

1. Company details

Name of entity:	Oliver's Real Food Limited
ABN:	33 166 495 441
Reporting period:	For the year ended 30 June 2025
Previous period:	For the year ended 30 June 2024

2. Results for announcement to the market

			\$
Revenues from ordinary activities	down	6.9% to	24,835,095
Earnings before interest, taxes, depreciation and amortisation ('EBITDA')*	down	69.5% to	366,056
Earnings before interest, taxes, depreciation and amortisation and impairments ('EBITDAI')*	up	23.5% to	2,123,417
Loss from ordinary activities after tax attributable to the owners of Oliver's Real Food Limited	up	25.8% to	(2,910,420)
Loss for the year attributable to the owners of Oliver's Real Food Limited	up	25.8% to	(2,910,420)

* EBITDA and EBITDAI are financial measures which are not prescribed by the Australian Accounting Standards ('AAS') and represent the profit/loss under AAS adjusted for specific non-cash and significant items not expected to recur between periods. The directors consider EBITDAI to reflect the core earnings of the consolidated entity.

A reconciliation between the statutory result after income tax, to EBITDA and EBITDAI is set out below:

	Consolidated	
	2025	2024
	\$	\$
Net loss after tax	(2,910,420)	(2,313,007)
Add: Depreciation and amortisation expense	2,522,607	2,043,097
Add: Finance costs	1,272,285	1,475,392
Less: Interest revenue	(21,531)	(6,775)
Add: Writeback of liability on termination on property lease	(496,885)	-
EBITDA	366,056	1,198,707
Add: Impairment of assets	1,757,361	520,359
EBITDAI	2,123,417	1,719,066
	2025	2024
	Cents	Cents
Basic earnings per share	(0.58)	(0.52)
Diluted earnings per share	(0.58)	(0.52)

Commentary on the results

FY25 financial performance is ultimately a disappointing result, however, we highlight that the most critical measure of our operational performance is EBITDAI (earnings before interest, taxes, depreciation and amortisation and impairments) and on this measure the company continues to make progress. In FY2025, on revenue that fell by 6.9% to \$24.835m, EBITDAI improved by 23.5% to \$2.123m. This improvement is the direct results of decision made over the past 12 months to close underperforming stores and restructure the operations.

The loss for the consolidated entity after providing for income tax amounted to \$2,910,420 (30 June 2024: loss of \$2,313,007).

However, we continue to see a noticeable improvement in our operating and financial performance since April 2025 which is a result of our continued focus on the implementation of cost saving measures and focus on in-store customer experience. The data we are collecting from our customers and mystery shoppers is enabling us to quickly address operational issues – with demonstrable results - the Board is confident that this continued focus on the basics is driving the improved sales performance. The Board acknowledges that despite very challenging conditions, we are extremely disappointed to report another statutory loss. This result was fundamentally impacted by three key factors:

- Both of our Pheasant Nest stores, but particularly Pheasants Nest North, have failed to meet our sales forecasts, despite collective focus, marketing initiatives and management effort. Operating costs and outgoings that did not scale in line with sales meant that predicting a pathway to clear profitability was becoming increasingly challenging. Despite continued increases in foot traffic the combined performance of both stores failed to make a positive contribution. It is the view of the Board that the loss at Northbound was substantial and unsustainable, and ultimately unlikely to be turned around within an acceptable time frame. Accordingly, we permanently closed the store on 21 July 2025, and a surrender deed with Ampol will be signed. Whilst the Pheasants Nest Southbound store remains open, and is forecast to recover its operating costs, as part of the Northbound surrender deed, Ampol reserves the right to request that Oliver's surrender the Southbound store with 90 days' notice.
- Increased costs of doing business including wages (and the flow-on impact to super, payroll tax and Workcover) and store facility expenses, notably electricity and additional property and outgoing costs across the entire store network.
- The QSR environment has become increasingly competitive, with many of the majors reducing their prices to stimulate sales. Oliver's is not necessarily able and or willing to match these competitive initiatives, a key point of difference for our menu is that it is focused on offering our customers healthier alternatives (our raw materials and ingredients are often more expensive than the alternatives, at a time when consumers are willing to spend less due to broader cost of living pressures), menu development, operating efficiencies and in-store customer experience. The QSR environment remains a tough market, driven primarily by reduced discretionary spending leading to lower same store sales than in FY2024.

