2024

eve
HEALTH GROUP

Annual Report

INSPIRED *by* NATURE,
PASSION *for* WELLNESS.

EVE HEALTH GROUP LIMITED
ABN 89 106 523 611

EVE HEALTH GROUP LIMITED

Corporate Directory

DIRECTORS

Mr Gregory (Bill) Fry
Managing Director/CEO

Mr Rodney Hannington
Non-Executive Chairman

Mr Carlos Jin
Non-Executive Director

COMPANY SECRETARY

Mr Steven Jackson

PRINCIPAL REGISTERED OFFICE IN AUSTRALIA

Suite 1, 245 Churchill Avenue,
Subiaco, WA 6008

WEBSITE

www.evehealthgroup.com.au

AUDITOR

BDO Audit Pty Ltd
Level 9, Mia Yellagonga Tower 2,
5 Spring Street,
Perth, WA 6000

SOLICITORS

Fairweather Corporate Lawyers
Suite 2, 589 Stirling Highway,
Cottesloe, WA 6011

BANKERS

Westpac Limited
130 Rokeby Road
Subiaco, WA 6008

SHARE REGISTRY

Automic Pty Ltd
Level 5, 191 St Georges Tce,
Perth, WA 6000

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30TH JUNE 2024

Chairman's Letter

Chairman's Letter

30 June 2024

Dear Shareholders,

I am pleased to present the Annual Report for EVE Health Group (EVE) for the financial year ending 30 June 2024.

The past year has been characterised by a strategic focus on streamlining our operations and optimising our resource allocation. Meluka Australia, our flagship brand, continued to demonstrate resilience and growth in the Australian market. Despite reduced marketing efforts, we achieved a 17% increase in Australian sales year-over-year. The introduction of new and improved products and formulations, including the probiotic powder supplement system, positions us well for future growth.

The divestment of our non-core assets, such as the Jenbrook properties and our stake in Naturally Australian Products, was a strategic decision aimed at freeing up capital for reinvestment in our core business and looking at new opportunities.

Looking ahead, we are confident in our ability to capitalise on the opportunities presented by the Australian health and wellness market and continue discussions to grow the company through complementary acquisitions. We remain committed to delivering innovative products, enhancing our brand presence, and optimising our operations to drive sustainable growth and create long-term value for our shareholders.

I also take this opportunity to convey my gratitude to our shareholders and employees for their dedication and commitment to our organisation.

We are enthusiastic about the opportunities that lie ahead for EVE in 2024/2025 and look forward to a year of continued progress.

Yours sincerely,

Rodney Hannington
Chairman

30TH JUNE 2024

Review of Operations

Review of operations

EVE Health Group (EVE or the Company) a health and wellness company, provides a review of its operations and corporate activity throughout financial year 2023-2024.

Meluka Australia

Australian Sales Market

Meluka Australia (Meluka) achieved an 17% year-over-year growth in the Australian market, and a 3% year-over-year growth overall for its health and wellness products in the digestive health category, despite reducing marketing and advertising expenditures by 10%. Late in the financial year, Meluka encountered intermittent inventory shortages of its P3 Gut Builder product and probiotic powder supplements, which adversely affected sales. However, these inventory issues have largely been resolved subsequent to financial year end, in collaboration with Meluka's suppliers.

While the new probiotic powder supplement system with an improved formula and more sustainable packaging was launched post-year end. Additionally, revised formulations of its probiotic concentrate range are being developed to better target individual health complaints and utilising the proprietary Beebiotic MAP01® probiotic strain.

Export Markets

In FY24, the Company continued with its strategic realignment to the Australian market, by minimising its exposure to overseas markets with a focus on clearing inventory in these territories while reducing advertising spend.

Jenbrook

The Company owned and operated the Robyndale organic tea tree plantation and the Jendale old growth property, both located in the Bungawalbin Valley in Northern New South Wales. As part of a strategic review of its operations and funding requirements, the Company decided to make these tea tree properties available for sale, seeking expressions of interest throughout the year.

A sale of the Jendale property was completed during the period for gross proceeds of $800,000. Subsequent to year end, the Company entered into a contract for sale of the Robyndale property for gross proceeds of $2,125,000.

Naturally Australian Products

Naturally Australian Products (NAP), a US distribution business was held 49% by EVE, during the year the Company completed a divestment of its equity interest and a loan receivable from NAP for proceeds of approximately $30,000.

30TH JUNE 2024

Directors' Report

The Directors of the Group present their report together with the annual report of EVE Health Group Limited ("the Group" or "EVE") for the financial year ended 30 June 2024.

1. Directors and Company Secretary

The Directors and Company Secretary in office at any time during or since the end of the financial year are:

Mr Gregory (Bill) Fry – Managing Director / CEO
Mr Rodney Hannington – Non-Executive Chairman
Mr Carlos Jin – Non-Executive Director
Mr Steven Jackson – Company Secretary

Directors' Meetings

	Board of Directors		Remuneration Committee		Audit Committee	
	Present	**Held**	**Present**	**Held**	**Present**	**Held**
Gregory Fry	1	1	-	-	-	-
Rod Hannington	1	1	-	-	-	-
Carlos Jin	1	1	-	-	-	-

Biographies

Mr Gregory Fry | Managing Director / CEO

Mr Fry has more than 20 years corporate experience specialising in accounting, management, business development and general corporate activities. He has vast experience in project evaluation and development, project funding, management, finance and operations. Mr Fry has been on the board of several public and private companies across the sectors of agriculture, mining, property and funds management.

Other current directorships
-

Special responsibilities
Managing Director / CEO

Former directorships in the last three years
Alma Metals Limited

Interests in shares and options
132,364,853 ordinary shares
16,000,000 unlisted options

Mr Rodney Hannington | Non-Executive Chairman

Mr Hannington has been working in marketing and strategy services in consumer health and fast-moving consumer goods in the Asia Pacific region for over 15 years. He has valuable international experience in markets across Australia, China, Japan, South Korea and Southeast Asia. Mr Hannington has been a member of the Monash University Department of Marketing Industry Advisory Board since 2013 and has held a variety of board roles at ASX listed companies, with a particular focus in the consumer health space.

Other current directorships
-

Special responsibilities
-

Former directorships in the last three years
-

Interests in shares and options
-

Mr Carlos Jin | Non-Executive Director

Mr Jin has nearly 30 years of working experience in foreign companies as well as Chinese state-owned enterprises, specifically in the functions of human resources management and investment management and holds a master's degree in business administration.

Other current directorships	*Special responsibilities*
-	Member of the remuneration committee Member of the audit committee

Former directorships in the last three years	*Interests in shares and options*
-	3,116,202 ordinary shares

Mr Steven Jackson BEc CPA | Company Secretary

Mr Jackson has more than 15 years experience in accounting, corporate governance and business development across a number of industries. He is responsible for the management of EVE's financial and company secretarial functions and ensuring the highest standard of financial control for the Company.

2. Remuneration Report – Audited

This Remuneration Report outlines the remuneration arrangements which were in place during the year and remain in place as at the date of this report, for the key management personnel of the Group. During the period the Company's Directors and the Chief Operating Officer, Mr Ben Rohr, were the only key management personnel of the Group.

The information provided in this remuneration report has been audited as required by section 308(3C) of the Corporations Act 2001.

Principles of compensation

The objective of the Company's executive reward framework is to ensure reward for performance is competitive and appropriate for the results delivered. The framework aligns executive reward with achievement of strategic objectives and the creation of value for shareholders and conforms with market practice for delivery of reward. The Board ensures that executive reward satisfies the following key criteria for good reward governance practices:

- competitiveness and reasonableness;
- acceptability to shareholders;
- performance linkage / alignment of executive compensation;
- transparency; and
- capital management.

The Company has structured an executive remuneration framework that is market competitive and complementary to the reward strategy of the organisation.

Alignment to shareholders' interests:

- has economic profit as a core component of plan design;
- focuses on sustained growth in shareholder wealth, consisting of dividends and growth in share price, and delivering constant return on assets as well as focusing the executive on key non-financial drivers of value; and
- attracts and retains high calibre executives.

Alignment to program participants' interests:

- rewards capability and experience;
- reflects competitive reward for contribution to growth in shareholder wealth;
- provides a clear structure for earning rewards; and
- provides recognition for contribution.

The framework provides a mix of fixed and variable pay, and a blend of short and long-term incentives. As executives gain seniority with the Company, the balance of this mix shifts to a higher proportion of ''at risk'' reward. Currently no remuneration consultants are used by the Company in formulating remuneration policies.

The following table shows key performance indicators for the group over the last five years:

	2024	2023	2022	2021	2020
Loss after income tax for the year	(1,900,992)	(4,043,892)	(5,371,949)	(3,630,685)	(2,400,443)
Basic loss per share (cents per share)	(0.04)	(0.08)	(0.13)	(0.09)	(0.08)
Increase/(decrease) in share price %	0%	0%	-75%	-33%	20%
Dividends	-	-	-	-	-
Share price	0.001	0.001	0.001	0.004	0.006

Role of the Remuneration Committee

The Remuneration Committee is a committee of the Board. It is primarily responsible for making recommendations to the Board on:

- Non-Executive Director fees;
- Remuneration levels of the Managing Director and other key management personnel;
- The over-arching executive remuneration framework and operation of the incentive plan; and
- Key performance indicators and performance hurdles for the executive team.

Their objective is to ensure that remuneration policies and structures are fair and competitive and aligned with the long-term interests of the Company.

Non-Executive Directors

Fees and payments to Non-Executive Directors reflect the demands which are made on, and the responsibilities of, the Directors. Non-Executive Directors' fees and payments are reviewed annually by the Board. The Chairman's fees are determined independently to the fees of Non-Executive Directors based on comparative roles in the external market.

On appointment to the Board, all Non-Executive Directors enter into an agreement with the Company in the form of a letter of appointment. The letter summarises the Board policies and terms, including compensation, relevant to the office of Director. The current base remuneration including superannuation for Non-Executive Directors is summarised below and was effective for the whole of the year.

