUITY

	$'000	$'000
Share Capital	70,998	71,770
	70,998	**71,770**
Issued Capital Comprises: 41,157,331 fully paid ordinary shares (30 June 2024: 41,732,187)	70,998	71,770
	70,998	**71,770**

FULLY PAID ORDINARY SHARES

	No. Shares	$'000
Balance at 1 July 2023	41,722,375	71,702
Shares issued	107,533	167
Share buy-back	(97,721)	(99)
Share issue costs	-	-
Balance at 30 June 2024	**41,732,187**	**71,770**
Balance at 1 July 2024	41,732,187	71,770
Shares issued	382,750	576
Share buy-back	(957,606)	(1,348)
Share issue costs	-	-
Balance at 30 June 2025	**41,157,331**	**70,998**

Ordinary shares participate in dividends and the proceeds on winding up of the Company in proportion to the number of shares held. Each share is entitled to one vote at a meeting of shareholders.

26. RESERVES

	Asset Valuation Reserve $'000	FVOCI Reserve $'000	Other Reserve $'000	Total $'000
Balance at 1 July 2023	55,619	-	316	55,935
Other property valuations	13,950	-	–	13,950
Transferred to retained earnings on sale of Timberscombe	(26,301)	-	-	(26,301)
Share based payments	-	-	-	-
Tax Effect	(3,488)	-	-	(3,488)
Balance at 30 June 2024	**39,780**	**-**	**316**	**40,096**
Balance at 1 July 2024	39,780	-	316	40,096
Other property valuations	1,988	-	-	1,988
Transferred to retained earnings on sale of Kentucky	(16,101)	-	-	(16,101)
Other comprehensive income for the period net of tax	-	367	-	367
Share based payments	-	-	-	-
Tax Effect	(590)	(91)	-	(681)
Balance at 30 June 2025	**25,077**	**276**	**316**	**25,669**

27. EARNINGS PER SHARE

	2025 $'0003	2024 $'000
Earnings/(loss)$'000	(12,505)	5,193
Earnings/(loss) used in the calculation of basic EPS $'000	(12,505)	5,193
Weighted average number of ordinary shares	41,302,788	41,675,345
Basic earnings per share (cents)	(30.28)	12.47
Diluted earnings per share (cents)	(30.28)	12.47

There are deemed to be no dilutive securities on issue at 30 June 2025 pursuant to AASB133.

28. RECONCILIATION OF CASH FLOWS FROM OPERATING ACTIVITIES

	2025 $'000	2024 $'000
Profit/(loss) for the year	(12,505)	5,193
Adjustments for non-cash items in profit / (loss)		
Depreciation	2,791	2,410
Increase in biological transformation	5,168	(886)
Share based payments	-	168
Impairment expenses	502	150
Share of loss in associate	762	-
(Gain)/Loss on sale of property, plant and equipment	1,710	(11,346)
Changes in other items:		
(Increase)/decrease in Trade receivables	(1,279)	(81)
(Increase)/decrease in other assets	(175)	(195)
(Increase)/decrease in biological assets	1,265	1,022
(Increase)/decrease in inventories	2,529	(4,635)
Increase/(decrease) in deferred tax liability	(3,892)	2,022
Increase/(decrease) in trade payables	(3,450)	918
Increase/(decrease) in provisions	(29)	4
Net cash generated / (used in) by operating activities	**(6,603)**	**(5,256)**

29. KEY MANAGEMENT PERSONNEL

	$'000	$'000
Short-term benefits	835	358
Post-employment benefits	55	34
Other long-term benefits	-	-
Share-based payments	-	103
Termination benefits	-	-
Total	**890**	**495**

Detailed disclosures regarding remuneration of key management personnel are included in the audited Remuneration Report.

The Group has appointed Duxton Capital (Australia) Pty Ltd as its Investment Manager to manage its assets and implement its investment strategy. Details of the basis of remuneration paid or payable to the Investment Manager is fully disclosed in the Remuneration Report of the Directors' Report and Note 30.

Key management personnel of the Group are:

Mr Edouard Peter	Mr Paul Burke
Mr Stephen Duerden	Ms Rachel Triggs
Mr Mark Harvey	Mr Bryan Goldsmith
Mr Wade Dabinett	

Mr Edouard Peter, Chairman of the Group, controls the Investment Manager and is a shareholder and Director of the Investment Manager's parent company, Duxton Capital Holdings Pty Ltd, and as such may receive remuneration from the Investment Manager for services provided to the Investment Manager.

