

ABN 52 127 734 196

Fluence Corporation Limited

Annual Report - 31 December 2025

Corporate Directory -----	2
Directors' Report -----	3
Auditor's Independence Declaration -----	38
Consolidated Statement Of Profit Or Loss And Other Comprehensive Income -----	39
Consolidated Statement Of Financial Position -----	41
Consolidated Statement Of Changes In Equity -----	43
Consolidated Statement Of Cash Flows -----	44
Notes To The Consolidated Financial Statements -----	45
Note 1. Summary Of Material Accounting Policies -----	45
Note 2. Segment Information -----	55
Note 3. Discontinued Operations And Assets Classified As Held For Sale -----	56
Note 4. Operating Revenue -----	59
Note 5. Expenses -----	60
Note 6. People Costs (Share-Based Payments) -----	62
Note 7. Income Tax -----	64
Note 8. Loss Per Share -----	66
Note 9. Cash And Cash Equivalents -----	67
Note 10. Trade And Other Receivables -----	68
Note 11. Inventories -----	69
Note 12. Prepayments And Long-Term Deposits -----	69
Note 13. Concession Asset -----	70
Note 14. Investments Accounted For Using The Equity Method -----	70
Note 15. Property, Plant And Equipment -----	71
Note 16. Intangible Assets -----	72
Note 17. Trade And Other Payables And Other Liabilities -----	72
Note 18. Borrowings -----	73
Note 19. Lease Liabilities -----	73
Note 20. Provisions -----	74
Note 21. Contract Liabilities -----	74
Note 22. Contributed Equity -----	75
Note 23. Reserves -----	76
Note 24. Non-Controlling Interest -----	77
Note 25. Financial Risk Management -----	78
Note 26. Recognised Fair Value Measurements -----	81
Note 27. Remuneration Of Auditors -----	81
Note 28. Commitments And Contingent Liabilities -----	81
Note 29. Related Party Transactions -----	81
Note 30. Parent Entity Financial Information -----	82
Note 31. Subsidiaries -----	83
Note 32. Events Occurring After The Reporting Period -----	84
Consolidated Entity Disclosure Statement -----	85
Directors' Declaration -----	87
Independent Auditor's Report To The Members Of Fluence Corporation Limited -----	88

Directors	<p>Mr Douglas Brown <i>Chairman</i></p> <p>Mr Benjamin Fash (appointed 30 December 2025) CEO and Managing Director</p> <p>Mr Thomas Pokorsky (until 30 December 2025) <i>CEO and Managing Director</i></p> <p>Mr Paul Donnelly <i>Lead Independent Director, Non-Executive Director</i></p> <p>Mr Mel Ashton <i>Non-Executive Director</i></p> <p>Mr Nikolaus Oldendorff <i>Non-Executive Director</i></p>
Company secretary	Ms Melanie Leydin
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Principal place of business	3600 Holly Lane, Suite 100 Plymouth MN 55447 United States of America Phone: +1 800 879 3677
Share register	Boardroom Pty Ltd Level 8, 210 George Street, Sydney, New South Wales, 2000, Australia Phone: 1300 737 760 (local) Fax: +61 (0)2 9290 9600 (international)
Auditor	BDO Audit Pty Ltd Level 25, 35 Collins Street Melbourne VIC 3000 Australia
Solicitors	Lander & Rogers Lawyers Level 12, Bourke Place, 600 Bourke Street Melbourne, Victoria, 3000, Australia
Bankers	HSBC Bank Australia Limited Melbourne, Victoria, Australia
Stock exchange listing	Fluence Corporation Limited shares are listed on the Australian Securities Exchange (ASX code: FLC)
Website	https://www.fluencecorp.com/investor-news/

The Directors present their report, together with the financial statements for the year ended 31 December 2025 ("FY2025") of Fluence Corporation Limited ("Fluence", the "Company", or the "Group").

Directors

The following persons were Directors of the Company during the financial year and up to the date of this report, unless otherwise stated:

Mr Douglas Brown, Chairman
Mr Benjamin Fash, CEO and Managing Director (appointed 30 December 2025)
Mr Thomas Pokorsky, CEO and Managing Director (until 30 December 2025)
Mr Paul Donnelly, Lead Independent Director, Non-Executive Director
Mr Mel Ashton, Non-Executive Director
Mr Nikolaus Oldendorff, Non-Executive Director

Review of operations

The loss for the Company after providing for income tax and non-controlling interest amounted to USD \$8,082,000 (31 December 2024: USD \$21,401,000).

Introduction

FY2025 represented a year of significant operational progress and profitable growth for Fluence as the Company continued executing its strategy of focusing on high-margin Smart Product Solutions ("SPS") and Recurring Revenue ("RR") through its product-focused business units, while continuing to reduce reliance on lower-margin Custom Engineered Solutions ("CES") projects.

Strong demand for the Company's standardised SPS products, improving project execution across Fluence's core business units and meaningful progress on the Ivory Coast Addendum project contributed to significant revenue growth and a substantial improvement in profitability during the year.

During FY2025 Fluence continued expanding its presence in key growth markets including North America, South America, Europe and Southeast Asia while maintaining strict operational discipline and cost controls across SG&A and R&D functions. These initiatives enabled Fluence to deliver strong revenue growth, positive EBITDA and improved operating cash flow during FY2025.

The Company is organised into the following business units:

- **Municipal Water and Wastewater ("MWW")** treatment includes MABR (Aspiral, SUBRE and Nitro) and Nirobox products in North America, the Caribbean and the Middle East;
- **Industrial Wastewater & Biogas ("IWB")**, provides solutions that support the shift to global decarbonisation, taking advantage of government incentives and green energy programs in North America as well as the new nitrogen removal laws in Mexico;
- **Industrial Water & Reuse ("IWR")** solutions, focusing on water reuse applications and high-growth markets such as lithium mining that supports the trend toward electrification as well as high-tech industries such as semiconductor and AI data centres;
- **Southeast Asia and China ("SEA & China")**, providing municipal and industrial solutions with a particular focus on countries such as Taiwan, Vietnam, Cambodia, the Philippines and South Korea;
- **Recurring Revenue**, including **Build-Own-Operate ("BOO")** projects, **Operations & Maintenance ("O&M")** contracts for equipment sales, equipment rentals and parts and consumables sales; and
- The **Ivory Coast** Main Works and Ivory Coast Addendum projects ("**IVC**").

FY2025 in Summary

Revenue for FY2025 was \$78.4 million, representing an increase of \$26.9 million, or 52.3%, compared to FY2024. The largest driver of this growth was progress on the Ivory Coast Addendum project, which contributed \$27.5 million of revenue during FY2025, an increase of \$20.4 million compared to FY2024.

In addition to the contribution from the Ivory Coast project, Fluence continued to experience strong growth in its core SPS and RR product lines, which increased 15.2% compared to FY2024. The continued shift toward SPS and RR products and services supported gross margin performance across the Company's core business units. Gross margins for FY2025 were 29.9%, broadly consistent with FY2024 despite the significant revenue contribution from the lower-margin Ivory Coast Addendum

project. Excluding the Addendum project, margins across the Company's core business units improved meaningfully.

As a result of revenue growth, margin expansion in core business units and continued cost discipline, Fluence delivered EBITDA¹ of \$4.0 million for FY2025, representing an improvement of \$8.0 million compared to FY2024.

New orders during FY2025 totaled \$64.2 million, an increase of 28.5% compared to FY2024. Q4 2025 represented the Company's strongest order quarter on record for SPS and RR with \$24.5 million of new orders, reflecting strong demand for Fluence's core products and services across multiple markets.