	Board of Directors	Remuneration Committee	Audit Committee
Chairman Fee	33,285	2,500	2,500
Member Fee	19,416	1,369	1,369

Executive pay

An executive's total remuneration comprises base pay and benefits, including superannuation, and long-term incentive through participation in the EVE Employee Incentive Plan.

Base pay

Base pay is structured as a total employment cost package which may be delivered as a combination of cash and prescribed non-financial benefits at the executive's discretion.

Executives are offered a competitive base pay that comprises the fixed component of pay and rewards. Base pay for executives is reviewed annually to ensure the executive's pay is competitive with the market. An executive's pay is also reviewed on promotion. There are no guaranteed base pay increases included in any executives' contracts.

Long-term incentives

Long-term incentives are provided to certain Non-Executive Directors and executives under the EVE Employee Incentive Plans.

Share trading policy

The trading of shares issued to participants under the Company's employee option plan is subject to, and conditional upon, compliance with the Company's employee share trading policy. Executives are prohibited from entering into and hedging arrangements over unvested options under the Company's employee option plan. The Company would consider a breach of this policy as gross misconduct which may lead to disciplinary action and potential dismissal.

Service contracts

On appointment to the Board, all Non-Executive Directors enter into an agreement with the Company in the form of a letter of appointment. The letter summarises the Board policies and terms, including compensation, relevant to the office of Director.

The Company currently has the following executive agreements in place:

Gregory (Bill) Fry – Managing Director / CEO:
Base salary: $192,000 thereafter[1]
Term: On-going
Termination benefit: 3 months base salary[2]

Ben Rohr – Chief Operating Officer:
Base salary: $132,000[3]
Term: On-going
Termination benefit: nil

[1] Base salary quoted is exclusive of superannuation for the year ended 30 June 2024 and is reviewed annually by the Remuneration Committee.
[2] Termination benefits are payable on early termination by the company, other than for gross misconduct.
[3] Effective 1 November 2023, previously $176,000.

Voting and comments made at the Company's 2023 Annual General Meeting

The Company received 91.71% of "yes" votes on its remuneration report for the 2023 financial year. The Company did not receive any specific feedback at the AGM or throughout the year on its remuneration practices.

Director and Key Management Personnel remuneration

Details of the remuneration of the Directors and key management personnel of the Company (as defined in AASB 124 Related Party Disclosures) are set out in the following tables.

Details of remuneration

The following tables set out remuneration paid to Directors and key management personnel of the Company during the year.

2024	Cash salary $	Superannuation $	Annual / long service leave $	Share based payments $	Total $	Performance based %
Non-Executive Directors						
Rodney Hannington	33,285	-	-	-	33,285	0%
Carlos Jin	22,154	-	-	-	22,154	0%
Total non-executive director remuneration	55,439	-	-	-	55,439	0%
Executive Directors						
Gregory Fry	192,000	21,120	-	-	213,120	0%
Key Management Personnel						
Ben Rohr	141,168	15,528	8,827	-	165,524	0%
Total executive directors and other KMPs	333,168	36,648	8,827	-	378,644	0%
Total KMP remuneration expensed	388,607	36,648	8,827	-	434,081	0%

2023	Cash salary $	Superannuation $	Annual / long service leave $	Share based payments $	Total $	Performance based %
Non-Executive Directors						
Rodney Hannington	22,087	-	-	-	22,087	0%
Carlos Jin	21,650	-	-	-	21,650	0%
Alasdair Cooke [1]	14,769	-	-	-	14,769	0%
James Lin [2]	4,413	-	-	-	4,413	0%
Total non-executive director remuneration	62,919	-	-	-	62,919	0%
Executive Directors						
Gregory Fry	191,131	20,069	-	5,428	216,628	3%
Key Management Personnel						
Ben Rohr	172,765	18,140	(2,087)	3,945	192,763	2%
Total executive directors and other KMPs	363,896	38,209	(2,087)	9,373	409,391	2%
Total KMP remuneration expensed	426,815	38,209	(2,087)	9,373	472,310	2%

[1] Alasdair Cooke resigned as Non-Executive Director on 28 February 2023
[2] James Lin was appointed as a Non-Executive Director effective 22 April 2021 and resigned 29 September 2022.

Directors may participate in the Company's Employee Incentive Plan under which they will be offered equity incentives as performance-based remuneration.

Share-based compensation

Options

Options in EVE are granted under the EVE Employee Incentive Plan which was approved by shareholders at the 2019 Annual General Meeting. The Employee Incentive Plan is designed to provide long-term incentives for Directors and key management personnel to deliver long-term shareholder returns. Participation in the plan is at the Board's discretion and no individual has a contractual right to participate in the plan or to receive any guaranteed benefits.

Options are granted under the plan for no consideration. Options granted under the plan carry no dividend or voting rights. When exercisable, each option is convertible into one ordinary share.

Two tranches of options were issued during a prior year on the below terms, and with a service condition requiring continuous service with the Company until the vesting date.

Tranche	Gregory Fry A	Gregory Fry B	Ben Rohr A	Ben Rohr B
Grant date	26-Nov-20	26-Nov-20	28-Oct-20	28-Oct-20
Vesting Date	13-Oct-21	13-Oct-22	13-Oct-21	13-Oct-22
Number of Options	8,000,000	8,000,000	6,000,000	6,000,000
Dividend yield (%)	-	-	-	-
Expected volatility (%)	100%	100%	100%	100%
Risk free interest rate (%)	0.10%	0.10%	0.25%	0.25%
Expiry Date	26-Nov-24	26-Nov-24	28-Oct-24	28-Oct-24
Option exercise price ($)	0.016	0.016	0.016	0.016
Share price at grant date ($)	0.009	0.009	0.009	0.009
Fair value per option ($)	0.0039	0.0044	0.0040	0.0045
Total value at grant date ($)	31,534	35,464	23,945	26,865
Value vested during the year	-	-	-	-
Value to be vested	-	-	-	-

Performance Rights

The terms and conditions of each grant of performance rights affecting remuneration in the current or future period are as follows:

Director / KMP	Issue date	Expiry date	Tranche	Number of rights issued	Number of rights exercised / lapsed
Gregory Fry	22-Nov-18	22-Nov-23	C	4,800,000	4,800,000
Gregory Fry	22-Nov-18	22-Nov-23	D	3,600,000	3,600,000
Gregory Fry	22-Nov-18	22-Nov-23	E	3,600,000	3,600,000
Ben Rohr	22-Nov-18	22-Nov-23	C	3,200,000	3,200,000
Ben Rohr	22-Nov-18	22-Nov-23	D	2,400,000	2,400,000
Ben Rohr	22-Nov-18	22-Nov-23	E	2,400,000	2,400,000
Total				20,000,000	20,000,000

Tranche	Hurdle	Likelihood
C	Achievement $10 million of gross revenue per annum in combined EVE group entities	Not met
D	Achievement of EBITDA of $2 Million per annum in combined EVE group entities	Not met
E	Achieving a market capitalisation of $50 Million for 15 consecutive days on which EVE is traded	Not met

Tranches C – E expired during the period, no performance rights are outstanding at the end of the financial year.

Equity instruments held by key management personnel

Share holdings

	Balance at 01/07/2023	Purchases / Sales	Conversion of options / rights	Balance at 30/06/2024
Directors				
Gregory Fry	132,364,853	-	-	132,364,853
Rodney Hannington	-	-	-	-
Carlos Jin	-	3,116,202	-	3,116,202
Key Management Personnel				
Ben Rohr	111,900,000	-	-	111,900,000
	244,264,853	3,116,202	-	247,381,055

Performance rights holdings

	Balance at 01/07/2023	Issued	Lapsed	Balance at 30/06/2024
Directors				
Gregory Fry	12,000,000	-	(12,000,000)	-
Rodney Hannington	-	-	-	-
Carlos Jin	-	-	-	-
Key Management Personnel				
Ben Rohr	8,000,000	-	(8,000,000)	-
	20,000,000	-	(20,000,000)	-

Options holdings

	Balance at 01/07/2023	Issued	Lapsed	Balance at 30/06/2024	Vested and exercisable	Unvested
Directors						
Gregory Fry	16,000,000	-	-	16,000,000	16,000,000	-
Rodney Hannington	-	-	-	-	-	-
Carlos Jin	-	-	-	-	-	-
Key Management Personnel						
Ben Rohr	12,000,000	-	-	12,000,000	12,000,000	-
	28,000,000	-	-	28,000,000	28,000,000	-

Loans to / from key management personnel

During the year, Ben Rohr provided a short-term loan of $15,000 to the Group. The loan was repaid during the year, in addition to accrued interest of $74. The loan was provided on an unsecured basis with an interest rate of 10% per annum, capitalised until maturity.

There were no loans made to key management personnel during the year ended 30 June 2024 (2023: nil).

Other transactions with related parties

The terms and conditions of the transactions with Directors, key executives and associates and their related entities were no more favourable than those available, or which might reasonably be expected to be available, on similar transactions to non-Director related entities on an arm's length basis.

	Charges from:		Charges to:	
	2024 $	2023 $	2024 $	2023 $
Mitchell River Group Pty Ltd [1, 2] Provision of a serviced office and admin staff	87,961	91,631	-	-
Aurora Energy Metals Ltd [2] Recharge of overheads and wages	-	-	-	1,470
Omniblend Innovation Pty Ltd [3] Recharge of overheads and wages	-	-	-	18,368
Naturally Australian Products Inc. [4] Sale of essential oils and honey, recharge of overheads	353	19,492	-	6,024

[1] Gregory (Bill) Fry is a common director between EVE and the related party, balance of $9,182 is included in trade payables as at 30 June 2024 (2023: $48,378).

[2] Alasdair Cooke was a common director between EVE and the related party.

[3] Gregory (Bill) Fry is a common director between EVE and the related party and EVE held a 38% interest.

[4] EVE held a 49% interest in the Company.

This is the end of the audited remuneration report.

3. Principal Activities

The principal activity of the Group during the financial year was the Meluka Australia business. Meluka Australia is a retail health & wellness consumer brand, with a particular focus on the growing probiotics market.