Gross margins in FY2025 lifted marginally to 63.73% from 63.16% in the previous corresponding period and considering the continued challenges of managing input costs and the competitive environment in the QSR market, we are pleased with this outcome.

Our statutory result was substantially impacted by store impairments as noted below. In view of the issues reported over the last 12 months at our Pheasants Nest stores, the impairments predominately relate to both these stores, and all impairments are detailed as follows:

Pheasants Nest Northbound	\$1,242,754*
Pheasants Nest Southbound	\$368,160
Wallan Southbound	\$146,447

- * Note that until such time as the surrender deed is signed at the Pheasants Nest Northbound store, the lease liability of \$824,360 remains as a liability on the statement of financial position. Once the deed of surrender is signed, the lease liability will be written back to the statement of profit or loss at the effective date determined by the surrender deed.

Outlook

The start of the FY26 year has been very encouraging. Our July EBITDA result was up 28% to \$210k compared to the corresponding period last year. Revenue was \$2.039m and same store sales were up 2.5%.

As we advised in our June 2025 4C announcement released on 29 July 2025, the Board and management remain focused on ensuring all stores are consistently profitable. Management continues to take action to address the continued cost issues and further marketing initiatives are underway to drive sales.

The company maintains the support of its lenders. The Board is currently in discussion with the lenders regarding the current facilities and future funding requirements, and once discussions are completed, shareholders will be advised when our annual report is released.

3. Net tangible assets

	Reporting period Cents	Previous period Cents
Net tangible assets per ordinary security	<u>(2.43)</u>	<u>(2.67)</u>

Calculated as follows:

	Consolidated	
	2025	2024
	\$	\$
Net liabilities	(19,143,981)	(17,633,561)
Less: Right-of-use assets	(5,918,580)	(8,814,818)
Less: Intangibles	(228,770)	(350,531)
Add: Lease liabilities	<u>12,163,115</u>	<u>15,021,020</u>
Net tangible assets	<u>(13,128,216)</u>	<u>(11,777,890)</u>

	Consolidated	
	2025	2024
		Number
Total number of shares	<u>540,731,917</u>	<u>440,731,917</u>

4. Control gained over entities

Not applicable.

5. Loss of control over entities

Not applicable.

6. Dividends

Current period

There were no dividends paid, recommended or declared during the current financial period.

Previous period

There were no dividends paid, recommended or declared during the previous financial period.

7. Dividend reinvestment plans

Not applicable.

8. Details of associates and joint venture entities

Not applicable.

9. Foreign entities

Details of origin of accounting standards used in compiling the report:

Not applicable.

10. Audit qualification or review

Details of audit/review dispute or qualification (if any):

The financial report is in the process of being audited. It is expected that the auditor's report will be unmodified and contain a material uncertainty in relation to going concern.


11. Attachments

Details of attachments (if any):

The Unaudited Preliminary Final Report of Oliver's Real Food Limited for the year ended 30 June 2025 is attached.

12. Signed

As authorised by the Board of Directors

Signed  _____
Martin Green
Chairman

Date: 29 August 2025

Oliver's Real Food Limited

ABN 33 166 495 441

Unaudited Preliminary Final Report - 30 June 2025

Oliver's Real Food Limited
Statement of profit or loss and other comprehensive income
For the year ended 30 June 2025