Backlog at year end totalled \$74.8 million, providing strong visibility into future revenue and continued growth opportunities.

Fluence also strengthened its liquidity position during the year. Operating cash flow for FY2025 was \$10.9 million, primarily driven by milestone collections from the Ivory Coast Addendum project. Cash and cash equivalents as at 31 December 2025 totalled \$16.6 million, with an additional \$4.1 million held in security deposits. This was partly due to collecting €6.0M as part of milestone 6 from the IVC Addendum in Q4 2025, with a number of payables that are to be settled in Q1 2026. Fluence also repaid \$2.5 million in debt in FY2025.

¹EBITDA excludes the impact of Other Gains and Losses, which include FX gains and losses, gains and losses related to various legacy balance sheet items, restructuring, and other non-recurring items.

	31 December 2025 USD \$'000
Loss after income tax benefit/(expense) for the year	(7,942)
Add:	
Depreciation and amortisation	1,616
Share-based payments	1,442
Other losses from continuing operations	6,633
Finance costs - net from continuing operations	1,529
Income tax benefit from continuing operations	470
Loss from discontinued operations	(198)
Concession arrangement revenue	406
EBITDA	<u>3,956</u>

Detailed review of key market segments

Municipal Water & Wastewater

Revenue from the MWW business unit was \$12.4 million in FY2025 (FY2024: \$11.0 million). Gross Profit in FY2025 was \$5.5 million (FY2024: \$3.9 million) and EBITDA was \$1.9 million (FY2024: \$0.9 million).

The improvement in profitability during FY2025 reflects improved execution of SPS projects and a higher contribution from standardised MABR-based solutions, including Aspiral, SUBRE and Nitro, as well as NIROBOX systems.

The MWW business unit is comprised of operations in North America and the Middle East, with North America continuing to represent a key strategic growth market for Fluence. During FY2025 the Company continued expanding its sales representative network and strengthening its market presence through industry conferences, technical training sessions and partnerships with regional representatives.

In the MWW segment, new orders in North America and the Middle East increased by 55.5% compared to FY2024, driven by stronger commercial execution and increased activity across key municipal and industrial markets. The growth reflects improved conversion of pipeline opportunities and timing of project awards during the year. As a result, backlog increased to \$18.3 million at year-end, an increase of \$8.0 million compared to the prior year, supporting near-term revenue generation.

The MWW pipeline in North America remains strong and continues to be driven by increasing regulatory requirements for nutrient removal as well as demand for decentralised wastewater treatment and water reuse solutions. The Company continues to focus its investment in building out its North American sales and delivery capabilities to support future growth opportunities in municipal wastewater treatment markets.

Industrial Wastewater & Biogas

Revenue from the IWB business unit was \$13.9 million in FY2025 (FY2024: \$8.9 million), representing growth of 56.2%. Gross Profit in FY2025 was \$4.6 million (FY2024: \$2.5 million) and EBITDA was \$2.3 million (FY2024: \$0.6 million), an increase of more than 300%.

The strong growth in revenue and profitability during FY2025 reflects increased demand for industrial wastewater treatment and anaerobic digestion solutions in North America, South America and Europe, as well as improved project execution and margin performance across the segment.

The IWB business unit is comprised primarily of operations in Italy, which serves as the engineering and delivery hub for the Company's industrial wastewater and biogas solutions, as well as sales and engineering activities in North and South America.

During FY2025 the Company continued expanding its industrial wastewater presence in North America through strategic partnerships and a growing network of sales representatives. The segment is benefiting from increasing regulatory requirements for wastewater treatment, growing demand for sustainable industrial wastewater solutions and government incentives supporting renewable energy and decarbonisation initiatives.

The IWB business unit had \$20.2 million in new orders in FY2025 an increase of 75.8% compared to FY2024, reflecting higher levels of commercial activity and successful execution on key project opportunities. The increase was driven in part by improved pipeline conversion. Backlog reached \$18.3 million at year-end, representing an increase of \$6.7 million, or 57.4%, compared to the prior year, positioning the segment for continued growth.

The IWB pipeline continues to expand, particularly in North America, where Fluence sees strong opportunities for its anaerobic digestion and industrial wastewater treatment technologies across multiple industries including food and beverage processing, agriculture and renewable energy.

Industrial Water & Reuse

Revenue from the IWR business unit was \$17.4 million in FY2025 (FY2024: \$18.0 million). Gross Profit in FY2025 was \$6.9 million (FY2024: \$6.2 million) and EBITDA was \$3.6 million (FY2024: \$3.1 million). While revenue in FY2025 was modestly lower than the prior year, the segment delivered improved profitability due to stronger gross margins resulting from favorable project execution and a higher contribution from services and recurring revenue activities.

The IWR business unit is comprised primarily of operations in Argentina, Brazil and North America, where Fluence provides water treatment and water reuse solutions across multiple industrial sectors.

During FY2025 the business unit continued expanding its presence in South America, with strong demand for water reuse solutions across industries such as food and beverage processing, power generation and mining, including the rapidly growing lithium mining sector supporting global electrification trends.

In the IWR business unit, the Company recorded \$15.7 million in new orders during FY2025. Order activity remained relatively consistent with the prior year, demonstrating that the segment continues to benefit from a stable base of customer demand and ongoing engagement in targeted markets, providing continued visibility into future opportunities.

The Company also continued developing its sales pipeline in Brazil and North America, where increasing regulatory pressure and growing water scarcity are driving demand for industrial water reuse and treatment solutions. Fluence continues to see significant growth opportunities for its industrial water treatment technologies as industries increasingly focus on water reuse, sustainability and operational efficiency.

Southeast Asia and China

Revenue from the SEA and China business unit for FY2025 was \$6.6 million (FY2024: \$3.8 million). Gross Profit was \$1.4 million (FY2024: \$1.5 million) and EBITDA was (\$0.3) million (FY2024: (\$1.1) million). The improvement in revenue and EBITDA during FY2025 reflects increased activity in Southeast Asian markets outside mainland China as well as improved operational discipline and cost management within the business unit.

The SEA & China business unit is comprised of operations in China, which serves as the Company's manufacturing base, as well as sales and delivery activities across Southeast Asia including Taiwan, Vietnam, Cambodia, the Philippines and South Korea.

While market conditions in mainland China remained uneven during FY2025, Fluence continued to focus its commercial strategy on growth opportunities in Southeast Asian markets where demand for municipal and industrial water treatment solutions remains strong.

The SEA & China business unit had \$10.2 million in new orders in FY2025, up 62.1% from FY2024, reflecting improved market conditions and increased project activity in the region. Growth was supported by the timing of project awards and continued expansion of commercial efforts. Backlog increased to \$6.0 million at year-end, up \$2.5 million, or 68.4%, from the prior year, providing a stronger base for future revenue.

During FY2025, the Company continued expanding its regional sales pipeline, with particular focus on Taiwan, Vietnam and South Korea, where Fluence sees increasing demand for its SPS products, including MABR products such as Aspiral and SUBRE, along with other SPS product solutions.

Fluence continues to view Southeast Asia as an attractive long-term growth market, supported by increasing urbanisation, tightening environmental regulations and rising demand for decentralised water and wastewater treatment solutions. During FY2025, the Company strengthened its regional leadership and execution capabilities through management changes, including the appointment of Anda Cao as Vice President and General Manager, adding experienced leadership and a strong record of driving sustainable growth, accelerating organisational transformation and expanding market presence through customer-centric innovation.