Company Director, Mr Stephen Duerden, is also a shareholder and Director of the Investment Manager's parent Company and as such, may receive remuneration from the Investment Manager for Services provided to the Investment Manager.

As shareholders of the Investment Manager, Mr Peter and Mr Duerden may receive a financial benefit from the Group as a result of payment of fees by the Group to the Investment Manager.

Neither Mr Edouard Peter nor Mr Stephen Duerden have received directors' fees from the Group.

30. RELATED PARTY TRANSACTIONS

Transactions between related parties are on commercial terms and conditions and are periodically reviewed by the Independent Directors.

The following transactions occurred with related parties during the year ended 2025 and 2024.

	2025 $'000	2024 $'000
Accounting and Consulting Services - Duxton Capital (Australia) Pty Ltd[1]	659	279
Consulting Services – Duxton Dairies (Cobram) Pty Ltd[2]	43	79
Consulting Services – Duxton Carbon Pty Ltd[1]	15	-
Management Fee - Duxton Capital (Australia) Pty Ltd[1]	1,008	1,169
Performance Fee - Duxton Capital (Australia) Pty Ltd (Accrued)[1]	-	757
Water charges – Jemalong Irrigation Ltd[4]	344	448
Water Lease - Duxton Water Ltd[1]	636	628
Lease payment - Mountain Valley Station Trust[5]	564	564
Lease payment - MG Corporation[6]	72	-
Investment in Duxton Bees Pty Ltd[3]	4,000	-
Investment in Duxton Dried Fruits Pty Ltd[1]	3,406	2,500
Total	**10,747**	**6,424**

*Refer Director's Report pages 40 and 41

1. companies of which Edouard Peter and Stephen Duerden are directors.
2. a company provided with investment, accounting and consulting services by Duxton Capital (Australia) Pty Ltd.
3. a company of which Edouard Peter is a director.
4. a company of which Bryan Goldsmith is a director.
5. an enterprise of which Edouard Peter is a majority shareholder and director.
6. an enterprise of which Paul Burke is a director, refer Note 18.

The following balances are outstanding at the end of the reporting period between the Group and its related parties (ex gst):

	2025 $'000	2024 $'000
Amount due to Duxton Capital (Australia) Pty Ltd	203	1,742
Amount due to Jemalong Irrigation Ltd	-	53
Amount due to Duxton Carbon Pty Ltd	1	-
Amount due to Duxton Water Ltd	4	4
Total financial liabilities	**208**	**1,799**

31. FINANCIAL INSTRUMENTS

FAIR VALUE HIERARCHY

AASB 13 requires disclosure of fair value measurements by level of the fair value hierarchy, as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices)
- Level 3: inputs for the asset or liability that is not based on observable market data (unobservable inputs)

MEASUREMENT OF FAIR VALUE OF FINANCIAL INSTRUMENTS

The methods and valuation techniques used for the purpose of measuring fair value are unchanged compared to the previous reporting period.

The Group's financial instruments consist mainly of deposits with banks, accounts receivable and payable and borrowings. The totals for each category of financial instruments, measured in accordance with AASB 9 as detailed in the accounting policies to these financial statements, are as follows:

	Note	$'000	$'000
Financial Assets			
Cash and cash equivalents	10	23,279	28,619
Trade & other receivables	11	1,821	542
Other financial assets	14,15	11,103	4,091
Total financial assets		**36,203**	**33,252**
Financial Liabilities			
Trade & other payables	21	13,781	7,350
Borrowings	22	36,822	41,380
Lease liabilities	23	5,658	1,771
Total financial liabilities		**56,261**	**50,501**

The carrying amounts of financial asset and financial liabilities approximate their fair value. Commodity sales contracts are forward dated and deliverable contracts with customers. The fair value of commodity contracts is determined by reference to market prices.

CLASSIFICATION OF FINANCIAL ASSETS

Classification of trade receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. They are generally due for settlement within 30 days and are therefore all classified as current. Trade receivables are recognised initially at the amount of consideration that is unconditional, unless they contain significant financing components, when they are recognised at fair value. The Group holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method.

OTHER FINANCIAL ASSETS AT AMORTISED COST

Unless otherwise stated, the carrying amount of financial investments reflect their fair value.