	Note	Consolidated 2025 \$	2024 \$
Revenue	1	24,835,095	26,666,335
Other income	2	30,559	70,800
Interest revenue calculated using the effective interest method		21,531	6,775
Expenses			
Raw materials and consumables used		(9,017,969)	(9,824,180)
Employee benefits expense		(9,054,706)	(10,427,024)
Depreciation and amortisation expense		(2,522,607)	(2,043,097)
Impairment of assets	3,8	(1,757,361)	(520,359)
Administration expenses		(2,203,518)	(2,281,156)
Writeback of lease liability on lease termination		496,885	-
Store-facility occupancy expenses		(2,466,044)	(2,485,709)
Finance costs		(1,272,285)	(1,475,392)
Loss before income tax expense		(2,910,420)	(2,313,007)
Income tax expense		-	-
Loss after income tax expense for the year attributable to the owners of Oliver's Real Food Limited		(2,910,420)	(2,313,007)
Other comprehensive income for the year, net of tax		-	-
Total comprehensive loss for the year attributable to the owners of Oliver's Real Food Limited		<u>(2,910,420)</u>	<u>(2,313,007)</u>
		Cents	Cents
Basic earnings per share	7	(0.58)	(0.52)
Diluted earnings per share	7	(0.58)	(0.52)

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

Oliver's Real Food Limited
Statement of financial position
As at 30 June 2025



	Note	Consolidated 2025 \$	2024 \$
Assets			
Current assets			
Cash and cash equivalents		209,327	459,601
Trade and other receivables		37,545	88,072
Inventories		314,180	314,767
Other assets		142,131	123,190
Total current assets		<u>703,183</u>	<u>985,630</u>
Non-current assets			
Term deposits		446,365	446,365
Property, plant and equipment	4	3,121,607	4,057,775
Right-of-use assets	5	5,918,580	8,814,818
Intangibles		228,770	350,531
Other assets		102,812	102,812
Total non-current assets		<u>9,818,134</u>	<u>13,772,301</u>
Total assets		<u>10,521,317</u>	<u>14,757,931</u>
Liabilities			
Current liabilities			
Trade and other payables		3,451,655	4,139,604
Borrowings	6	1,515,903	1,499,238
Lease liabilities		2,224,002	2,394,509
Employee benefits		319,093	367,149
Total current liabilities		<u>7,510,653</u>	<u>8,400,500</u>
Non-current liabilities			
Borrowings	6	11,835,000	10,985,000
Lease liabilities		9,939,113	12,626,511
Employee benefits		129,960	109,004
Provisions		250,572	270,477
Total non-current liabilities		<u>22,154,645</u>	<u>23,990,992</u>
Total liabilities		<u>29,665,298</u>	<u>32,391,492</u>
Net liabilities		<u>(19,143,981)</u>	<u>(17,633,561)</u>
Equity			
Issued capital		37,461,382	36,061,382
Accumulated losses		<u>(56,605,363)</u>	<u>(53,694,943)</u>
Total deficiency in equity		<u>(19,143,981)</u>	<u>(17,633,561)</u>

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

Oliver's Real Food Limited
Statement of changes in equity
For the year ended 30 June 2025



	Issued capital \$	Accumulated losses \$	Total deficiency in equity \$
Consolidated			
Balance at 1 July 2023	36,061,382	(51,381,936)	(15,320,554)
Loss after income tax expense for the year	-	(2,313,007)	(2,313,007)
Other comprehensive income for the year, net of tax	-	-	-
Total comprehensive loss for the year	-	(2,313,007)	(2,313,007)
Balance at 30 June 2024	<u>36,061,382</u>	<u>(53,694,943)</u>	<u>(17,633,561)</u>

	Issued capital \$	Accumulated losses \$	Total deficiency in equity \$
Consolidated			
Balance at 1 July 2024	36,061,382	(53,694,943)	(17,633,561)
Loss after income tax expense for the year	-	(2,910,420)	(2,910,420)
Other comprehensive income for the year, net of tax	-	-	-
Total comprehensive loss for the year	-	(2,910,420)	(2,910,420)
<i>Transactions with owners in their capacity as owners:</i>			
Contribution of equity, net of transaction costs	1,400,000	-	1,400,000
Balance at 30 June 2025	<u>37,461,382</u>	<u>(56,605,363)</u>	<u>(19,143,981)</u>

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

Oliver's Real Food Limited
Statement of cash flows
For the year ended 30 June 2025