Build Own Operate Projects

Revenues from BOO projects were \$2.8 million in FY2025 (FY2024: \$2.9 million). Gross Profit in FY2025 was \$0.5 million (FY2024: \$0.4 million) and FY2025 EBITDA was \$0.7 million (FY2024:\$0.5 million).

Fluence currently has BOO projects in the Bahamas and Jamaica, which are supported by dedicated local operations as well as a team based in the United States. We now have all of our sales managers in North America sourcing BOO opportunities across all of our business units.

Ivory Coast

Revenues from the IVC project were \$27.5 million in FY2025 (FY2024: \$7.0 million). Gross Profit in FY2025 was \$3.9 million (FY2024: \$0.5 million) and EBITDA was \$3.4 million (2024: \$0.2 million).

The significant increase in revenue during FY2025 reflects the commencement and continued execution of the Ivory Coast Addendum works, which are designed to connect the Main Works water treatment plant to the distribution system serving the city of Abidjan.

During FY2025 Fluence progressed the construction of the Addendum works, including pipeline installation by approximately 2.2 kilometres, bridge foundation works reaching a major milestone with the completion of pile installation, access road works construction is now underway and swamp pre-drilling stabilisation activities have started as planned. These works represent a critical step in enabling the delivery of treated drinking water from the completed water treatment plant to the residents of Abidjan.

As of 31 December 2025, the Company had received six milestone payments totalling €35.4 million, representing approximately 73% of the total Addendum contract payments.

The Addendum works are expected to be completed in Q3 2026, with the remaining revenue expected to be recognised over the course of the construction period.

Fluence continues to pursue a long-term O&M contract for the plant. Preliminary negotiations have commenced following the review of the technical proposal and business plan submitted in Q4 2025. The start of the long-term O&M contract requires the Addendum Works to be completed, which as noted is expected in Q3 2026. Fluence is currently maintaining the plant on an interim basis, positioning the Company to be awarded the long-term O&M contract.

Corporate Update

During FY2025 Fluence continued implementing initiatives designed to strengthen operational discipline, improve financial performance and support the Company's strategic focus on SPS and RR.

The Company delivered a significant improvement in EBITDA performance compared to the prior year, reflecting stronger project execution, improved margin performance across the Company's core business units and continued cost discipline. Fluence also ended the year with a strong growth in orders and a healthy backlog position, providing increased visibility into future revenue and supporting the Company's outlook for continued growth in FY2026 and beyond.

During FY2025, the Company completed a set of planned senior leadership transitions designed to strengthen execution discipline, sharpen regional operating capability and accelerate commercial growth. In December 2025, Benjamin Fash was appointed Chief Executive Officer and Managing Director, succeeding Thomas Pokorsky, who retired from the role after serving as CEO.

The Company appointed Osvaldo Llanes as Chief Financial Officer, strengthening Fluence's financial leadership and supporting the continued focus on financial discipline, capital management and operational oversight.

In addition, Rick Cisterna was appointed Chief Growth Officer, responsible for developing and implementing Fluence's growth strategies for revenue growth and market expansion in high priority markets by analysing market trends, market drivers, competition, products and solutions, pricing and channel partnerships. Perhaps most importantly, Mr. Cisterna will also be responsible for establishing Fluence's Global Water Services business unit, driving growth of O&M, parts & consumables, build-own-operate and rental service models across all Fluence's product lines and geographies.

Further, Spencer Smith assumed the role of Chief Talent and Legal Officer, expanding his responsibilities to include global talent development, organisational design and human capital strategy. This expanded role will be a strategic enabler of growth through leadership development, organisational design, talent acquisition, training and total rewards to ensure Fluence attracts, develops and retains the best global talent in the water industry, while fostering a OneFluence approach across Fluence's entire global organisation.

The Company also strengthened regional leadership within its Southeast Asia & China business unit operations through the appointment of Anda Cao as Vice President and General Manager of Southeast Asia and China. With more than 15 years of experience in the water industry in Southeast Asia with notable companies like Xylem and Anaergia, Mr. Cao has established a strong record of driving sustainable growth, accelerating organisational transformation and expanding market presence through customer-centric innovation.

These leadership additions are intended to strengthen Fluence's management capabilities and support the Company's continued focus on operational discipline, profitable growth and the expansion of its standardised SPS and RR service offerings.

Review of financial results

The Company has used United States Dollars (\$000's) as its presentation currency in the attached financial report, which conforms to IFRS accounting standards.

The revenue from ordinary activities from continued operations for the year ending 31 December 2025 was \$78,414,000 (FY2024: \$51,495,000) and the loss from continuing operations before tax was \$7,670,000 (FY2024: loss of \$21,913,000).

Cost of sales from continued operations for the year ending 31 December 2025 increased to \$55,284,000 (FY2024: \$36,334,000).

The Company's net liabilities increased from \$7,491,000 on 31 December 2024 to net liabilities of \$10,092,000 as at 31 December 2025.

Outlook for FY2026

Given the strong performance and positive momentum of the Company, Fluence will not be issuing discrete guidance for FY 2026. Nevertheless, the Company expects double-digit revenue growth (even with a reduction in revenue from the Ivory Coast Addendum project) driven by continued momentum in SPS and RR segments in our core markets. Additionally, we expect continued expansion of gross margins, all of which will contribute to strong growth in EBITDA and EBITDA margin.

Management remains focused on disciplined project execution, strengthening gross margins and maintaining cost controls while continuing to convert backlog and pipeline opportunities into revenue. The Company believes the underlying market demand for decentralised water and wastewater treatment solutions remains strong, particularly in regions facing increasing water scarcity, infrastructure constraints and regulatory requirements for improved water quality.

While external factors such as government funding cycles, procurement timelines and global economic conditions may influence the timing of project awards and revenue recognition, Fluence believes it is well positioned to capitalise on growth opportunities in its core markets.

Material Business Risks

Fluence's approach to managing risk is documented in a corporate risk registry reviewed and approved by the Board of Directors (the "**Board**"). The Board seeks to ensure that risk management is embedded throughout the business and managed in a structured and systematic manner. The risk registry is reviewed regularly by the Board's Audit and Risk Committee (the "**ARC**") and is evaluated and updated as the Company's business model evolves and underlying risks change.

The ARC assists in discharging the Board's responsibility to manage the organisation's risks, and monitors management's actions to ensure they are in line with Company policy.

The following is a summary of the key continuing significant operational risks facing the business and the way in which Fluence manages these risks:

Corporate

Fluence operates through a group structure that includes subsidiaries and project operations across multiple jurisdictions. As a result, the Company is exposed to a range of local legal, regulatory and operating environments that may affect the efficiency of its global operations. These include differing regulatory frameworks, tax regimes and, in certain jurisdictions, restrictions on capital movement or foreign currency conversion.

In particular, Fluence has subsidiaries and projects in locations where exchange controls apply or where local currencies may be illiquid or difficult to convert into U.S. dollars. These conditions may limit the Company's ability to freely move funds across jurisdictions or repatriate cash generated by local operations. As a result, Fluence may need to maintain additional working capital balances within those jurisdictions or obtain additional financing to support its operations. Such circumstances could increase financing costs and may adversely affect the Company's financial flexibility, profitability and overall business prospects.