4. Operating Results

The operating loss after income tax of the Group attributable to equity holders of the Group for the financial year ended 30 June 2024 amounted to $1,900,992 (2023: $4,043,892).

5. Loss per Share

The basic loss per share for the Group for the year was 0.04 cents (2023: 0.08 cents) per share.

6. Dividends Paid or Recommended
The Directors do not recommend the payment of a dividend and no amount has been paid or declared by way of a dividend to the date of this report.

7. Events Since the End of the Financial Year
In August 2024, the Company announced that its subsidiary, Jenbrook Pty Ltd, has entered into a contract to sell the 'Robyndale' property and associated equipment in Northern NSW for gross proceeds of $2,125,000.

Key terms include a 5% upfront deposit, which has already been received, with an additional 5% upon satisfaction of the conditions precedent (CPs). The conditions precedent require successful due diligence by the purchaser within 42 days of the contract date and Foreign Investment Review Board (FIRB) approval within 90 days. Completion of the sale will occur 14 days after both conditions are satisfied or waived.

There are no other matters or circumstances have arisen since the end of the financial year which significantly affected or may significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group in future financial years.

8. Likely Developments and Expected Results of Operations
The Group will continue to pursue activities related to the current operations of the Group. Further information about likely developments in the operations of the Group is included in the Review of Operations.

9. Significant Changes in State of Affairs
In the opinion of the Directors, other than stated under Review of Operations, and Events Since the End of the Financial Year, there were no significant changes in the state of affairs of the Group that occurred during the financial year under review and subsequent to the financial year end.

10. Corporate Governance Statement
The Company's Corporate Governance Statement for the year ended 30 June 2024 can be accessed from the Company's website at evehealthgroup.com.au/investors-corporate-governance.

11. Environmental Regulations
The Group's operations are not subject to any significant environmental regulations under either Commonwealth or State legislation. However, the Board believes there are adequate systems in place for the management of its environmental requirements and is not aware of any breach of those environmental requirements as they apply.

The Group is not subject to the reporting requirements of both the Energy Efficiency Opportunities Act 2006 and the National Greenhouse and Energy Reporting Act 2007.

12. Share Options/Rights
As at the date of this report, the following unlisted options or performance rights were on issue:

No. of instruments	Type of instrument	Strike price	Expiry date
30,000,000	Unlisted options	0.016	28-Oct-24
16,000,000	Unlisted options	0.016	26-Nov-24
46,000,000			

No option holder has any right under the options to participate in any other share issue of the company or any other entity. Included in these options were options granted as remuneration to the key management personnel. Details of options granted to key management personnel are disclosed in the tables above.

13. Non-Audit Services
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 Company are important.

During the year, there were no non-audit services provided by BDO Audit Pty Ltd.

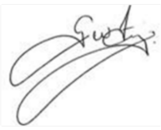
14. Auditors Independence Declaration under Section 307c of the Corporations Act 2001

The lead auditor's independence declaration is set out on page 49 and forms part of the Directors' Report for the year ended 30 June 2024.

15. Indemnifying Officers and Auditors

An indemnity agreement has been entered into with each of the Directors and Company Secretary of the Company named earlier in this report. Under the agreement, the Company has agreed to indemnify those officers against any claim or for any expenses or costs which may arise as a result of work performed in their respective capacities to the extent permitted by law. The Company has taken out an insurance policy in respect of Directors' and officers' liability and legal expenses for Directors and officers.

Signed in accordance with a resolution of the Directors.



Gregory William Fry

Managing Director

30 September 2024

30TH JUNE 2024

Directors' Declaration

Directors’ Declaration

30 June 2024

1) In the opinion of the Directors of EVE Health Group Limited:

   a) The consolidated financial statements and accompanying notes, are in accordance with the *Corporations Act 2001*, including:

      i) Giving a true and fair view of the financial position as at 30 June 2024 and of the performance for the year ended on that date; and

      ii) Complying with Accounting Standards and the *Corporations Regulations 2001* and other mandatory professional reporting requirements; and

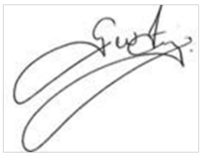
   b) There are reasonable grounds to believe that the Group will be able to pay its debts as and when they become due and payable; and

   c) The consolidated entity disclosure statement on page 47 is true and correct.

2) In the Directors’ opinion, the financial statements and notes are prepared in compliance with International Financial Reporting Standards and interpretations adopted by the International Accounting Standards Board, as described in Note 2(a).

3) The Directors have been given the declarations by the Chief Executive Officer and Chief Financial Officer required by section 295A of the Corporations Act 2001.

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



Gregory William Fry

Managing Director

30 September 2024

30TH JUNE 2024

Consolidated Statements

Consolidated Statement of Profit or Loss & Other Comprehensive Income

For the year ended 30 June 2024

	Note	2024 $	2023 $
Revenue	*7*	2,133,771	2,330,658
Costs of goods sold		(1,256,814)	(1,502,829)
Gross profit		876,957	827,829
Other income		1	68,100
Professional fees	*8*	(92,902)	(135,542)
Employee benefit expense	*8*	(937,270)	(1,255,374)
Share-based payments	*8*	-	(16,606)
Share of net loss of associates accounted for using the equity method		-	(248,360)
Gain on sale of investment in associate	*4*	30,688	223,401
Gain on deconsolidation of subsidiary	*4*	-	42,159
Impairment expense		-	(89,845)
Other expenses	*8*	(1,424,792)	(1,765,371)
Net financial expense		(1,385)	118
Loss before income tax gain / (expense)		(1,548,703)	(2,349,491)
Income tax benefit / (expense)	*9*	-	-
Loss after income tax for the year for continuing operations		(1,548,703)	(2,349,491)
Discontinued operations			
Gain / (loss) for the year from discontinued operations	*3*	(352,289)	(1,694,401)
Loss after income tax for the year		(352,289)	(1,694,401)
Total comprehensive loss attributable to:			
Equity holders of the Company		(1,900,992)	(4,043,892)
Total comprehensive loss for the year		(1,900,992)	(4,043,892)
Loss per share for loss attributable to the ordinary equity holders of the Company:			
Basic and diluted loss per share (cents per share)	*10*	(0.04)	(0.08)
Basic and diluted loss per share from continuing operations (cents)	*10*	(0.03)	(0.05)

The consolidated statement of profit or loss & other comprehensive income is to be read in conjunction with the accompanying notes.

Consolidated Statement of Financial Position

As at 30 June 2024

	Note	2024 $	2023 $
Assets			
Current assets			
Cash and cash equivalents	*11*	106,166	192,484
Trade and other receivables	*12*	78,702	115,693
Inventories	*13*	141,528	522,871
		326,396	831,048
Non-current assets classified as held for sale	*3*	2,196,508	3,289,863
Total current assets		2,522,904	4,120,911
Non-current assets			
Property, plant and equipment		179	9,169
Right-to-use assets		-	4,040
Total non-current assets		179	13,209
Total assets		2,523,083	4,134,120
Liabilities			
Current Liabilities			
Trade and other payables	*14*	590,832	467,103
Borrowings	*5*	74,852	-
Lease liabilities		-	4,282
		665,684	471,385
Liabilities associated with assets classified as held for sale	*3*	633,407	537,755
Total current liabilities		1,299,091	1,009,140
Total liabilities		1,299,091	1,009,140
Net assets		1,223,992	3,124,980
Equity			
Issued capital	*15*	35,834,352	35,834,352
Reserves	*16*	194,024	431,871
Accumulated losses		(34,804,384)	(33,141,243)
Total equity attributable to shareholders of the Company		1,223,992	3,124,980

The consolidated statement of financial position is to be read in conjunction with the accompanying notes.

Consolidated Statement of Changes in Equity

For the year ended 30 June 2024

	Issued capital $	Accumulated losses $	Share based payment reserve $	Total equity $
Total equity at 1 July 2023	35,834,352	(33,141,243)	431,871	3,124,980
Loss for the year	-	(1,900,992)	-	(1,900,992)
Total comprehensive loss for the year	-	(1,900,992)	-	(1,900,992)
Transactions with owners in their capacity as owners:				
Transfer of share based payments on exercise/expiry	-	237,847	(237,847)	-
	-	237,847	(237,847)	-
Total equity at 30 June 2024	**35,834,352**	**(34,804,384)**	**194,024**	**1,223,992**

Total equity at 1 July 2022	35,615,357	(29,097,351)	415,265	6,933,271
Loss for the year	-	(4,043,892)	-	(4,043,892)
Total comprehensive loss for the year	-	(4,043,892)	-	(4,043,892)
Transactions with owners in their capacity as owners:				
Share issue net of issue costs (see note 15)	218,995	-	-	218,995
Share based payments (see note 16)	-	-	16,606	16,606
	218,995	-	16,606	235,601
Total equity at 30 June 2023	**35,834,352**	**(33,141,243)**	**431,871**	**3,124,980**

The consolidated statement of changes in equity is to be read in conjunction with the accompanying notes.

Consolidated Statement of Cash Flows

For the year ended 30 June 2024

	Note	2024 $	2023 $
Cash flows from operating activities			
Receipts from customers (inclusive of GST)		2,239,148	2,617,521
Cash paid to suppliers and employees (inclusive of GST)		(3,305,026)	(4,334,715)
Interest received		1	-
Interest paid		(65,687)	(31,343)
Other income received		24,600	99,450
Net cash used in operating activities	*21*	(1,106,964)	(1,649,087)
Cash flows from investing activities			
Acquisition of property, plant and equipment		-	(1,632)
Sale of property, plant and equipment		844,542	17,200
Disposal of businesses, net of cash		-	147,947
Sale of investment in associate	*4*	29,730	334,941
Net cash provided by investing activities		874,272	498,456
Cash flows from financing activities			
Proceeds from the issue of share capital	*15*	-	224,000
Payment for share issuance costs	*15*	-	(5,005)
Lease payments		(4,282)	(42,091)
Proceeds from borrowings		761,046	116,485
Repayments of borrowings		(610,390)	(52,697)
Net cash provided by financing activities		146,374	240,692
Cash and cash equivalents at 1 July		192,484	1,102,423
Net decrease in cash and cash equivalents		(86,318)	(909,939)
Cash and cash equivalents at 30 June	*11*	106,166	192,484

The consolidated statement of cash flows is to be read in conjunction with the accompanying notes. Cash flows of the discontinued operations are disclosed separately in note 3.