	Consolidated	
Note	2025	2024
	\$	\$
Cash flows from operating activities		
Receipts from customers (inclusive of GST)	27,238,449	29,116,440
Payments to suppliers and employees (inclusive of GST)	(26,419,276)	(26,606,285)
	819,173	2,510,155
Interest received	21,531	6,775
Interest and other finance costs paid	(59,000)	(437,000)
Interest paid on lease liabilities	(647,845)	(590,573)
Net cash from operating activities	133,859	1,489,357
Cash flows from investing activities		
Payments for property, plant and equipment	(246,151)	(2,865,325)
Payments for intangible assets	-	(55,314)
Payments for term deposits	-	(134,840)
Proceeds from disposal of property, plant and equipment	2,727	-
Net cash used in investing activities	(243,424)	(3,055,479)
Cash flows from financing activities		
Proceeds from borrowings	2,400,000	3,891,890
Repayments of lease liabilities	(2,407,374)	(1,762,105)
Repayment of borrowings	(133,335)	(380,000)
Net cash (used in)/from financing activities	(140,709)	1,749,785
Net (decrease)/increase in cash and cash equivalents	(250,274)	183,663
Cash and cash equivalents at the beginning of the financial year	459,601	275,938
Cash and cash equivalents at the end of the financial year	209,327	459,601

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

Note 1. Revenue

	Consolidated	
	2025	2024
	\$	\$
<i>Revenue from contracts with customers</i>		
Revenue from sale of goods - retail	24,719,319	26,385,799
<i>Other revenue</i>		
Royalties	90,193	265,792
Rent	22,606	12,003
Other revenue	2,977	2,741
	<u>115,776</u>	<u>280,536</u>
Revenue	<u>24,835,095</u>	<u>26,666,335</u>

Disaggregation of revenue

Revenue from the sale of goods and royalties are generated from the sale of food and beverage generated in Australia and recognised when the goods are transferred at a point in time.

Note 2. Other income

	Consolidated	
	2025	2024
	\$	\$
Net gain on disposal of property, plant and equipment	2,727	-
Government grants - BAC & CAC training grants	-	44,259
Miscellaneous income	<u>27,832</u>	<u>26,541</u>
Other income	<u>30,559</u>	<u>70,800</u>

Note 3. Expenses

	Consolidated	
	2025	2024
	\$	\$
Loss before income tax includes the following specific expenses:		
<i>Impairment of assets</i>		
Property, plant and equipment	539,465	236,067
Right-of-use asset	<u>1,217,896</u>	<u>284,292</u>
Total impairment of assets (note 8)	1,757,361	520,359

Note 4. Property, plant and equipment

	Consolidated 2025 \$	2024 \$
<i>Non-current assets</i>		
Leasehold improvements - at cost	7,622,317	7,519,981
Less: Accumulated depreciation	(3,223,591)	(2,859,028)
Less: Impairment	(2,363,713)	(1,824,248)
	<u>2,035,013</u>	<u>2,836,705</u>
 Plant and equipment - at cost	 5,599,996	 5,476,180
Less: Accumulated depreciation	(3,358,938)	(3,112,789)
Less: Impairment	(1,154,464)	(1,154,464)
	<u>1,086,594</u>	<u>1,208,927</u>
 Motor vehicles - at cost	 109,077	 109,077
Less: Accumulated depreciation	(109,077)	(96,934)
	<u>-</u>	<u>12,143</u>
	<u><u>3,121,607</u></u>	<u><u>4,057,775</u></u>

Note 5. Right-of-use assets

	Consolidated 2025 \$	2024 \$
<i>Non-current assets</i>		
Lease of premises - right-of-use	21,622,753	21,543,103
Less: Accumulated depreciation	(7,589,367)	(5,831,375)
Less: Impairment	(8,114,806)	(6,896,910)
	<u>5,918,580</u>	<u>8,814,818</u>