Growth and Market Development

Fluence's strategy is centred on expanding its SPS and RR offerings across multiple regions and end markets. The Company's ability to deliver on that strategy depends not only on winning new work, but also on converting pipeline and backlog into revenue while maintaining commercial discipline, operational execution and acceptable margins. Growth in the water sector may be uneven due to lengthy procurement cycles, variability in municipal and government funding, shifting regulatory priorities and broader macroeconomic conditions that may delay customer decision-making. In addition, rapid growth can place added pressure on Fluence's supply chain, project execution capabilities, regional service coverage and working capital needs. Failure to scale these capabilities effectively could adversely affect the Company's financial performance and strategic objectives.

Liquidity, Interest Rate and Credit

Fluence's activities expose it to a variety of financial risks, including liquidity risk, interest rate risk and credit risk. These risks include the ability to collect trade receivables from customers on a timely basis, the complexities of enforcing claims in certain jurisdictions in which the Company operates, higher interest rates, the Company's historical losses and cash flow profile, and the ability to comply with the terms of and meet its financial obligations, including debt obligations. The Company's liquidity position may also be influenced by the timing of project execution, milestone billing arrangements, customer payment behaviour, and supplier payment requirements. Delays in collections or changes in project timing may increase working capital requirements and place additional pressure on cash flows.

In addition, Fluence operates in certain jurisdictions where foreign exchange controls, regulatory restrictions or limited currency convertibility may affect the movement of funds across borders. In these circumstances, cash generated by local operations may not be immediately convertible into U.S. dollars or transferable outside the relevant jurisdiction. These conditions may require the Company to maintain working capital balances within those jurisdictions and may affect the efficiency with which liquidity can be managed across the group.

Changes in capital market conditions, interest rates, or the availability of financing may also affect the Company's ability to access additional funding on acceptable economic terms. Fluence continues to actively monitor its liquidity position and working capital requirements, including through ongoing cash flow forecasting and evaluation of available financing alternatives, to support the Company's operational and strategic objectives.

Material Contracts

Fluence regularly enters into contracts with customers that exceed \$1 million. Successful negotiation, management and execution of such contracts are important to the ongoing performance of the business. In particular, large projects and long-term service or operations agreements can expose the Company to fixed-price risk, unfavorable payment terms, changes in scope, collection issues, performance obligations and heightened legal or delivery risk. Material contracts may also require the Company to provide performance security, often in significant amounts, and there is a risk that such security could be called, requiring Fluence to reimburse the provider and thereby adversely affecting cash balances, financial performance and prospects. Where a relatively small number of major projects comprise a meaningful portion of revenue, delays, disputes, cost overruns, or contract underperformance may have a disproportionate effect on earnings, cash flow and previously recognised profits.

Project Execution

The delivery of water and wastewater treatment projects frequently involves complex civil, mechanical, electrical and process integration across multiple contractors, suppliers and operating environments. Fluence may face execution risks arising from design assumptions, procurement delays, subcontractor performance, commissioning challenges, site conditions and the need to satisfy strict contractual performance guarantees. Delays in construction, commissioning or customer acceptance may defer revenue recognition, increase working capital requirements and expose the Company to liquidated damages, remediation costs or customer claims. In addition, underperformance in BOO and O&M arrangements may affect cash generation, customer relationships and the Company's reputation in strategic markets.

Design, Engineering and Quality of Equipment

Fluence designs and engineers drinking water and wastewater treatment equipment and systems for the global market. This presents the risk that delivered equipment or treatment solutions may not meet customer specifications, contractual performance guarantees or local regulatory compliance standards. Errors in design assumptions, engineering integration, equipment selection or system performance may result in customer dissatisfaction, warranty claims, regulatory issues or rework required to meet local standards. Such outcomes could adversely affect project margins, expenses, profitability and cash flow.

Fluence seeks to manage these risks through established engineering and project delivery processes, including standardised product designs, technical design reviews, process validation and quality assurance procedures. Project execution is supported by structured project management practices, supplier qualification processes and performance testing prior to commissioning. The Company also deploys experienced engineering, commissioning and operations teams to oversee project delivery and ensure that systems meet required performance and regulatory standards.

Cost Controls, Inflation and Supply Chain Constraints

The Company remains exposed to cost inflation and supply chain disruption affecting labour, freight, components, treatment equipment and raw materials. Where increased input costs cannot be passed through to customers, project margins may be reduced. In addition, Fluence's solutions depend on the availability of critical components such as membranes, pumps, blowers, controls, instrumentation and electrical systems, some of which may have limited sources of supply or extended lead times. Supplier constraints, shipping delays, customs issues, geopolitical trade restrictions and fluctuations in freight costs may delay project execution, increase costs and create customer dissatisfaction or claims. These matters may adversely affect expenses, profits, cash flow and the Company's ability to scale efficiently.

Cybersecurity and Information Systems

Fluence increasingly relies on digital systems, industrial control environments, remote monitoring platforms and connected devices to support its products, projects and ongoing operations. Cybersecurity incidents affecting corporate systems, operational technology or third-party service providers could disrupt project execution, impair plant operations, compromise sensitive information or damage the Company's reputation. As the Company expands its installed base of connected solutions and remote-enabled assets, its exposure to cyber threats, unauthorised access and data integrity risks may increase. Any significant cyber event could adversely affect Fluence's operations, financial performance and customer confidence.

Political, Regulatory and Compliance

Fluence operates internationally and is subject to a broad range of legal, regulatory and governance obligations, including requirements associated with its listing on the ASX. Changes in law, regulation, public policy, trade restrictions, environmental standards, sustainability expectations or interpretations by courts and regulators may affect how the Company conducts its business and the cost of doing so. The pursuit of international opportunities may also be affected by political instability, adverse fiscal regimes, military conflict, shifts in public procurement practices, evolving disclosure requirements or local compliance challenges. In some regions, geopolitical developments may directly affect payment behaviour, project execution, logistics, funding availability or the movement of goods and capital. These factors may adversely affect Fluence's ability to do business and its prospects as a whole.

Anti-Bribery and Corruption

Fluence's business activities and operations are located in jurisdictions with varying degrees of political, economic and judicial stability, including some countries with a relatively high inherent risk of bribery and corruption. This exposes Fluence to the risk of unauthorised payments or offers of payments to or by employees, agents or distributors that could be in violation of applicable anti-corruption laws. While Fluence has a clear Anti-Bribery and Corruption Policy and internal controls and procedures to protect against such risks, there can be no assurance that such controls, policies and procedures will absolutely protect Fluence from potentially improper or criminal acts which would have an adverse impact on Fluence's reputation and potentially prevent it from doing business in certain locations or with particular clients, especially Government clients. This could adversely affect Fluence's ability to do business and its prospects as a whole.

Environmental, Social and Governance

Fluence is mindful of the environmental, social and governance risks that may affect both its customers and its own operations. Climate-related developments, including more frequent severe weather events, flooding, drought and broader resource variability, may disrupt projects, damage installations, increase operating costs or delay construction and commissioning activities. In addition, customers, investors, regulators and other stakeholders increasingly expect stronger ESG-related governance, disclosure and performance. Failure to maintain appropriate environmental, safety and governance practices, or to adapt to evolving expectations, may adversely affect Fluence's competitiveness, reputation and ability to secure certain projects or partnerships.

Intellectual Property Rights and Litigation Risks

Fluence's competitive position depends in part on its ability to protect its proprietary technologies, know-how and other intellectual property, including technologies underlying its modular treatment solutions. The Company may not be able to protect or enforce its intellectual property rights in all jurisdictions and may also be exposed to allegations that its products or solutions infringe the rights of others. Unauthorised use, copying or leakage of proprietary technology could weaken Fluence's differentiation in the market, while disputes over intellectual property may result in legal costs, management distraction, damages or restrictions on product commercialisation. Any of these matters may adversely affect profitability, cash flow and market position.