1. Reporting entity

EVE Health Group Limited (the "Company") is a company limited by shares, incorporated and domiciled in Australia. The consolidated financial report of the Company for the financial year ended 30 June 2024 comprises the Company and its subsidiaries (together referred to as the "Group").

The consolidated financial report was authorised for issue by the Directors on 30 September 2024. The directors have the power to amend and reissue the financial statements.

2. Basis of preparation

a) Statement of compliance

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards ('AASBs') (including Australian Interpretations) adopted by the Australian Accounting Standards Board ('AASB') and the Corporations Act 2001. The financial report of the Company also complies with International Financial Reporting Standards ('IFRS') and interpretations as issued by the International Accounting Standards Board. EVE Health Group Ltd is a for-profit entity for the purpose of preparing the financial statements.

b) New and amended standards adopted by the Group

There are no standard, interpretations or amendments to existing standards, issued by the Australian Accounting Standards Board ('AASB') that are effective for the first time for the financial year beginning 1 July 2023 that have a material impact on the amounts recognised in the prior periods or will affect the current or future periods.

c) Basis of measurement

The financial report is prepared on the historical cost basis.

d) Functional and presentation currency

The financial statements are presented in Australian dollars which is also the functional currency.

e) Going concern

For the year ended 30 June 2024 the Company recorded a loss from continuing operations of $1,548,703 and had net cash outflows from operating activities of $1,106,964. The Company had a working capital deficiency of $339,288 and net assets classified as held for sale of $1,563,101. Subsequent to period end, the Company announced the sale of its Robyndale property and associated equipment for gross proceeds of $2,125,000, the sale is expected to be completed in the first half of financial year 2025. Additionally, the Company has access to an undrawn financing facility of $150,000.

The ability of the Company to continue as a going concern is dependent on the Company completing the above divestment of the assets classified as held for sale, and through securing additional funding through the issue of additional debt or equity.

These conditions indicate a material uncertainty that may cast a significant doubt about the entity's ability to continue as a going concern and, therefore, that it may be unable to realise its assets and discharge its liabilities in the normal course of business. Management believes there are sufficient funds to meet the entity's working capital requirements as at the date of this report.

The financial statements have been prepared on the basis that the entity is a going concern, which contemplates the continuity of normal business activity, realisation of assets and settlement of liabilities in the normal course of business for the following reasons:

- The directors have prepared cash flow projections that support the ability of the entity to continue as a going concern, subject to a divestment of the assets held for sale as detailed above;
- The Company has the ability to draw down on its financing facilities;
- The Company has the ability to raise additional equity; and
- The Company also has the ability to reduce its expenditure to conserve cash.

Should the Company not be able to continue as a going concern, it may be required to realise its assets and discharge its liabilities other than in the ordinary course of business, and at amounts that differ from those stated in the financial statements and that the financial report does not include any adjustments relating to the recoverability and classification of recorded asset amounts or liabilities that might be necessary should the entity not continue as a going concern.

f) Use of significant estimates and judgments

The preparation of a financial report in conformity with Australian Accounting Standards requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. 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 judgments in applying accounting policies that have the most significant effect on the amount recognised in the financial statements are described in the following notes:

- Note 7 – Revenue recognition – The Group has wholesale sales primarily of bulk essential oils and contract manufacturing services and sales to consumers or distributors of branded consumer goods.
    - Wholesale sales and distributor sales are recognised when control of the products has transferred, being when the products are delivered to the wholesaler or distributor, the wholesaler has full discretion over the channel and price to sell the products, and there is no unfulfilled obligation that could affect the wholesaler's acceptance of the products. Delivery occurs when the products have been shipped to the specific location, the risks of obsolescence and loss have been transferred to the wholesaler or distributor, and either the wholesaler or distributor has accepted the products in accordance with the sales contract, the acceptance provisions have lapsed, or the Group has objective evidence that all criteria for acceptance have been satisfied. For sales to distributors that have agreed "ex-works" as part of their purchase terms, then delivery occurs at the Group's facility, with control of the product shifting to the distributor who is in control of directly the delivery of the product from that point in time.
    - Revenue from the sale of goods directly to consumers is recognised when a Group entity dispatches a product to the customer. Payment of the transaction price is due immediately when the customer purchases the good, with delivery not being made until payment is received.

3. Discontinued operations / Assets held for sale

During the prior year, as part of a review of its operations and funding requirements, the Directors decided to make available for sale its tea tree farming operations in Northern NSW. The operations of the segment is included in loss from discontinued operations per the statement of profit or loss and other comprehensive income, and is as follows:

Discontinued operations	2024 $	2023 $
Revenue	95,772	278,816
Costs of goods sold	(85,020)	(182,398)
Gross profit	10,752	96,418
Professional fees	(1,779)	(48,931)
Employee benefit expense	(95,863)	(141,382)
Impairment expense	(152,598)	(1,484,836)
Other expenses	(111,843)	(130,452)
Net financial expense	(958)	14,782
Loss before income tax gain / (expense) attributable to discontinued operations	(352,289)	(1,694,401)
Income tax benefit / (expense)	-	-
Loss after income tax for the year attributable to discontinued operations	(352,289)	(1,694,401)

During the year, the Company completed the sale of the 'Jendale' property and other equipment for proceeds of $839,492, a loss on disposal of $19,002. An impairment expense of $152,598 has been recorded against the Robyndale property. Subsequent to period end, the Company entered into a conditional sale agreement for the sale of the Robyndale property, see note 27.

The net cash flows of the discontinued operations, which have been incorporated into the statement of cash flows, are as follows:

Discontinued operations	2024 $	2023 $
Net cash (used in) / provided by operating activities	(111,157)	49,379
Net cash (used in) / provided by investing activities	839,492	(432)
Net cash provided by financing activities	109,342	63,788
Net increase in cash and cash equivalents attributable to discontinued operations	837,677	112,735

The assets and liabilities of the discontinued operations, which have been incorporated into the statement of financial position, are as follows:

	2024 $	2023 $
Assets classified as held for sale		
Trade and other receivables	1,599	6,667
Inventories	-	77,196
Property, plant and equipment	2,194,909	3,206,000
Total assets of disposal group held for sale	2,196,508	3,289,863
Liabilities associated with assets classified as held for sale		
Trade and other payables	13,400	27,090
Borrowings	620,007	510,665
Total liabilities of disposal group held for sale	633,407	537,755

The fair value of land and buildings held for sale is determined in accordance with note 30.

Borrowings incorporated into the above liabilities are as follows:

	2024 $	2023 $
Revolving line of credit (i)	275,074	116,015
Equipment financing (ii)	-	10,558
Business loan (iii)	343,509	365,835
Vehicle financing (iv)	1,424	18,257
	620,007	510,665

(i) Revolving facility with no fixed term and a variable interest rate. Secured by a mortgage against the Robyndale property, no debt covenants.
(ii) Equipment financing with nil interest rate and a 3-year term to March 2024. Secured by a charge against the equipment, no debt covenants.
(iii) Variable interest rate with a 15-year term, ending in 2034, with principal repayments commencing in 2021. Secured by a mortgage against the Robyndale property, no debt covenants.
(iv) Vehicle financing with a 2.84% interest rate and a 3-year term to August 2024. Secured by a charge against the vehicle, no debt covenants.

4. Investment in Associates

	2024 $	2023 $
Gain on disposal of associate	30,688	223,401

During the year, the Company disposal of its 49% interest in Naturally Australian Products for proceeds of $30,688 and recorded a gain on disposal of $30,688. In the prior year, the Company disposed of its interest in Omni Innovation for cash proceeds of $334,941 and recorded a gain on disposal of $223,401.

The Group's recognised its 37.7% share of losses in Omni Innovation in the prior year, up to the date of disposal:

Summarised statement of profit and loss	2023 $
Revenue	-
Expenses	(658,864)
Loss from operating activities	(658,864)
Other comprehensive income	-
Total comprehensive loss	(658,864)
Group's share of profit / (loss)	(248,360)

5. Borrowings

	2024 $	2023 $
Merchant financing (i)	74,852	-
Current borrowings	74,852	-

(i) Merchant financing facility, with no fixed repayment date. Repayments calculated as a percentage of future sales. No on-going interest but a fixed fee capitalised upon entering into the agreement. Secured against the property of subsidiary Meluka Honey Pty Ltd.

All other borrowings are associated with discontinued operations and are disclosed in note 3.

6. Segment reporting

AASB 8 Operating Segments requires a 'management approach', under which segment information is presented on the same basis as that used for internal reporting purposes. The Company's Board receives segment information across three reportable business segments, Meluka (branded wellness consumer products), Investments and Discontinued Operations (see note 3). The unallocated column refers to the corporate costs and cash management of the parent entity (see note 23).

Year ended 30 June 2024	Meluka $	Discontinued operations $	Investment $	Unallocated $	Consolidated $
Total segment revenue	2,133,771	-	-	-	2,133,771
Depreciation	5,116	-	-	1,925	7,041
Finance costs	33,538	-	-	-	33,538
Segment net profit / (loss) after tax	(371,452)	(352,289)	30,688	(1,207,939)	(1,900,992)
Segment assets	289,618	2,196,508	-	36,957	2,523,083
Segment liabilities	332,404	633,407	-	333,280	1,299,091

Year ended 30 June 2023	Meluka $	Discontinued operations $	Investment $	Unallocated $	Consolidated $
Total segment revenue	2,330,658	-	-	-	2,330,658
Depreciation	62,979	-	-	97,078	160,057
Amortisation	6,850	-	-	-	6,850
Finance costs	-	-	-	-	-
Impairment	89,845	-	-	-	89,845
Segment net profit / (loss) after tax	(946,190)	(1,694,401)	(24,959)	(1,378,342)	(4,043,892)
Segment assets	766,597	3,289,863	-	77,660	4,134,120
Segment liabilities	218,330	537,755	-	253,055	1,009,140

7. Revenue

Disaggregation of revenue from contracts with customers

The Group derived its revenue from the sale of branded health and wellness products and provision of contract manufacturing services. The transfer of goods is at a point in time for all product lines.