FINANCIAL RISK MANAGEMENT FRAMEWORK

The Group's board of Directors has overall responsibility for the establishment and oversight of the Group's risk management framework. Risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies are reviewed regularly to reflect changes in market conditions and the Group's activities. The Group, through its management standards and procedures, aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Board oversees how management monitors compliance with the Group's risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced by the Group.

SPECIFIC FINANCIAL RISK EXPOSURES AND MANAGEMENT

The main risks the Group is exposed to through its financial instruments are credit risk, liquidity risk and market risk relating to interest rate risk and other price risk. This note presents information about the Group's exposure to each of the above risks, the Group's objective, policies and processes for measuring and managing risk, and the Group's management of capital.

CREDIT RISK

Exposure to credit risk relating to financial assets arises from the potential non-performance by counterparties of contract obligations that could lead to a financial loss to the Group.

Credit risk is managed through maintaining procedures ensuring, to the extent possible, that customers and counterparties to transactions are of sound credit worthiness and the regular monitoring of exposures and the financial stability of significant customers and counterparties.

Risk is also minimised through investing surplus funds with financial institutions that maintain a high credit rating or in entities that the board of Directors have otherwise assessed as being financially sound.

CREDIT RISK EXPOSURES

The maximum exposure to credit risk by class of recognised financial assets at the end of the reporting period is equivalent to the carrying amount and classification of those financial assets (net of any provisions) as presented in the Statement of Financial Position.

IMPAIRMENT OF FINANCIAL ASSETS

The Group has two types of financial assets that are subject to the expected credit loss model:

- trade receivables for sales of inventory and
- other assets at amortised cost.

TRADE RECEIVABLES

The Group applies the AASB 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables and contract assets. To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due. The expected loss rates are based on the payment profiles of sales over a period of 24 months from 1 July 2021 to 30 June 2023, and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The Group did not sell internationally in the financial year and as a result has identified Australian economic conditions to be the most relevant factor, and accordingly adjusts the historical loss rates based on expected changes in these conditions.

On that basis the loss allowance as at 30 June 2025 & 30 June 2024 for trade receivables was determined as follows:

30 June 25	Current	Over 30 days	Over 60 days	Over 90 days	Total $'000
Expected loss rate	0%	0%	0%	0%	0%
Gross carrying amount - trade receivables	1,136	2	-	-	1,138
Loss allowance	-	-	-	-	-

30 June 24	Current	Over 30 days	Over 60 days	Over 90 days	Total $'000
Expected loss rate	0%	0%	0%	0%	0%
Gross carrying amount - trade receivables	449	-	-	-	449
Loss allowance	-	-	-	-	-

Trade receivables are written off where there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the Group, and a failure to make contractual payments for a period of greater than 120 days past due.

LIQUIDITY RISK

Liquidity risk arises from the possibility that the Group might encounter difficulty in settling its debts or otherwise meeting its obligations related to financial liabilities that are settled by delivering cash or another financial asset. The Group manages this risk through the following mechanisms:

- preparing forward-looking cash flow analysis in relation to its operational, investing and financing activities
- monitoring undrawn credit facilities
- obtaining funding from a variety of sources

The following are the contractual maturities of financial liabilities, including estimated interest payments and excluding the impact of netting agreements.

	Note	Carrying Value $'000	Contractual Cash Flow $'000	Less than 1 month $'000	1-3 months $'000	3 months to 1 year $'000	1-5 years $'000	5+years $'000
Trade and other payables	21	13,781	13,781	13,781	-	-	-	–
Financial liabilities	22	36,822	40,075	38	403	1,402	38,232	-
Interest-bearing liabilities		**50,603**	**53,856**	**13,819**	**403**	**1,402**	**38,232**	**-**

MARKET RISK

Market risk is the risk that changes in market prices and interest rates will affect the Group's income or its value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters while optimising returns.

SENSITIVITY ANALYSIS

If the interest rate changed by +/- 0.05% the effect on the borrowing costs would be in the range of +/- $279,700 per annum.

CAPITAL MANAGEMENT RISK

For the purpose of the Group's capital management profile, capital includes issued capital and all other equity reserves attributable to the equity holders of the Group. The primary objective of the Group's capital management assessment is to maximise shareholder value.

The Group's policy is to uphold a strong capital base to maintain investor interest, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital, as well as the level of dividends paid to ordinary shareholders.