Competitor Risk

Fluence's competitive position may deteriorate as a result of the actions of its competitors, including new entrants. Other market participants could develop superior technology or gain greater market approval or offer water or wastewater solutions at cheaper prices than Fluence's products. Any such actions of new or existing competitors may adversely affect Fluence's operating and financial performance.

Key Personnel

Fluence's success depends significantly on the continued contribution of its Directors, senior management and other key personnel across engineering, operations, project delivery, technology, finance and commercial functions. Certain roles involve specialist knowledge and experience that may be difficult to replace quickly. Loss of key employees, insufficient succession depth or an inability to attract and retain qualified talent may impair the Company's capacity to execute its strategy, support growth, resolve technical issues and maintain effective oversight of operations. Competition for experienced personnel in the water sector remains strong, and replacement or development of such talent may require additional cost and time.

Safety

Fluence's activities include engineering, manufacturing oversight, field installation, commissioning, plant operations and service work across a range of geographies and operating environments. Failure to identify, manage and control health and safety risks may result in injury to employees or contractors, operational disruption, regulatory action, reputational damage or increased insurance and compliance costs. In addition, safety incidents at project sites or operating installations may adversely affect customer relationships and the Company's ability to pursue future opportunities in certain markets.

Share Market Investments

Fluence shares are to be quoted on the ASX, where their price may rise or fall. The value of the shares will be determined by the stock market and will be subject to a range of factors beyond the control of Fluence. Such factors include, but are not limited to, the demand for and availability of shares, movements in domestic interest rates, fluctuations in the Australian and International stock markets and general domestic economic activity. Returns from an investment in the shares may also depend on general stock market conditions as well as the performance of Fluence. There can be no guarantee that an active market in the shares will develop or that the market price of the shares will not decline.

General Economic Conditions

Changes in economic and business conditions or government policies in Australia or internationally may impact upon the fundamentals upon which the projected growth of Fluence's target markets or its cost structure and profitability will rely. Adverse changes in such things as the level of inflation, interest rates, government policy (including fiscal, monetary and regulatory policies), consumer spending, employment rates, amongst others, are out of the control of Fluence and may result in material adverse impacts on the business of Fluence or its operating results.

Taxation

Future changes in taxation law, including changes in interpretation or application of the law by the courts or taxation authorities in the jurisdictions in which Fluence operates, may affect taxation treatment of an investment in Fluence shares or the holding and disposal of those shares. Further, changes in tax law or changes in the way tax law is expected to be interpreted may impact the future tax liabilities and performance of Fluence. Any changes to the current rates of income tax applying to individuals and trusts will similarly impact on shareholder returns.

Foreign Exchange Rates and Interest Rates

Fluence is exposed to foreign exchange risk through its operations, project contracts, collections and cost base across multiple currencies and jurisdictions, including Argentina, Brazil, Egypt, China, the United Arab Emirates, Europe and Ivory Coast, among others. Movements in exchange rates may affect sales proceeds, project costs, competitiveness, margins and the translation of operating results. The Company is also exposed to interest rate movements, including in respect of borrowings and broader financing conditions. Adverse fluctuations in exchange rates or interest rates may negatively affect Fluence's operations, financial performance and cash flow.

Environmental Regulation

As a provider of water and wastewater treatment solutions, the Company is subject to environmental regulations in each jurisdiction in which it operates. MABR has demonstrated compliance with China Class 1A effluent standards as well as with Title 22 Certification in California, USA. The consolidated entity is not subject to any significant environmental regulation under Australian Commonwealth or State law.

Events after the reporting period

Post year-end, on 2 February 2026, 1,113,564 shares were issued to directors who elected to receive their remuneration in shares.

Non-Executive Directors	Issue Date	Shares issued as compensation
Doug Brown	2 February 2026	593,837
Paul Donnelly	2 February 2026	144,421
Mel Ashton	2 February 2026	147,272
Nikolaus Oldendorff	2 February 2026	228,034
		<hr/>
Total shares issued on 2 February 2026		<u><u>1,113,564</u></u>

No other matter or circumstance has arisen since 31 December 2025 that has significantly affected, or may significantly affect the Company's operations, the results of those operations, or the Company's state of affairs in future financial years.

Information on Directors

Name: **Doug Brown**
Title: Chairman
Qualifications: B.S. in Chemical Engineering, Massachusetts Institute of Technology
MBA, Harvard University
Experience and expertise: Doug Brown is Chairman of Fluence Corporation.

Mr Brown is one of only a handful of globally recognised senior executives to have led multiple successful billion dollar exits in the water space. He was the founder, Chairman and CEO of AquaVenture Holdings, which he led to a listing on the New York Stock Exchange (“**NYSE**”) in 2016 and subsequently sold to Culligan Water for US\$1.2 billion in 2020 while he was serving as Chairman. Mr. Brown was also CEO of Seven Seas Water, an AquaVenture Holdings business. He was previously CEO of Ionics, Inc.(NYSE: ION), which was acquired by GE Water for US\$1.3 billion in 2005. Prior to Ionics, Mr. Brown was CEO of Advent International, a global private equity firm. Mr. Brown’s experience spans the US, Europe, South America, the Middle East, the Caribbean, Africa and Southeast Asia.

Other current directorships: Chairman of the Board for Iv3 Aqua Holding A/S
Former directorships (last 3 years): None
Interests in shares: Direct interest in 88,067,631 shares and indirect interest in 56,930,555 held through Douglas R Brown 2020 Irrevocable Trust and 33,059,029 held through Deborah L Brown 2020 Irrevocable Trust for a total of 178,057,215 shares.
On 2 February 2026, 493,837 shares were issued as remuneration.
Interests in options: Direct interest in:
500,000 Director options with an exercise price of A\$0.20;
1,500,000 Director options with an exercise price of A\$0.10
Indirect Interest in:
12,500,000 Unlisted options with an exercise price of A\$0.22.
Loans given: \$5,000,000 at United States prime rate for an initial term of 21 months with an option to extend. Refer to note 18 for details.
Contractual rights to shares: None

Name: **Benjamin Fash**
Title: Chief Executive Officer and Managing Director (appointed on 30 December 2025)
Qualifications: BA in Economics and Law from Williams College in Massachusetts.
Business Leadership for Financial Executives, Rotman School of Management
Driving Profitable Growth, Harvard Business School
Experience and expertise: Ben Fash is the Chief Executive Officer and Managing Director of Fluence Corporation, bringing more than 20 years of water-industry and capital-markets experience. He combines deep financial operating expertise with a strong track record in M&A, capital raising, company building and strategic leadership.

Mr. Fash joined Fluence in 2023 as CFO, where he played a key role in the company’s strategic transition and turnaround. Previously, he served as CFO of Dumas Mining and as EVP & CFO of Newterra, a global provider of modular water and wastewater treatment solutions. At Newterra, he partnered with private equity owners to double the size of the business through organic growth and M&A while dramatically increasing profitability and improving cash flow management, culminating in a successful exit in 2020.

Earlier in his career, Mr. Fash worked in private equity at Birch Hill Equity Partners and began his career in investment banking at Credit Suisse and RBC Capital Markets.