Note 6. Borrowings

	Consolidated	
	2025	2024
	\$	\$
<i>Current liabilities</i>		
Insurance premium funding - unsecured ⁽¹⁾	90,743	74,078
Loan from related party - Green Superannuation Fund - secured ⁽²⁾	300,160	300,160
Loan from related party - Gelba Pty. Limited - secured ⁽³⁾	375,000	375,000
Loan from related party - Michael and Suzanne Gregg - secured ⁽³⁾	375,000	375,000
Revolving line of credit from related party - Gelba Pty. Limited ⁽⁴⁾	187,500	187,500
Revolving line of credit from related party - Michael and Suzanne Gregg ⁽⁴⁾	187,500	187,500
	<u>1,515,903</u>	<u>1,499,238</u>
<i>Non-current liabilities</i>		
Loan from related party - Gelba Pty. Limited - secured ⁽³⁾	1,125,000	1,125,000
Loan from related party - Michael and Suzanne Gregg - secured ⁽³⁾	3,125,000	3,125,000
Revolving line of credit from related party - Gelba Pty. Limited ⁽⁴⁾	2,358,342	2,208,342
Revolving line of credit from related party - Michael and Suzanne Gregg ⁽⁴⁾	2,316,658	1,616,658
New site line of credit from related party - Michael and Suzanne Gregg ⁽⁵⁾	2,085,000	2,085,000
New site line of credit from related party - Gelba Pty Ltd ⁽⁵⁾	825,000	825,000
	<u>11,835,000</u>	<u>10,985,000</u>
	<u><u>13,350,903</u></u>	<u><u>12,484,238</u></u>

Note 7. Earnings per share

	Consolidated	
	2025	2024
	\$	\$
Loss after income tax attributable to the owners of Oliver's Real Food Limited	<u>(2,910,420)</u>	<u>(2,313,007)</u>
	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	<u>498,540,136</u>	<u>440,731,917</u>
Weighted average number of ordinary shares used in calculating diluted earnings per share	<u>498,540,136</u>	<u>440,731,917</u>
	Cents	Cents
Basic earnings per share	(0.58)	(0.52)
Diluted earnings per share	(0.58)	(0.52)

Note 8. Impairment testing

The consolidated entity assesses impairment of non-financial assets, except indefinite life intangible assets, at each reporting period by evaluating conditions specific to the consolidated entity and to the particular asset that may lead to impairment. If an impairment indicator exists, the recoverable amount of the asset is determined. An impairment exists when the carrying amount of the CGU exceeds its recoverable amount.

Note 8. Impairment testing (continued)

Non-financial assets have been allocated to 15 CGU's (2024: 17). The consolidated entity has determined that the CGU's represent each standalone quick service restaurant within the store network on the basis that each store generates cash flows independent of each other stores. Similarly, the financial results of the consolidated entity are reported on a store-by-store basis and decisions to continue or dispose of assets are made at this same level.

The recoverable amount of the CGU has been determined by using value-in-use ('VIU') calculations. The VIU calculations use cash flow projections based on financial budgets approved by management and the Board of Directors covering the remaining lease period of each CGU.

Impairment testing results

The consolidated entity assessed impairment indicators across its 15 CGU's and identified 7 CGU's that had indicators of impairment as evidence was available from internal reporting that the economic performance of these CGU's were worse than expected. The CGU's identified to have impairment indicators were:

- Pheasants Nest North
- Pheasants Nest South
- Wallan Southbound
- Bulahdelah
- Gundagai
- Maryborough
- Officer Inbound

The recoverable amount of these CGU's have been determined by using value-in-use ('VIU') calculations.

As at 30 June 2025, \$1,757,361 (2024: \$520,359) impairment charge was recognised in relation to some of these CGU's. The results were as follows:

CGU #	CGU Name	Recoverable Amount (VIU) \$	Carrying amount \$	Impairment this year ROU assets \$	Impairment this year PPE assets \$
# 1	Pheasants Nest North	153,745	1,396,499	703,289	539,465
# 2	Pheasants Nest South	1,140,839	1,508,999	368,160	-
# 3	Wallan Southbound	22,275	168,722	146,447	-
# 4	Bulahdelah	1,112,934	669,770	-	-
# 5	Gundagai	1,239,578	1,166,246	-	-
# 6	Maryborough	966,192	344,761	-	-
# 7	Officer Inbound	305,409	39,485	-	-
		<u>4,940,972</u>	<u>5,294,482</u>	<u>1,217,896</u>	<u>539,465</u>