The Board seeks to maintain a balance between the higher returns that might be possible with higher levels of borrowing and the advantages and security afforded by a sound capital position. The weighted average interest expense on interest-bearing borrowings (excluding liabilities with imputed interest) for 2025 was 4.74% (2024: 4.74%). From time to time, the Group purchases its own shares on the market; the timing of these purchases depends on market prices. The objective of the Group's share buyback program is to provide value to existing shareholders by taking advantage of the gap between the Group's share price and the NAV per share all while providing market liquidity to existing shareholders.

32. OBLIGATIONS AND COMMITMENTS

The Group has equipment finance loans for agricultural equipment and leases over the Mountain Valley Station and Wildman in the Northern Territory and Ord Irrigation in Western Australia. The average obligation term is 6 years. Interest rates underlying all obligations under leases are fixed at respective contract dates ranging from 2.55% to 7.50% per annum.

	2025 $'000	2024 $'000
Finance Liabilities		
Not later than 1 year	1,843	1,598
Later than 1 year and not later than 5 years	4,230	2,698
Less: Future finance charges	(108)	(220)
	5,965	**4,076**
Current	1,774	1,482
Non-Current	4,191	2,594
Total financial liabilities	**5,965**	**4,076**

33. COMMITMENTS FOR EXPENDITURE

OTHER COMMITMENTS

	$'000	$'000
Commitments for expenditure - purchase of NT Portion 5088	-	9,225

FORWARD SALE CONTRACTS

As at 30 June 2025 Duxton Farms Limited has not entered into any forward sales contracts.

34. INTERESTS IN SUBSIDIARY

		Ownership interest	
Name	Principal place of business / Country of incorporation	2025 %	2024 %
Duxton Pistachios Pty Ltd	Australia	100%	100%

35. PARENT ENTITY DISCLOSURES

As at, and throughout, the financial year ending 30 June 2025, the parent company of the Group was Duxton Farms Limited.

	2025 $'000	2024 $'000
Result of the parent entity		
Profit/(Loss) after tax for the period	(16,054)	5,970
Other comprehensive income / (loss)	-	10,462
Total comprehensive loss for the period	**(16,054)**	**16,432**
Financial position of the parent entity at year end		
Current assets	37,705	46,846
Total assets	144,103	171,835
Current liabilities	19,762	9,292
Total liabilities	65,532	64,594
Total equity of the parent entity comprising:		
Issued capital	70,998	71,770
Reserves	21,203	37,940
Retained earnings	3,370	8,926
Total equity	**95,571**	**118,636**

The accounting policies of the parent entity are consistent with those of the Group.

36. SUBSEQUENT EVENTS

On 1 August 2025 4,148,413 ordinary shares were issued pursuant to the dividend re-investment plan.

No other matter or circumstance has arisen since the end of the reporting period ended 30 June 2025, that has significantly affected or could significantly affect the operations of the Group, the results of those operations or the state of affairs of the Group in future financial years.

CONSOLIDATED ENTITY **DISCLOSURE STATEMENT**
FOR THE YEAR ENDED 30 JUNE 2025

Name of Entity	Type of Entity	Trustee Partner or participant in a joint venture	% of share capital held	Country of incorporation	Australian or foreign resident (for tax purposes)	Foreign tax jurisdiction of foreign residents
Duxton Farms Limited	Body corporate	n/a	n/a	Australia	Australian	n/a
Duxton Pistachios Pty Ltd	Body corporate	n/a	100%	Australia	Australian	n/a

This Consolidated Entity Disclosure Statement (CEDS) has been prepared in accordance with the Corporations Act 2001 and includes required information for each entity that was part of the consolidated entity as at the end of the financial year.

This CEDS includes only those entities consolidated as at the end of the financial year in accordance with AASB 10 Consolidated Financial Statements (AASB 10).

Section 295 (3A) of the Corporations Act 2001 defines tax residency as having the meaning in the Income Tax Assessment Act 1997. The determination of tax residency involves judgment as there are currently several different interpretations that could be adopted, and which could give rise to a different conclusion on residency.

In determining tax residency, the consolidated entity has applied the following interpretations:

- The consolidated entity has applied current legislation and judicial precedent, including having regard to the Tax Commissioner's public guidance in Tax Ruling TR 2018/5 Income tax: central management and control test of residency.
- Australian tax law does not contain specific residency tests for partnerships and trusts. Generally, these entities are taxed on a flow-through basis so there is no need for a general residence test. There are some provisions which treat trusts as residents for certain purposes but this does not mean the trust itself is an entity that is subject to tax.