Other current directorships: None
Former directorships (last 3 years): None
Special responsibilities: Chief Executive Officer and Managing Director
Interests in shares: Direct interest in 1,250,000 shares
Interests in options: Direct interest in:
32,000,000 Options with an exercise price of A\$0.054;
13,040,000 Options with an exercise price of A\$0.19;
7,500,000 Options with an exercise price of A\$0.10.
Contractual rights to shares: None

Name:	Thomas Pokorsky
Title:	Chief Executive Officer and Managing Director (retired on 30 December 2025)
Qualifications:	BSCE in Civil Engineering, Marquette University
Experience and expertise:	Thomas Pokorsky is Chief Executive Officer and Managing Director of Fluence Corporation. Mr Pokorsky has 35 years of successful water industry executive experience, including 15 years as CEO working in North America, with activity in Europe, China and Israel. Mr. Pokorsky has run public and private businesses, achieving returns of 5-10x with IRRs up to 50%. He founded and grew Nexom in the wastewater sector, delivering 25% annual revenue growth and 50% EBITDA growth, leading to its sale to KKR. At Water Pollution Control Corporation (later "Sanitaire"), Mr Pokorsky doubled revenue and profits, negotiated its sale to ITT Industries, and then grew its Advanced Water Treatment group (now part of Xylem) from \$60M to \$350M in four years, including \$100M in organic growth and five successful acquisitions on three continents.
Other current directorships:	None
Former directorships (last 3 years):	None
Special responsibilities:	Chief Executive Officer and Managing Director
Interests in shares:	Direct interest in 1,984,125 shares
Interests in options:	Direct interest in: 20,937,500 Options with an exercise price of A\$0.22; 2,109,375 Options with an exercise price of A\$0.24; 1,562,500 Options with an exercise price of A\$0.26; 3,125,000 Options with an exercise price of A\$0.28; and 15,000,000 Options with an exercise price of A\$0.10.
Contractual rights to shares:	None

Name:	Paul Donnelly
Title:	Lead Independent Director and Non-Executive Director
Qualifications:	BSc (Hons) Chemistry, University of Southampton Advanced Management Program, Harvard Business School Fellow of Institute of Chartered Accountants in England & Wales Graduate Australian Institute of Company Directors
Experience and expertise:	Paul Donnelly is the Lead Independent Director and Non-Executive Director for Fluence Corporation Limited. Mr. Donnelly is an accomplished financial services executive with international experience across all aspects of capital markets. Mr Donnelly is Chief Executive Officer of Flagstaff Partners, an independent corporate advisory firm. Previously, Mr Donnelly was an Executive Director at Macquarie Capital, where he worked for 25 years in various roles, including President and CEO of Macquarie's Canadian operations and Global Head of Equity and Debt Capital Markets. Mr Donnelly has a broad range of investment banking experience in Australia and internationally, with particular expertise in capital markets. Over the course of his 30-year career, he has gathered deep transactional experience advising on significant and complex transactions for leading Australian and international companies.
Other current directorships:	Walter and Eliza Hall Medical Research Institute
Former directorships (last 3 years):	Melbourne Recital Centre
Special responsibilities:	Lead Independent Director, Non-Executive Director Chair of the Audit and Risk Committee
Interests in shares:	Direct interest in 567,242 shares and in Indirect interest in 700,000 shares held by Tres Petitbijou Pty Ltd ATF Tres Petitbijou Superannuation Fund and Indirect interest in 653,644 shares held by Tres Petitbijou Pty Ltd atf < Donnelly Family Trust> for a total of 1,920,886 shares. On 2 February 2026, 144,421 shares were issued as remuneration.
Interests in options:	Indirect interest through Tres Petitbijou Pty Ltd ATF Tres Petitbijou Superannuation Fund in: 500,000 Director options with an exercise price of A\$0.22; 500,000 Director options with an exercise price of A\$0.20; and 1,500,000 Director options with an exercise price of A\$0.10.
Contractual rights to shares:	None

Name: Mel Ashton
Title: Non-Executive Director
Qualifications: Bachelor of Commerce University of Western Australia, CAANZ Membership Program, AICD Membership Program.
Experience and expertise: Mel Ashton is a former Fellow of Chartered Accountants Australia and New Zealand (CAANZ), specialising in corporate finance and restructuring with over 45 years of varied experience.

Mr Ashton is the former Chair of Cullen Wines (Australia) Pty Ltd, former Director of The Hawaiian Group, and previous Acting CEO of Royal Flying Doctor Service in Western Australia. He has also been President and Director of CAANZ, and Vice President and Director of Fremantle Football Club Ltd, who hold the Australian Football League license for the Fremantle Dockers.

Mr Ashton holds a Bachelor of Commerce degree from the University of Western Australia. In 2019 Mel was awarded a Meritorious Service Award which recognises an outstanding contribution to CAANZ and the Accounting Profession.

Other current directorships: Chair of Bellavista Resources Ltd (ASX:BVR).
Former directorships (last 3 years): Labyrinth Resources Ltd (ASX:LRL) Non-Executive Director 9 June 2021 – 30 June 2023;
Venture Minerals Ltd (ASX:VMS) Non-Executive Chair 12 May 2006 to 6 May 2024; and Aurora Labs Limited (ASX:A3D) Non-Executive Director 22 January 2018 to 1 December 2024

Special responsibilities: Audit and Risk Committee

Chair of the Remuneration and Nomination Committee

Interests in shares: Indirect interest in 2,238,180 shares held by Palms on Farms Pty Ltd.
On 2 February 2026, 147,272 shares were issued as remuneration.

Interests in options: Direct interest in:
1,500,000 Director options with an exercise price of A\$0.10.

Name: Nikolaus Oldendorff
Title: Non-Executive Director
Qualifications: Masters degree from the CASS Business School in London
Experience and expertise: Nikolaus Oldendorff is a non-executive Director of Fluence Corporation. Mr. Oldendorff currently serves as the Managing Director of Reederei Nord GmbH ("Nord"), an international shipping company that operates a fleet of approximately 35 vessels for transportation of crude and petroleum products, dry bulk commodities and containers. With a workforce of over 1,100 employees, Nord invested more than US \$1.2 billion in new shipping assets over the last 8 years. In addition to his executive role at Nord, Mr. Oldendorff currently serves on the board of Maritime & Merchant Bank ASA, a specialised Norwegian bank founded in 2017. M&MB offers first-priority mortgages to shipping companies and offshore services and has securitised more than US \$1 billion in loans to the shipping sector since its founding.

Mr. Oldendorff also serves as a German representative on the Baltic and International Maritime Council, which actively shapes international maritime policies and advocates for the interests of shipowners worldwide. He is also engaged as a start-up and venture capital investor and holds several board seats around the globe.

Other current directorships: Managing Director of Reederei Nord GmbH ("Nord"), board of Maritime & Merchant Bank ASA.

Former directorships (last 3 years): None

Interests in shares: Direct interest in 173,872,596 shares
On 2 February 2026, 228,034 shares were issued as remuneration.

Loans given: \$15,000,000 at United States prime rate for an initial term of 21 months with an option to extend. Refer to note 18 for details.

Company Secretary

Melanie Leydin is the Company Secretary. Ms. Leydin was appointed to this position on 1 January 2021. She holds a Bachelor of Business majoring in Accounting and Corporate Law. She is a member of Chartered Accountants Australia and New Zealand, Fellow of the Governance Institute of Australia and is a Registered Company Auditor. Ms. Leydin is Managing Director of Vistra Australia. Vistra is a prominent provider of specialised consulting and administrative services to clients in the Fund, Corporate, Capital Markets, and Private Wealth sectors.

Ms. Leydin has over 25 years' experience in the accounting profession and has extensive experience holding Board positions including Company Secretary of ASX-listed entities. She has extensive experience in relation to public company responsibilities, including ASX and ASIC compliance, control and implementation of corporate governance, statutory financial reporting, reorganisation of companies, initial public offerings, secondary raisings and shareholder relations.

