

ASX Announcement

12 August 2025

Acquisition and Placement Update

AdNeo Limited (ASX: AD1) (**AdNeo** or the **Company**), is pleased to confirm that at the Extraordinary General Meeting held on 7 August 2025 (**EGM**) Shareholders of the Company approved the proposed acquisition of the Learnt Global Group previously announced to ASX on 12 May 2025 (**Proposed Acquisition**) with the resolution carried by 99.6% of the votes in favour.

The Company received firm and irrevocable commitments for the equity raising of \$5.5 million in new capital at an issue price of \$0.045 per share. Participants in the Placement will be issued one free attaching unlisted option for every three (3) Shares with an exercise price of \$0.07 (7 cents) per option and expiry of two years from the issue date (**Placement**).

As noted above, the Company received all relevant shareholder approvals required to satisfy a number of the conditions precedent under the SPA and has otherwise satisfied the majority of the other conditions precedent. The Company is now working with the sellers to finalise and satisfy the remaining conditions precedent with the view to complete the Proposed Acquisition and issue the consideration shares and Placement securities by Friday 15th August 2025.

Commenting on the outcome, AdNeo's Managing Director and CEO, Angus Wahington said: *"We are pleased to deliver on our strategy and our commitment to all AdNeo shareholders. We welcome now to our share registry the subscribers in the Placement and Learnt Group shareholders and founders."*

AdNeo is now on a growth path and scale that is materially larger than before, with significant synergies and growth opportunities in our immediate plans."

END

Authorised for Release by AdNeo's Board of Directors

For further information, please contact: investors@AdNeo.com.au

AdNeo Ltd (ASX: AD1)

AdNeo (ASX:AD1) actively acquires, owns, and manages high-growth companies in the SaaS and innovative services sectors. AdNeo drives shareholder value by strategically acquiring synergistic companies with significant growth potential. Our experienced management team enhances operational efficiency and stimulates innovation, opening new market opportunities. This focused strategy maximises profitability and ensures exceptional returns for our shareholders.

Forward-looking statements

You are cautioned not to place undue reliance on any forward-looking statements regarding our belief, intent or expectations with respect to AdNeo's businesses, market conditions and/or results of operations (particularly in light of the current economic uncertainties and volatility).

Not advice

Information in this announcement, including forecast financial information, should not be considered as investment, legal, tax or other advice. You should make your own assessment and seek independent professional advice in connection with any investment decisions.

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