Additional disclosures on the tax status of partnerships and trusts have been provided where relevant.

DIRECTOR'S **DECLARATION**
FOR THE YEAR ENDED 30 JUNE 2025

THE DIRECTORS DECLARE THAT:

a) in the directors' opinion, there are reasonable grounds to believe that Duxton Farms Limited will be able to pay its debts as and when they become due and payable; and

b) in the directors' opinion, the attached financial statements and notes thereto are in accordance with the Corporations Act 2001, including that:

   i. the financial report complies with Australian Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements; and

   ii. the financial statements and notes give a true and fair view of Duxton Farms Limited's financial position and performance for the year ended 30 June 2025.

c) with regard to the consolidated entity disclosure statement, the statement is true and correct and complies with the requirements of section 295 of the Corporations Act 2001,

d) the audited remuneration disclosures set out on pages 29 to 34 of the Directors' report comply with section 300A of the Corporations Act 2001; and

e) the financial statements and notes thereto are in accordance with International Financial Reporting Standards issued by the International Accounting Standards Board.

Signed in accordance with a resolution of the directors made pursuant to s.295A of the Corporations Act 2001.

Edouard Peter
Chairman

Mark Harvey
Independent Non-Executive Director

Stirling, South Australia
7 August 2025

Grant Thornton

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Independent Auditor's Report

To the Members of Duxton Farms Limited

Report on the audit of the financial report

Opinion

We have audited the financial report of Duxton Farms Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 30 June 2025, the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information, the consolidated entity disclosure statement and the directors' declaration.

In our opinion, the accompanying financial report of the 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 30 June 2025 and of its performance for the year ended on that date; and

b complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the 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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter	How our audit addressed the key audit matter
Freehold land and building (Note 17)	
Freehold land and buildings are stated at their revalued amounts, being the fair value at the date of revaluation, less any subsequent accumulated depreciation and subsequent accumulated impairment losses. Management has engaged a qualified independent external expert to value the land and buildings in accordance with the requirements of AASB 13 *Fair Value Measurement*. The valuation of land and buildings is a key audit matter due to the judgements and estimates involve in determining the value.	Our procedures included, amongst others: • Evaluating the competence, capability and objectivity of managements external expert; • Obtaining an understanding of the valuation process and techniques adopted by the managements expert to assess if they are consistent with industry norms and AASB 13; • Comparing the data used by managements expert in their report to management records and other external evidence; • Reviewing the estimates and assumptions used by managements expert for consistency with market evidence and prior year; and • Assessing the appropriateness of the relevant disclosures in the financial statements.
Valuation of biological asset (Note 13)	
The Group holds biological assets, being crops in the ground of $3.95M and livestock of $6.46M as at 30 June 2025. AASB 141 *Agriculture* requires the assets to be measured at fair value less costs to sell. Estimating the fair value is a complex process involving several judgements and estimates. Due to the nature of the assets held, the valuation techniques include management estimates and judgements from both internal and external sources. The valuation of biological assets is a key audit matter due to the complex nature of the estimates and the judgements applied.	• Enquiring with management to obtain and document an understanding of management's process and controls related to the valuation methodology applied to biological assets; • Comparing the data used by independent valuers in their report to management records and other external evidence; • Attending livestock muster counts at or around year end to observe the counting process; • Recalculating the bio transformation adjustments using the available market data and harvest data; • Reviewing the historical accuracy of the Groups assessment of the fair value of biological assets by comparing it to actual outcomes; • Reviewing the recoverability of the biological assets and inventory based on subsequent sales and harvest information available; and • Assessing the adequacy of the Group's disclosures within the financial statements regarding the judgements and estimates used by management in their valuation of biological assets.

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

The Directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 30 June 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 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 on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the financial report

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

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

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

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

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

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

In preparing the financial report, the Directors are responsible for assessing the 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 the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

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/media/bwvjcgre/ar1_2024.pdf. This description forms part of our auditor's report.

Report on the remuneration report

Opinion on the remuneration report

We have audited the Remuneration Report included in the Directors' report for the year ended 30 June 2025.