At a point in time	2024 $	2023 $
Branded product sales	2,133,771	2,076,792
Contract manufacturing	-	253,866
	2,133,771	2,330,658

Segment revenues represent revenue generated from external customers. There were no inter-segment revenues in the current period.

Revenue by region and category

Branded product sales	2024 $	2023 $
Australia	1,872,332	1,603,970
North America	188,448	364,275
Asia	72,992	108,547
	2,133,771	2,076,792
Contract manufacturing		
Australia	-	253,866
	-	253,866
	2,133,771	2,330,658

Revenue is recognised when or as the Group transfers control of goods or services to a customer at the amount to which the Group expects to be entitled. If the consideration promised includes a variable component, the Group estimates the expected consideration for the estimated impact of the variable component at the point of recognition and re-estimated at every reporting period. The Group primarily generates revenue from the sale of branded products (Meluka Australia). Revenue from the sale of these goods is recognised when control over the inventory has transferred to the customer. Control is generally considered to have passed when:

- physical possession and inventory risk is transferred (including via a third-party transport provider);
- payment terms for the sale of goods can be clearly identified through invoices issued to customers; and
- the customer has no practical ability to reject the product where it is within contractually specified limits.

8. Expenses from continuing operations

	2024 $	2023 $
Professional fees		
Audit fees	72,611	62,399
Tax consulting services	9,320	7,936
Legal costs	2,500	15,700
Corporate consultants	5,821	42,545
Other professional fees	2,650	6,962
	92,902	135,542
Employee benefit expense		
Wages	662,888	971,585
Directors fees	268,559	274,119
Share based payments expense	-	16,606
Payroll tax	-	5,514
Fringe benefits tax	5,823	4,156
	937,270	1,271,980
Other expenses		
Corporate costs	55,498	56,271
Premises and insurance	172,367	239,710
Marketing expenses	1,134,749	1,257,513
Travelling costs	418	6,042
Financing costs	33,538	-
Depreciation - property, plant and equipment	3,001	120,409
Depreciation - right-to-use assets	4,040	39,648
Amortisation	-	6,850
Gain / (loss) on sale of assets	939	(5,205)
Other operating expenses	20,242	44,133
	1,424,792	1,765,371

9. Income taxes

Income tax expense / (benefit):	**2024 $**	**2023 $**
Current tax	-	-
Deferred tax	-	-
	-	-

Reconciliation of income tax expense/ (benefit) to prima facie income tax payable / (refundable):	**2024 $**	**2023 $**
Loss before income tax for the year	(1,900,992)	(4,043,892)
Loss before income tax	(1,900,992)	(4,043,892)
Prima facie income tax at 25% (2023:25%)	(475,248)	(1,010,973)
Tax effect of permanent differences and deferred tax movements not recognised	(6,808)	139,488
	(482,056)	(871,485)
Effect of current year tax loss not recognised as deferred tax assets	482,056	871,485
Benefit of prior year tax losses not previously recognised	-	-
Income tax expense / (benefit)	-	-

Unrecognised deferred tax assets:

	2024 $	**2023 $**
Losses - Revenue	5,631,670	5,159,266
Losses - Capital	702,131	740,689
Non-current assets held for sale	187,605	-
Provisions, accruals and other	76,155	118,648
	6,597,561	6,018,603

Unrecognised deferred tax liabilities:

	2024 $	**2023 $**
Property, plant & equipment	45	2,292
Non-current assets held for sale	-	111,441
Other	19,734	23,928
	19,779	137,662

The tax benefits of the above deferred tax assets will only be obtained if:

a) the Group derives future assessable income of a nature and of an amount sufficient to enable the benefits to be utilised;

b) the Group continues to comply with the conditions for deductibility imposed by law; and

c) no changes in income tax legislation adversely affect the Group from utilising the benefits.

d) there has been a legislated change in the corporate tax rate that will apply to future income years. The impact of this reduction in the corporate tax rate has been reflected in the unrecognised deferred tax positions and the prima face income tax reconciliation above.

10. Loss per share

The calculation of basic loss per share at 30 June 2024 was based on the loss attributable to ordinary shareholders of $1,900,992 (2023: $4,043,892) and a weighted average number of ordinary shares outstanding during the financial year ended 30 June 2024 of 5,274,482,664 (2023: 5,218,636,089) calculated as follows:

	2024	2023
Loss attributable to ordinary shareholders	**$**	**$**
Loss for the year	(1,900,992)	(4,043,892)
Loss for the year from continuing operations	(1,579,391)	(2,349,491)
Basic loss per share		
Basic loss per share (cents)	(0.04)	(0.08)
Basic loss per share from continuing operations (cents)	(0.03)	(0.05)
Diluted loss per share		
Diluted loss per share (cents)	n/a	n/a
Diluted loss per share from continuing operations (cents)	n/a	n/a

	2024	2023
Weighted average number of shares	5,274,482,664	5,218,636,089
Options	-	-
Weighted average number of shares diluted EPS	5,274,482,664	5,218,636,089

Basic earnings/loss per share

Basic earnings per share is calculated by dividing the profit attributable to equity holders of the Company, excluding any costs of servicing equity other than ordinary shares, by weighted average number of ordinary shares outstanding during the financial year, adjusted for the bonus elements in ordinary shares issued during the year.

Diluted earnings/loss per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

11. Cash and cash equivalents

	2024 $	2023 $
Cash at bank & on hand	106,166	192,484
	106,166	192,484

Cash on hand and in banks and short-term deposits are stated at nominal value.

For the purposes of the Consolidated Statement of Cash Flows, cash includes cash on hand and in banks, short term deposits and money market investments readily convertible to cash within two working days, net of any outstanding bank overdrafts.

Information about the Company's exposure to credit risk is provided in note 29.

12. Trade and other receivables

	2024 $	2023 $
Trade debtors	1,355	15,759
Deposits paid	-	18,321
Other receivables	77,347	81,613
	78,702	115,693

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less expected credit losses. Trade receivables are generally due for settlement within 30 days.

There are no receivables held by the Company that are past due and impaired.

13. Inventories

	2024 $	2023 $
Raw materials – at cost	63,138	93,935
Finished goods – at cost	78,390	420,622
Finished goods – at fair value less cost to sell	-	8,314
	141,528	522,871

Inventories recognised as an expense in costs of goods sold during the year ended amounted to $557,832 (2023: $621,582).

Write-downs of inventories amounted to $53,048 (2023: $201,274). These were recognised as an expense during the year and included in cost of costs of goods sold.

14. Trade and other payables

	2024 $	2023 $
Trade creditors	264,832	254,222
Other payables	326,000	212,881
	590,832	467,103

Liabilities for trade creditors and other amounts are carried at cost which is the fair value of the consideration to be paid in the future for goods and services received, whether or not billed to the Company. The amounts are unsecured and are usually payable within 30 days of recognition.

Information about the Company's exposure to credit risk is provided in note 29.

15. Contributed equity

	2024 $	2023 $
Issued capital	38,130,507	38,130,507
Cost of share issue	(2,296,155)	(2,296,155)
	35,834,352	35,834,352

a) Ordinary shares

Ordinary shares entitle the holder to participate in dividends and the proceeds on winding up of the Company in the proportion to the number and amount paid on the shares held.

Ordinary shares are classified as equity and incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds. Incremental costs directly attributable to the issue of new shares or options for the acquisition of a business are not included in the cost of the acquisition as part of the purchase consideration.

b) Capital risk management
The Company's objectives when managing capital are to safeguard their ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Movement in share capital

2024		**Number of shares**	**Issue price**	**$**
01 Jul 2023	Opening balance	5,274,482,664		35,834,352
30 June 2024	**Closing balance**	5,274,482,664		35,834,352

2023		**Number of shares**	**Issue price**	**$**
01 Jul 2022	Opening balance	5,050,482,664		35,615,357
19 Sep 2022	Entitlement offer shortfall	224,000,000	0.001	224,000
	Capital raising costs			(5,005)
30 June 2023	**Closing balance**	5,274,482,664		35,834,352

16. Reserves

	2024 **$**	**2023** **$**
Share-based payments reserve		
Balance at the beginning of the year	431,871	415,265
Equity settled share-based payment transactions	-	16,606
Transfer of share-based payments on exercise/lapse of options	(237,847)	-
Balance at 30 June	194,024	431,871

The Share-based Payment Reserve is used to recognise the value of equity-settled share-based payment transactions for the provision of share-based incentives to key management, employees, and consultants.

17. Dividends

The Directors do not recommend the payment of a dividend and no amount has been paid or declared by way of a dividend to the date of this report.

18. Remuneration of auditor

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

	2024 **$**	**2023** **$**
BDO Audit Pty Ltd:		
Audit and review of financial reports	72,611	62,399
Total auditors’ remuneration	72,611	62,399

The BDO entity performing the audit of the group transitioned from BDO Audit (WA) to BDO Audit Pty Ltd on 29 April 2024. The disclosures include amounts received or due and receivable by BDO Audit (WA) Pty Ltd, BDO Audit Pty Ltd and their respective related entities.

19. Related parties

a) Loans to key management personnel

There were no loans made to key management personnel during the year ended 30 June 2024 (2023: nil).

b) Key management personnel compensation

	2024 $	2023 $
Short-term employee benefits	388,607	426,815
Post-employment benefits	36,648	38,209
Long-term employee benefits	8,827	(2,087)
Equity compensation benefits	-	9,373
	434,081	472,310

c) Other transactions with related parties of the Company

The terms and conditions of the transactions with Directors, key executives and associates and their related entities were no more favourable than those available, or which might reasonably be expected to be available, on similar transactions to non-Director related entities on an arm's length basis.