Meetings of Directors

The number of meetings of the Board and of each Board committee held during the year ended 31 December 2025, and the number of meetings attended by each Director were:

	Full Board		Audit and Risk Committee		Nomination and Remuneration Committee	
	Attended	Held	Attended	Held	Attended	Held
Mr Douglas Brown	7	8	-	-	-	-
Mr Paul Donnelly	8	8	9	9	-	-
Mr Norman Mel Ashton	8	8	9	9	-	-
Mr Nikolaus Oldendorff	8	8	-	-	-	-
Mr Thomas Pokorsky	8	8	-	-	-	-
Mr Benjamin Fash ⁽¹⁾	8	8	9	9	-	-
Company Secretary	-	-	-	-	-	-

Held: represents the number of meetings held during the time the Director held office or was a member of the relevant committee.

(1) Mr Benjamin Fash was appointed Chief Executive Officer and Managing Director on 30 December 2025, and he attended the Full Board and ARC in his CFO role.

Remuneration report (audited)

(a) Principles used to determine the nature and amount of remuneration

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including all Directors.

The objective of the Company's executive compensation framework is to ensure remuneration is competitive to attract and retain talent while at the same time being appropriate relative to the Company's results. The framework aligns executive compensation with the achievement of strategic objectives and the creation of value for shareholders and conforms to generally accepted industry standards for remuneration. The Board ensures that executive compensation satisfies the following key criteria in accordance with good governance practices:

- Competitiveness to attract and retain talent;
- Reasonableness in terms of industry benchmarks;
- Acceptability to shareholders;
- Alignment of compensation incentives to business performance goals; and
- Transparency.

Remuneration is aligned to shareholders' interests and program participants' interests as follows:

(a) Alignment to shareholders' interests:

- Achievement of strategic goals as a core component of plan design;
- Focus on growth in shareholder value, as measured by growth in the share price;
- Focus the executives on key financial and non-financial drivers of value; and
- Attract and retain high-calibre executives.

(b) Alignment to program participants' interests:

- Rewards capability and experience;
- Reflects competitive reward for successful execution of the business strategy and business performance; and
- Provides a clear structure for earning rewards.

In accordance with recommended corporate governance, the structure of Non-Executive Directors' remuneration is determined separately to the structure of executives' remuneration.

Directors remuneration

Fees and payments to Non-Executive Directors reflect the demands and responsibilities of their role. Non-Executive Directors' fees and payments are reviewed annually by the Remuneration and Nomination Committee with recommendations made to the full Board.

The previous level of Non-Executive Directors' fees was in line with earlier benchmarking recommendations provided by Mercer Consulting Australia, one of the world's largest remuneration benchmarking and consulting services companies. The firm was engaged by the Remuneration and Nomination Committee to recommend Executive Chair and Non-Executive Directors' fees, including Board Committee fees, appropriate for the demands on being on the Board of a developing and global technology business, and as benchmarked against market rates for comparable positions for peer companies.

Mr. Benjamin Fash was appointed the Chief Executive Officer and Managing Director on 30 December 2025. Mr. Thomas Pokorsky retired on 30 December 2025. Mr. Paul Donnelly continued to hold the role of Lead Independent Director.

Directors engaged on Committees of the Board are also entitled to receive Board Committee fees. Such Committee fees have remained unchanged since 2017.

In view of the growing and developing nature of the Company, Non-Executive Directors may also be engaged on specific projects, on commercial arm's length terms, where the executive team either does not have the same skill sets or capacity. All such special purpose project arrangements are approved by the full Board with the relevant Director abstaining.

Other than Director Fee and Board Committee Fees, Directors may receive share options and strategic bonuses.

ASX listing rules require the aggregate Non-Executive Directors' remuneration to be determined periodically by a general meeting. The most recent determination on 12 July 2017 was that shareholders approved an aggregate remuneration of AU\$ 1,000,000 (the equivalent of US\$ 767,000 at that time).

The Company has approved a plan for Non-Executive Directors' to receive a portion of their fees in the form of Fluence shares, the details of which will be presented to shareholders for approval at the Annual General Meeting. If this plan is not approved, Non-Executive Directors' fees will continue to be fully paid for in cash.

Executive remuneration

The Company aims to reward executives with a level and mix of remuneration based on their position and responsibility, which has both fixed and variable components.

The executive remuneration and reward framework has four components which collectively comprise the executive's total remuneration:

- Base pay, deferred compensation and allowance;
- Short-term performance incentives;
- Share-based payments; and
- Other remuneration such as superannuation and long service leave.

Fixed remuneration, consisting of base salary, superannuation and non-monetary benefits, are reviewed annually by the Remuneration and Nomination Committee and then the Board of Directors. Such review also takes into account individual responsibilities, performance and business unit performance.

In the latter part of 2018 ClearBridge Compensation Group was engaged to design an Executive remuneration system. The resulting recommendation adopted by the Board comprised a fixed base, a short-term incentive ("**STI**") program incorporating Company and individual targets and the continuing long-term incentive ("**LTI**") program incorporating equity-based compensation.

The STI program for FY2025 comprises specific Company-wide targets to align to specific areas of responsibility. Key Performance Indicators ("**KPIs**") include meeting or exceeding budget goals for the year.

The Board also reserves the right to award discretionary bonuses to executives for exceptional achievements which may or may not relate to specific transactions.

The LTI program comprises equity-based remuneration in the form of unlisted share options. An updated employee share option plan was approved by shareholders on 4 June 2020. Options are awarded to executives as long-term incentives aligned to shareholder value creation. Appropriately structured LTI's also provide incentives to retain talent.

Certain executive options are comprised of a 50% time vesting element and a 50% performance-based vesting element. In determining whether performance options issued to certain executives for a particular year have vested, the Board assesses the achievement of (i) corporate KPIs and (ii) in certain cases, individual KPIs, in each case during the applicable year. Corporate KPIs are established by the Board towards the beginning of the fiscal year in consultation with the CEO. Individual performance KPIs are established by the CEO at the beginning of the fiscal year in consultation with the applicable executive. These same KPIs are utilised in determining whether an executive may receive a discretionary end of year cash bonus as part of the STI program. Following the conclusion of the applicable year, the Board, in consultation with the CEO, determines what percentage, if any, of such corporate and individual KPIs have been achieved. The corresponding portion of the performance options subject to such criteria are then vested with the balance forfeited.

Business performance in FY2025 and executive remuneration

Fluence undertakes its activities on a global basis and employs staff across multiple geographies. As part of its practice of recruiting and retaining staff of the highest calibre on a long-term basis, the Company is constantly monitoring and developing compensation practices. As noted above, international benchmarking is used as an important tool in setting remuneration practices. Based on the performance in FY2025, executive STI bonuses for FY2025 were generally towards 95% of the available bonus target.

Consolidated entity performance and link to remuneration

The Remuneration and Nomination Committee ("**RemCo**") is of the opinion that the adoption of performance-based compensation will continue to increase shareholder wealth if maintained over the coming years.

Key management personnel bonuses will be considered by RemCo and the Board on the basis of the consolidated entity's performance relative to pre-determined KPI's during the financial year and exceptional achievements.

Directors consider that the options program and the exercise prices provide incentives to management and Directors which are aligned with the interests of shareholders to lift the value of the company in the medium term. Any remuneration derived by employees from the employee option program is directly linked to the improved share price performance of the consolidated entity relative to the exercise price determined at the time of the issue of the options.