In our opinion, the Remuneration Report of Duxton Farms Limited, for the year ended 30 June 2025 complies with section 300A of the *Corporations Act 2001*.

Responsibilities

The Directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Grant Thornton

GRANT THORNTON AUDIT PTY LTD
Chartered Accountants

J L Humphrey
Partner – Audit & Assurance

Adelaide, 7 August 2025

Additional information required by the ASX Limited Listing Rules and not disclosed elsewhere in this report is set out below. The information is effective as at 7 August 2025 (unless otherwise stated).

TWENTY LARGEST EQUITY SECURITY HOLDERS

The names of the twenty largest holders of quoted equity securities as at 7 August 2025 are listed below:

	ORDINARY SHARES	
Name	**Number held**	**Percentage**
BNP PARIBAS NOMS PTY LTD	15,536,769	**34.21**
CITICORP NOMINEES PTY LIMITED	14,833,897	**32.66**
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED-GSCO ECA	1,469,192	**3.24**
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	1,021,613	**2.25**
WARBONT NOMINEES PTY LTD <UNPAID ENTREPOT A/C>	735,776	**1.62**
DAVID HANDLEY NOMINEES PTY LTD <DAVID HANDLEY FAMILY A/C>	671,843	**1.48**
CHAR PTY LTD <HANDLEY RETIREMENT A/C>	655,018	**1.44**
J P MORGAN NOMINEES AUSTRALIA PTY LIMITED	558,652	**1.23**
BNP PARIBAS NOMINEES PTY LTD <HUB24 CUSTODIAL SERV LTD>	487,487	**1.07**
PERPETUAL CORPORATE TRUST LTD <AIF>	482,592	**1.06**
DUXTON CAPITAL INVESTMENTS PTY LTD	400,088	**0.88**
UBS NOMINEES PTY LTD	365,000	**0.80**
CERTANE CT PTY LTD <BC1>	285,502	**0.63**
MR EDOUARD FERNEN PETER	280,120	**0.62**
ABBAWOOD NOMINEES PTY LTD <ABBOTT FAMILY S/F NO 1 A/C>	275,000	**0.61**
MR GRANT DAVID JOPLING	232,500	**0.51**
AV&RV PTY LTD <VEDIG SUPER A/C>	216,008	**0.48**
PERPETUAL CORPORATE TRUST LTD <AFFLUENCE LIC FUND>	203,688	**0.45**
BOND STREET CUSTODIANS LIMITED <STODAV - D72799 A/C>	203,346	**0.45**
CELLAR STOCKS PTY LTD <CELLAR INVESTMENT A/C>	200,000	**0.44**
	39,114,091	**86.13**

HOLDERS OF LESS THAN A MARKETABLE PARCEL OF SECURITIES

Number of holders as at 7 August 2025 holding less than a marketable value of securities being $500 at the share price of $0.995 per share are listed below:

Holding	**No. of Holders**
1-502 (Less than a marketable parcel)	108

DISTRIBUTION OF EQUITY SECURITIES

Analysis of numbers of equity security holders by size of holding as at 7 August 2025 are listed below:

	ORDINARY SHARES	
Holding	Shares	No. of Holders
1 - 1,000	102,947	198
1,001 - 5,000	565,113	224
5,001 - 10,000	733,753	91
10,001 - 100,000	3,608,293	127
100,001 and over	40,405,201	29
	45,415,307	**669**

SUBSTANTIAL HOLDERS

Substantial holders of ordinary shares in the Group as at 7 August 2025 are listed below:

	ORDINARY SHARES	
Holding	Number Held	Percentage
BNP PARIBAS NOMS PTY LTD	15,536,769	34.21
CITICORP NOMINEES PTY LIMITED	14,833,897	32.66

HOLDERS OF EACH CLASS OF EQUITY SECURITIES

Number of holders in each class of equity securities as at 7 August 2025 are listed below:

Holding	Number
Ordinary shares	45,415,307

USE OF PROCEEDS

In accordance with listing rule 4.10.19, the Group confirms that it has used cash and assets in a form readily convertible to cash in a way consistent with its business objectives during the year ended 30 June 2025.

VOTING RIGHTS

Ordinary shares: On a show of hands, every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

VOLUNTARY ESCROW

The table below shows a breakdown of the vendor shares subject to voluntary escrow as at 7 August 2025:

Escrow period	Total
No escrow	-

DUXTON
FARMS