	Charges from:		Charges to:	
	2024 $	2023 $	2024 $	2023 $
Mitchell River Group Pty Ltd [1, 2]	87,961	91,631	-	-
Provision of a serviced office and admin staff				
Aurora Energy Metals Ltd [2]	-	-	-	1,470
Recharge of overheads and wages				
Omniblend Innovation Pty Ltd [3]	-	-	-	18,368
Recharge of overheads and wages				
Naturally Australian Products Inc. [4]	353	19,492	-	6,024
Sale of essential oils and honey, recharge of overheads				

[1] Gregory (Bill) Fry is a common director between EVE and the related party.

[2] Alasdair Cooke was a common director between EVE and the related party.

[3] Gregory (Bill) Fry is a common director between EVE and the related party and EVE held a 38% interest.

[4] EVE held a 49% interest in the Company.

d) Assets and liabilities arising from the above transactions

	2024	2023
Transactions with associates	$	$
Current assets		
Trade debtors	-	273
Current liabilities		
Trade creditors	-	3,248
Transactions with other related parties	$	$
Current liabilities		
Trade creditors	9,182	48,378

20. Share-based payments

Equity-settled share-based payments are measured at fair value at the date of grant. Fair value is measured by use of a Black-Scholes option pricing model. The expected life used in the model has been adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions, and behavioural considerations.

The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Company's estimate of shares that will eventually vest.

For cash-settled share-based payments, a liability equal to the portion of the goods or services received is recognised at the current fair value determined at each reporting date.

	2024 $	2023 $
Options	-	16,606
Total expensed	-	16,606

a) Options

Issue Date	Expiry date	Tranche	Number granted	Value at grant date $	Vesting expense in year $	Lapsed	Vested at 30 June 2024	Unvested at 30 June 2024
28-Oct-20	28-Oct-24	A	15,000,000	59,863	20,354	-	15,000,000	-
28-Oct-20	28-Oct-24	B	15,000,000	67,162	38,857	-	15,000,000	-
26-Nov-20	26-Nov-24	A	8,000,000	31,534	10,315	-	8,000,000	-
26-Nov-20	26-Nov-24	B	8,000,000	35,465	18,869	-	8,000,000	-
			46,000,000	194,024	88,395	-	46,000,000	-

Nil options vested in the current year (2023: 23,000,000). In the current year nil options lapsed due to failure to meet vesting conditions (2023: nil).

Tranche	Hurdle	Likelihood
A	Continuous service until 13 October 2021	Met
B	Continuous service until 13 October 2022	Met

The fair value of the options granted during the year is nil (2023: $nil). During the year nil expense was recorded (2023: $16,606), the fair value of options is calculated based off the following inputs:

Tranche	A	A	B	B
Issue Date	28-Oct-20	26-Nov-20	28-Oct-20	26-Nov-20
Number of Options	15,000,000	8,000,000	15,000,000	8,000,000
Dividend yield (%)	-	-	-	-
Expected volatility (%)	100%	100%	100%	100%
Risk free interest rate (%)	0.25%	0.10%	0.25%	0.10%
Expected life of the option (years)	3	3	3	3
Option exercise price ($)	0.016	0.016	0.016	0.016
Share price at grant date ($)	0.009	0.009	0.009	0.009
Fair value per option ($)	0.0040	0.0039	0.0045	0.0044
Total value at grant date ($)	59,863	31,534	67,162	35,464

The weighted average remaining contractual life of the options outstanding is 0.35 years (2023: 1.35 years).

The weighted average share price for the financial year was $0.001 (2023: $0.001).

b) Performance Rights

The EVE Performance Rights Plan is designed to provide long-term incentives for senior managers and above (including the Managing Director) to deliver long-term shareholder returns. Participation in the plan is at the

Board's discretion and no individual has a contractual right to participate in the plan or to receive any guaranteed benefits.

Performance Rights are granted under the plan for no consideration. Performance Rights granted under the plan carry no dividend or voting rights. When vested, each performance right is convertible into one ordinary share.

The terms and conditions of each grant of performance rights affecting remuneration in the current or future period are as follows:

Issue Date	Expiry date	Tranche	Number granted	Value at grant date $	Vesting expense in year $	Unvested at 30 June 2023	Lapsed	Unvested at 30 June 2024
22-Nov-18	22-Nov-23	C	10,400,000	72,800	-	10,400,000	(10,400,000)	-
22-Nov-18	22-Nov-23	D	7,800,000	54,600	-	7,800,000	(7,800,000)	-
22-Nov-18	22-Nov-23	E	10,800,000	75,600	-	10,800,000	(10,800,000)	-
			29,000,000	203,000	-	29,000,000	(29,000,000)	-

Tranche	Hurdle	Likelihood
C	Achievement $10m of gross revenue per annum in combined EVE group entities	Not met
D	Achievement of EBITDA of $2m per annum in combined EVE group entities	Not met
E	Achieving a market capitalisation of $50m for 15 consecutive days on which EVE is traded	Not met

No performance rights vested during the year or during the prior year. Tranches C – E expired during the period, no performance rights are outstanding at the end of the financial year.

Detailed remuneration disclosures are provided in the remuneration report on pages 10 - 15.

21. Cash flow information

a) Reconciliation of loss after income tax to net cash used in operating activities

	2024 $	2023 $
Loss for the year	(1,900,992)	(4,043,892)
Adjustments for:		
Share of losses in associates	-	248,360
Gain on derecognition of associate	(30,688)	(223,401)
Gain on deconsolidation of subsidiary	-	(42,159)
Financing costs	33,538	(31,356)
Lease interest expense	-	856
Depreciation expense	7,041	227,010
Amortisation expense	-	6,850
Bad debts expense	(3,060)	5,939
Impairment expense	152,598	1,574,681
(Gain)/loss on disposal of property, plant & equipment	19,941	(6,405)
Net foreign exchange gains / (losses)	958	(14,782)
Equity-settled share-based payment expenses	-	16,606
Change in operating assets and liabilities		
(Increase)/decrease in trade and other receivables	40,522	68,166
(Increase)/decrease in inventories	458,539	610,324
(Decrease)/increase in trade and other payables	114,639	(45,884)
Net cash used in operating activities	(1,106,964)	(1,649,087)

b) Non-cash investing and financing activities

	2024 $	2023 $
Net change in right-to-use assets	-	(39,649)

22. Interests in Subsidiaries

The consolidated financial statements include the financial statements of EVE Health Group Limited and the subsidiaries listed in the following table:

Direct subsidiaries of the parent	Country of incorporation	Equity holding 30-Jun-24 %	Equity holding 30-Jun-23 %
Jenbrook Pty Ltd	AUS	100	100
Meluka Health Pty Ltd	AUS	100	100
Indirect subsidiaries			
(Direct subsidiaries of Jenbrook Pty Ltd – 100%)			
Jenbrook Trading Pty Ltd	AUS	100	100
(Direct subsidiaries of Meluka Health Pty Ltd – 100%)			
Meluka Honey Pty Ltd	AUS	100	100

EVE Health Group Limited, incorporated in Australia, is the ultimate parent entity of the Group.

Balances and transactions between the Company and its subsidiaries, which are related parties of the Company, have been eliminated on consolidation and not disclosed in this note.

23. Parent entity disclosures

	2024 $	2023 $
Current assets	1,168,318	66,342
Non-current assets	388,954	3,311,695
Total assets	1,557,272	3,378,037
Current liabilities	333,280	253,055
Non-current liabilities	-	-
Total liabilities	333,280	253,055
Contributed equity	35,834,352	35,834,352
Share based payment reserve	194,024	431,871
Accumulated losses	(34,804,384)	(33,141,244)
Total equity	1,223,992	3,124,979
Profit / (loss) for the year	(1,900,992)	(3,979,578)
Other comprehensive income / (loss) for the year	-	-
Total comprehensive loss for the year	(1,900,992)	(3,979,578)

There were no commitments, contingent liabilities, guarantees or contingent assets at the parent level at 30 June 2024 (2023: nil).

The financial information for the parent entity has been prepared on the same basis as the consolidated financial statements, except that investments in subsidiaries and associates are accounted for at cost in the financial statements of the parent entity.

24. Contingent assets and liabilities

There were no contingent liabilities or contingent assets at 30 June 2024 (2023: nil).

25. Capital and other commitments

There were no capital and other commitments at 30 June 2024 (2023: nil).

26. Events occurring after reporting date

In August 2024, the Company announced that its subsidiary, Jenbrook Pty Ltd, has entered into a contract to sell the 'Robyndale' property and associated equipment in Northern NSW for gross proceeds of $2,125,000.

Key terms include a 5% upfront deposit, which has already been received, with an additional 5% upon satisfaction of the conditions precedent (CPs). The conditions precedent require successful due diligence by the purchaser within 42 days of the contract date and Foreign Investment Review Board (FIRB) approval within 90 days. Completion of the sale will occur 14 days after both conditions are satisfied or waived.

There are no other matters or circumstances that have arisen since the end of the financial year which significantly affected or may significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group in future financial years.

27. Material accounting policies

a) Impairment of assets

At each reporting date, the Company assesses whether there is any indication that an asset may be impaired. Where an indicator of impairment exists, the Company makes a formal estimate of recoverable amount. Where the carrying amount of an asset exceeds its recoverable amount the asset is considered impaired and is written down to its recoverable amount. Recoverable amount is the greater of fair value less costs to sell and value in use. It is determined for an individual asset, unless the asset's value in use cannot be estimated to be close to its fair value less costs to sell and it does not generate cash inflows that are largely independent of those from other assets or group of assets, in which case, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

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.

b) Employee benefits

Provision is made for the Company's liability for employee benefits arising from services rendered by employees to reporting date. Employee benefits have been measured at the amounts expected to be paid when the liability is settled, plus related on-costs.

c) Goods and services tax

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

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

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

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

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

d) Comparative figures

When required by Accounting Standards, comparative figures have been adjusted to conform to changes in presentation for the current financial year.

e) Provisions
Provisions are recognised when the Group has a legal or constructive obligation, as a result of past events, for which it is probable that an outflow of economic benefits will result, and that outflow can be reliably measured. Provisions are measured using the best estimate of the amounts required to settle the obligation at the end of the reporting period.

f) Cash and Cash Equivalents
Cash and cash equivalents comprise cash balances and call deposits. Bank overdrafts that are repayable on demand and form an integral part of the Group's cash management are included as a component of cash and cash equivalents for the purpose of the statement of cash flows.

g) Inventories
Raw materials, work in progress and finished goods are stated at the lower of cost and net realisable value. Cost comprises direct materials for work in progress and finished goods. Costs are assigned to individual items of inventory based on the first in, first out (FIFO) method.

Costs of purchased inventory are determined after deducting rebates and discounts and adding in transport costs and duties. Costs of tea tree products transferred from assets is its fair value less costs to sell at the date of harvest.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

h) Borrowings
Loans and borrowings are initially recognised at the fair value of the consideration received, net of transaction costs. They are subsequently measured at amortised cost. Any difference between the proceeds (net of transactions costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extend there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates. In all other cases the fee is expensed.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

Borrowings are removed from the statement of financial position when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the considerations paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other income or finance costs.

i) Principles of consolidation
The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of EVE Health Group Limited ('Company' or 'parent entity') as at 30 June 2024 and the results of all subsidiaries for the year then ended. EVE Health Group Limited and its subsidiaries together are referred to in this financial report as the Group.

Subsidiaries are all entities (including special purpose entities) over which the Group has the power to govern the financial and operating policies, generally accompanying a shareholding of more than one-half of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group controls another entity.

Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that control ceases.

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

j) Discontinued operations

A discontinued operation is a component of the entity that either has been disposed of, or is classified as held for sale, and:

- represents a separate major line of business or geographical area of operations;
- is part of a single co-ordinated plan to dispose of a separate major line of business or geographical area of operations; or
- is a subsidiary acquired exclusively with a view to re-sell.

The profit or loss from discontinued operations, including prior year components of profit or loss, are presented in a single amount in the statement of profit or loss and other comprehensive income. This amount, which comprises the after tax profit or loss of discontinued operations and the after tax gain or loss is further disclosed in note 3.

The disclosures for discontinued operations in the prior year relate to all operations that have been discontinued by the reporting date for the latest period presented.

k) Non-current assets or disposal groups classified as held for sale

Non-current assets and assets of disposal groups are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continued use. They are measured at the lower of their carrying amount and fair value less costs of disposal. For non-current assets or assets of disposal groups to be classified as held for sale, they must be available for immediate sale in their present condition and their sale must be highly probable.

An impairment loss is recognised for any initial or subsequent write down of the non-current assets and assets of disposal groups to fair value less costs of disposal. A gain is recognised for any subsequent increases in fair value less costs of disposal of a non-current assets and assets of disposal groups, but not in excess of any cumulative impairment loss previously recognised.

Non-current assets are not depreciated or amortised while they are classified as held for sale. Interest and other expenses attributable to the liabilities of assets held for sale continue to be recognised.

Non-current assets classified as held for sale and the assets of disposal groups classified as held for sale are presented separately on the face of the statement of financial position, in current assets. The liabilities of disposal groups classified as held for sale are presented separately on the face of the statement of financial position, in current liabilities.

l) Current and non-current classification

Assets and liabilities are presented in the statement of financial position based on current and non-current classification.

An asset is classified as current when it is either expected to be realised or intended to be sold or consumed in the Group’s normal operating cycle, it is held primarily for the purposes of trading, it is expected to be realised within 12 months after the reporting period, or the asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period. All other assets are classified as non-current.

A liability is classified as current when it is either expected to be settled in the Group’s normal operating cycle, it is held primarily for the purposes of trading, it is due to be settled within 12 months after the reporting period, or there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities are classified as non-current.

m) Foreign currency translation

Items included in the financial statements of each of the Group’s entities are measured using the currency of the primary economic environment in which the entity operates (‘the functional currency’). The consolidated financial statements are presented in Australian dollars.

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions.

Monetary assets and liabilities denominated in the foreign currencies at the reporting date are translated to the functional currency at the foreign exchange ruling at that date. Non-monetary items measured at historical cost continue to be carried at the exchange rate at the date of the transaction.

Foreign exchange differences arising on the translation of monetary items are recognised in the Statement of Profit or Loss and Other Comprehensive Income.

n) Identifiable intangible assets

Intangible assets acquired separately or in a business combination are initially measured at the lower of cost or fair value cost at the time of acquisition when it is probable that the future economic benefits arising as a result of the costs incurred will flow to the Group. The Group assesses identifiable intangible assets as having either finite or indefinite useful lives.

Intangible assets with finite lives are amortised over the useful life and assessed for impairment at least twice a year or whenever there is an indication that the intangible asset may be impaired. The amortisation period and amortisation method are reviewed at least each financial year end. Changes in the expected useful life or flow of economic benefits intrinsic in the asset are an accounting estimate. The amortisation charge on intangible assets with finite lives is recognised in the statement of profit or loss and other comprehensive income.

o) Trade and Other Payables

Trade and other payables represent the liability outstanding at the end of the reporting period for goods and services received by the Group during the reporting period which remains unpaid. The balance is measured at amortised cost and recognised as a current liability with the amount being normally paid within 30 days of recognition of the liability.

p) Share-based payments

Share-based compensation benefits are provided to certain employees via the EVE Employee Incentive Plan. Information relating to these schemes is set out in note 21. The fair value of options and rights granted under the plan is recognised as an employee benefits expense with a corresponding increase in share-based payments reserve. The total amount to be expensed is determined by reference to the fair value of the options and rights granted, which includes any market performance conditions and the impact of any non-vesting conditions but excludes the impact of any service and non-market performance vesting conditions.

Non-market performance vesting conditions are included in assumptions about the number of options that are expected to vest. The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates of the number of options and rights that are expected to vest based on the non-market vesting conditions. It recognises the impact of the revision to original estimates, if any, in the consolidated statement of comprehensive income, with a corresponding adjustment to the share based payment reserve

The fair value at grant date of the plans is determined using option pricing models that take into account the exercise price, the vesting period, the vesting and performance criteria, the impact of dilution, the share price at grant date, expected price volatility of the underlying share, the expected dividend yield, and the risk-free interest rate for the vesting period.

q) Contributed Equity

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

r) Earnings per Share

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

Diluted earnings per share is calculated as net profit attributable to members, adjusted for:

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

s) Income tax

Income tax on the Statement of Profit or Loss and other Comprehensive Income for the periods presented comprises current and deferred tax. Income tax is recognised in the Statement of Profit or Loss and other Comprehensive Income except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the Company's subsidiaries and associates operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred tax is provided using the liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised, or to the extent that the Group has deferred tax liabilities with the same taxation authority. Additional income taxes that arise from the distribution of dividends are recognised at the same time as the liability to pay the related dividend.

The Company and its wholly owned Australian subsidiaries are members of an Australian income tax consolidated group (Tax Group). EVE Health Group Limited is the head company of the Tax Group.

The current tax liabilities (or assets) of each member of the Tax Group are accounting for as being assumed by the Company. Similar, the deferred tax assets arising from unused tax losses and unused relevant tax credits of each member are accounting for as being assumed by the Company.

The members of the Tax Group have entered into a tax sharing and tax funding agreement. Under the tax funding agreement, the members of the Tax Group compensate the Company for any current tax payable assumed. In addition, the members of the Tax Group are compensated by the Company for any current tax receivable and deferred tax assets relating to unused tax losses or unused tax credits that are assumed and recognised as a deferred tax asset by the Company.

The funding amounts calculated under the tax funding agreement are determined by a notional income tax allocation that is prepared for each member of the Tax Group as if it were a taxable entity in its own right. This notional income tax allocation is completed on the basis of specific assumptions set out in the tax funding agreement. Depending on the outcome, the notional income tax allocation prepared by each member of the Tax Group will recognise either a current amount receivable or payable to the head entity of the Tax Group.

t) Segment Information

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Managing Director.

u) New standards and interpretations not yet adopted

There are no issued but not yet effective accounting standards or interpretations that are expected to significantly impact the Company in future financial years.

28. Financial risk management

The Company's activities expose it to both credit risk and liquidity risk. The Company's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Company. The Company uses different methods to measure different types of risk to which it is exposed.

Risk management is carried out by a central treasury department (Company Treasury) under policies approved by the Board of Directors. Company Treasury identifies, evaluates and hedges financial risks in close co-operation with the Company's operating units.

a) Foreign currency risk

The Group operates internationally and is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to the United States dollar. Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the entity's functional currency. The risk is measured using sensitivity analysis (see table below) and cash flow forecasting.

The Group's risk management policy is to form a natural hedge to foreign exchange fluctuations by holding funds in the currency the costs are forecast to be expended in.

The Group's exposure to foreign currency risk at the end of the reporting year, was:

	2024 $	2023 $
Trade receivables	-	3,060
Trade payables	3,259	3,775

b) Credit risk

The carrying amount of cash and cash equivalents, financial assets and trade and other receivables (excluding prepayments), represent the Company's maximum exposure to credit risk in relation to financial assets.

Cash and short term liquid investment are placed with reputable banks, so no significant credit risk is expected.

The Company does not have any material exposure to any single debtor or Company of debtors, so no significant credit risk is expected.

The credit quality of financial assets that are neither past due nor impaired can be assessed by reference to external credit rates:

	2024 $	2023 $
Cash and cash equivalents A-1+	106,166	192,484

c) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities, the availability of funding through an adequate amount of committed credit facilities and the ability to close out market positions. The Company manages liquidity risk by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities. Due to the dynamic nature of the underlying businesses, Company Treasury aims at maintaining flexibility in funding by keeping committed credit lines available with a variety of counterparties. Surplus funds are only invested in instruments that are tradeable in highly liquid markets.

The table below analyses the Company's financial liabilities into relevant maturity groupings. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying amounts as the impact of discounting is not significant.

Contractual maturities of financial liabilities

2024	**Less than 6 months**	**6 - 12 months**	**More than 12 months**	**Total contractual cash flows**
Trade and other payables	590,832	-	-	590,832
Lease liabilities	-	-	-	-
Borrowings	389,232	26,050	456,381	871,663
	980,064	26,050	456,381	1,462,495
2023				
Trade and other payables	494,193	-	-	494,193
Lease liabilities	4,282	-	-	4,282
Borrowings	161,323	36,947	506,255	704,525
	659,798	36,947	506,255	1,203,000

29. Determination of fair values

A number of the Company's accounting policies and disclosures require the determination of fair value, for both financial and non-financial assets and liabilities. Fair values have been determined for measurement and / or disclosure purposes based on the following methods. Where applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standards.

Level 1: The fair value of financial instruments traded in active markets (such as publicly traded derivatives and equity securities) is based on quoted market prices at the end of the reporting period. The quoted market price used for financial assets held by the group is the current bid price. These instruments are included in level 1.

Level 2: The fair value of financial instruments that are not traded in an active market (e.g. over the counter derivatives) is determined using valuation techniques that maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities.

a) Land and buildings

Valuation techniques and significant unobservable inputs

The fair values of the land and buildings held for sale were determined by an external, independent valuer, having an appropriate recognised professional qualification and relevant experience in the location and category of the properties being valued. Fair value is based on market values, being the estimated amount for which a property could be exchanged on the date of valuation between a willing buyer and willing seller in an arm's length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently and without compulsion.

At 30 June 2024	**Level 1 $**	**Level 2 $**	**Level 3 $**	**Total $**
Land and buildings - Jendale	-	-	-	-
Land and buildings - Robyndale	-	-	2,194,909	2,194,909
Property, plant and equipment held for sale	-	-	2,194,909	2,194,909

At 30 June 2023	Level 1 $	Level 2 $	Level 3 $	Total $
Land and buildings - Jendale	-	-	777,212	777,212
Land and buildings - Robyndale	-	-	2,428,788	2,428,788
Property, plant and equipment held for sale	-	-	3,206,000	3,206,000

Fair value measurement

The fair value measurement of the land and buildings held for sale has been categorised as a Level 3 fair value as it is derived from valuation techniques that include inputs that are not based on observable market data (unobservable inputs).

b) Borrowings

The fair value of borrowings is determined as the present value of future contracted cash flows and credit adjustments. The fair value of borrowings is not materially different to the carrying value since the interest payable is either close to market rates or the borrowings are of a short-term nature.

30TH JUNE 2024

Consolidated Entity Disclosure Statement

Consolidated Entity Disclosure Statement

For the year ended 30 June 2024

Basis of Preparation

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

Name of Entity	Type of Entity	Trustee, partner or participant in joint venture	% share capital	Country of incorporation	Australian resident or foreign resident	Foreign jurisdiction(s) of foreign residents
EVE Health Group Ltd	Body Corporate	N/A	N/A	Australia	Australian	N/A
Jenbrook Pty Ltd	Body Corporate	N/A	100	Australia	Australian	N/A
Meluka Health Pty Ltd	Body Corporate	N/A	100	Australia	Australian	N/A
Jenbrook Trading Pty Ltd	Body Corporate	N/A	100	Australia	Australian	N/A
Meluka Honey Pty Ltd	Body Corporate	N/A	100	Australia	Australian	N/A

Determination of Tax Residency

Section 295 (3A) of the *Corporation Acts 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:

Australian tax residency

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.

Foreign tax residency

Where necessary, the consolidated entity has used independent tax advisers in foreign jurisdictions to assist in determining tax residency and ensure compliance with applicable foreign tax legislation.

Partnerships and Trusts

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. Some provisions 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.

30TH JUNE 2024

Auditor's Independence Declaration

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Perth WA 6000
PO Box 700 West Perth WA 6872
Australia

DECLARATION OF INDEPENDENCE BY ASHLEIGH WOODLEY TO THE DIRECTORS OF EVE HEALTH GROUP LIMITED

As lead auditor of EVE Health Group Limited for the year ended 30 June 2024, I declare that, to the best of my knowledge and belief, there have been:

1. No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
2. No contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of EVE Health Group Limited and the entities it controlled during the period.

Ashleigh Woodley

Director

BDO Audit Pty Ltd

Perth

30 September 2024

30TH JUNE 2024

Independent Audit Report

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INDEPENDENT AUDITOR'S REPORT

To the members of EVE Health Group Limited

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of EVE Health Group Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 30 June 2024, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial report, 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:

(i) Giving a true and fair view of the Group's financial position as at 30 June 2024 and of its financial performance for the year ended on that date; and

(ii) 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 *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

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

Material uncertainty related to going concern

We draw attention to Note 2(e) in the financial report which describes the events and/or conditions which give rise to the existence of a material uncertainty that may cast significant doubt about the group's ability to continue as a going concern and therefore the group may be unable to realise its assets and discharge its liabilities in the normal course of business. Our opinion is not modified in respect of this matter.

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. In addition to the matter described in the *Material uncertainty related to going concern* section, we have determined the matter described below to be the key audit matter to be communicated in our report.

Revenue recognition

Key audit matter	How the matter was addressed in our audit
Revenue is disclosed in Note 7 of the financial report. Revenue is generated from Branded Product Sales across different geographic locations. This area is a key audit matter as revenue is one of the key drivers to the Group's performance and there is a significant volume of transactions included in revenue.	Our procedures included, but were not limited to the following: • Understanding processes and controls put in place by the management in relation to recognition of revenue for the revenue stream; • Checking a sample of revenue transactions to evaluate whether they were appropriately recorded as revenue, ensuring the amounts recorded agrees to supporting evidence; • Performing cut-off testing to ensure that revenue transactions around year end have been recorded in the correct reporting period; and • Considered the adequacy of accounting policies and disclosures in the financial report.

Other information

The directors are responsible for the other information. The other information comprises the information in the Group's annual report for the year ended 30 June 2024, but does not include the financial report and the 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 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 ability of the group 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 has 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/admin/file/content102/c3/ar1_2020.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 pages 10 to 15 of the directors' report for the year ended 30 June 2024.

In our opinion, the Remuneration Report of EVE Health Group Limited, for the year ended 30 June 2024, 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.

BDO Audit Pty Ltd

BDO

Ashleigh Woodley

Director

Perth, 30 September 2024

30TH JUNE 2024

Additional Information

1. Exchange listing

EVE Health Group Limited shares are listed on the Australian Securities Exchange. The Company's ASX code is EVE.

2. Substantial shareholders (holding not less than 5%)

The following substantial shareholders have lodged relevant disclosures with the Company.

Name of Shareholder	Number of shares held
EVERHONEY BIOTECH AUSTRALIA PTY LTD	663,638,954
HONG KONG JUSHENG BOLANG TECHNOLOGY CO LIMITED	507,488,612
ALASDAIR COOKE	348,039,268

3. Class of shares and voting rights

At 13 September 2024, there were 3,787 holders of 5,274,482,664 ordinary fully paid shares of the Company. The voting rights attaching to the ordinary shares are in accordance with the Company's Constitution being that:

a) each shareholder entitled to vote may vote in person or by proxy, attorney or representative;

b) on a show of hands, every person present who is a shareholder or a proxy, attorney or representative of a shareholder has one vote; and

c) on a poll, every person present who is a shareholder or a proxy, attorney or representative of a shareholder shall, in respect of each fully paid Share held by them, or in respect of which they are appointed a proxy, attorney or representative, have one vote for the Share, but in respect of partly paid Shares, shall, have such number of votes as bears the proportion which the paid amount (not credited) is of the total amounts paid and payable (excluding amounts credited).

4. Distribution of shareholders

Range	Securities	Number of holders	% IC
100,001 and Over	5,199,569,083	2,104	98.58
10,001 to 100,000	73,830,043	1,304	1.40
5,001 to 10,000	701,159	85	0.01
1,001 to 5,000	331,457	104	0.01
1 to 1,000	50,922	190	0.00
	5,274,482,664	**3,787**	**100.00**
Unmarketable Parcels	309,669,603	2,721	5.87

5. Unlisted securities

Securities	Number on issue	Number of holders	Holders with 20% or more	Number held
Unlisted options exercisable at 1.6 cents on or before 28/10/2024	30,000,000	4	nil	n/a
Unlisted options exercisable at 1.6 cents on or before 26/11/2024	16,000,000	1	nil	n/a

6. Listing of 20 largest shareholders as at 13 September 2024

Rank	Name	Number of shares held	% IC
1	EVERHONEY BIOTECH AUSTRALIA PTY LTD	660,522,752	12.52%
2	HONG KONG JUSHENG BOLANG TECHNOLOGY CO LIMITED	507,488,612	9.62%
3	MR ALASDAIR COOKE (and associated entities)	348,039,268	6.60%
4	MR HONGHAO SUN	250,000,000	4.74%
5	MR MARC JOHN CALOKERINOS	184,000,000	3.49%
6	TERRA METALLICA NOMINEES PTY LTD <TERRA METALLICA A/C>	136,000,000	2.58%
7	MR BENEDICT ROHR	111,900,000	2.12%
8	MR GREGORY FRY (and associated entities)	86,604,729	1.64%
9	MR MIROSLAV MICHAEL PETROVIC	56,333,334	1.07%
10	MR ANTHONY JOHN ANDREWS	50,030,000	0.95%
11	MRS ABIGAIL CLARE FRY	45,760,124	0.87%
12	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	40,212,236	0.76%
13	BRYAN KENT EASSON	35,530,000	0.67%
14	ROBYN MERRYL INGERSOLE	35,530,000	0.67%
15	MR STEVEN LUKE JACKSON	33,662,524	0.64%
16	MR RICHARD BLACK	32,500,000	0.62%
17	MR MARK BURNELL	32,161,202	0.61%
18	STATION CAPITAL PTY LTD	32,000,000	0.61%
19	CITICORP NOMINEES PTY LIMITED	30,864,304	0.59%
20	MR PAUL AMERICA	30,000,000	0.57%
		2,739,139,085	**51.93%**

7. Other information

There is no current on-market buyback of the Company’s securities and the Company does not have any securities on that issue that are subject to escrow restriction.

eve

HEALTH GROUP

WWW.EVEHEALTHGROUP.COM.AU

EVE HEALTH GROUP LIMITED
ABN 89 106 523 611

INSPIRED *by* NATURE,
PASSION *for* WELLNESS.