The Directors' report presents the Fluence Corporation Limited 2025 remuneration report, outlining key aspects of our remuneration policy and framework, and remuneration awarded this year.

(b) Details of remuneration

Amounts of remuneration (shown in USD)

The following tables show details of the remuneration expense recognised for the Company's Directors and Executive Key Management Personnel ("**KMP**") for the current and previous financial year measured in accordance with the requirements of the accounting standards.

Directors and other Key Management Personnel for 2025 consisted of:

- Doug Brown - Chairman
- Benjamin Fash - Chief Executive Officer and Managing Director (appointed 30 December 2025)
- Thomas Pokorsky - Chief Executive Officer and Managing Director (retired 30 December 2025)
- Paul Donnelly - Lead Independent Director, Non-Executive Director
- Mel Ashton - Non-Executive Director
- Nikolaus Oldendorff - Non-Executive Director
- Osvaldo Llanes - Chief Financial Officer (appointed 1 December 2025)
- Spencer Smith - Chief Talent and Legal Officer
- Richard Cisterna - Chief Growth Officer

Directors and other Key Management Personnel for 2024 consisted of:

- Doug Brown - Chairman
- Thomas Pokorsky - Chief Executive Officer and Managing Director
- Paul Donnelly - Lead Independent Director, Non-Executive Director
- Mel Ashton - Non-Executive Director (appointed on 25 July 2023)
- Nikolaus Oldendorff - Non-Executive Director (appointed 22 April 2024)
- Richard Irving - Non-Executive Director (retired 10 October 2024)
- Ross Haghighat - Non-Executive Director (retired 10 October 2024)
- Benjamin Fash - Chief Financial Officer
- Spencer Smith - Chief Legal Officer
- Richard Cisterna - Chief Commercial Officer

2025	Short-term benefits		Share-based payment		Total
	Cash salary and fees	Cash salary and fees	Equity-settled Shares	Equity-settled options	
	Base salary US\$	Bonus US\$	US\$	US\$	US\$
Executive directors:					
Benjamin Fash ^(a)	342,629	133,625	-	506,514	982,768
Thomas Pokorsky ^(b)	498,100	71,250	-	226,919	796,269
Total	840,729	204,875	-	733,433	1,779,037
Non-Executive directors:					
Doug Brown ^(c)	-	-	161,087	26,553	187,640
Paul Donnelly	39,176	-	39,176	33,376	111,728
Mel Ashton	39,950	-	39,950	20,947	100,847
Nikolaus Oldendorff	23,197	-	38,661	-	61,858
Total	102,323	-	278,874	80,876	462,073
Other key management personnel:					
Oswaldo Llanes ^(d)	27,083	-	-	7,937	35,020
Richard Cisterna	321,400	117,311	-	119,459	558,170
Spencer Smith	376,716	91,825	-	110,118	578,659
Total	725,199	209,136	-	237,514	1,171,849
Grand Total	1,668,251	414,011	278,874	1,051,823	3,412,959

(a) Benjamin Fash was appointed Chief Executive Officer and Managing Director on 30 December 2025. Equity settled options includes costs related to options with issue date of 05 January 2026.

(b) Thomas Pokorsky retired from the position of Chief Executive Officer and Managing Director on 30 December 2025, and he currently serves as the advisor to the Company.

(c) Share-based payment expense recognised is only for those options granted to Doug Brown in his capacity as Chairman.

(d) Oswaldo Llanes was appointed Chief Financial Officer on 1 December 2025.

2024	Short-term benefits		Share-based payment		Total
	Cash salary and fees	Cash salary and fees	Equity-settled Shares ^(a)	Equity-settled options	
	Base salary US\$	Bonus US\$	US\$	US\$	US\$
Executive directors:					
Thomas Pokorsky	483,600	32,500	-	503,694	1,019,794
Total	483,600	32,500	-	503,694	1,019,794
Non-Executive directors:					
Doug Brown ^(b)	-	-	164,909	41,490	206,399
Paul Donnelly	60,158	-	20,053	58,143	138,354
Mel Ashton	59,588	-	20,009	28,806	108,403
Nikolaus Oldendorff	27,943	-	15,832	-	43,775
Richard Irving ^(c)	61,345	-	-	58,143	119,488
Ross Haghighat ^(d)	53,431	-	-	58,143	111,574
Total	262,465	-	220,803	244,725	727,993
Other key management personnel:					
Benjamin Fash	325,000	65,000	-	570,362	960,362
Richard Cisterna	312,000	62,400	-	266,912	641,312
Spencer Smith	365,712	45,715	-	228,478	639,905
Total	1,002,712	173,115	-	1,065,752	2,241,579
Grand Total	1,748,777	205,615	220,803	1,814,171	3,989,366

(a) Non-executive Director fees received as equity-settled shares are subject to shareholder approval. If not approved, these fees will revert to being paid in cash.

(b) Share-based payment expense recognised is only for those options granted to Doug Brown in his capacity as Chairman.

(c) Richard Irving retired on 10 October 2024. Mr Irving forfeited his equity settled options upon retirement.

(d) Ross Haghighat retired on 10 October 2024. Mr Haghighat forfeited his equity settled options upon retirement.

Remuneration subject to performance in 2025:

Some cash compensation is dependent on meeting defined performance measures. The amount of the cash compensation is determined having regard to the satisfaction of performance measures. The amounts payable are determined at the end of each fiscal year by the Remuneration and Nomination Committee.

Name	Target maximum total potential compensation	Target maximum potential compensation subject to performance	Percentage of Maximum potential compensation subject to performance
	US\$	US\$	%
Thomas Pokorsky	573,100	75,000	13.1%
Benjamin Fash	479,680	137,052	28.6%
Oswaldo Llanes	37,917	10,833	28.6%
Richard Cisterna	449,960	128,560	28.6%
Spencer Smith	470,895	94,179	20.0%

Name	Compensation subject to performance paid/payable 2025	Compensation subject to performance not earned 2025
	%	%
Thomas Pokorsky	95.0%	5.0%
Benjamin Fash	97.5%	2.5%
Oswaldo Llanes	-	100.0%
Richard Cisterna	91.3%	8.8%
Spencer Smith	97.5%	2.5%

Share-based compensation

Issue of shares

The Directors opted to receive a portion of their compensation during the year ended 31 December 2025 in shares.

The number of shares in the Company held during the period by each Director and other KMP, including their personally related parties, are set out below.

2025	Balance at the start of the year	Received as compensation	Received in lieu of interest on shareholder loan	Sold	Purchased	Other	Balance at the end of the year
Executive Directors							
Benjamin Fash	1,250,000	-	-	-	-	-	1,250,000
Thomas Pokorsky ^(a)	1,984,125	-	-	-	-	(1,984,125)	-
	3,234,125	-	-	-	-	(1,984,125)	1,250,000
Non-Executive Directors							
Doug Brown	160,656,696	5,457,160	11,943,359	-	-	-	178,057,215
Paul Donnelly	700,000	1,220,886	-	-	-	-	1,920,886
Mel Ashton	1,000,000	1,238,180	-	-	-	-	2,238,180
Nikolaus Oldendorff	116,122,116	963,858	40,028,738	-	16,757,884	-	173,872,596
	278,478,812	8,880,084	51,972,097	-	16,757,884	-	356,088,877
Key Management Personnel							
Richard Cisterna	198,412	-	-	-	-	-	198,412
Spencer Smith	1,250,000	-	-	-	-	-	1,250,000
	1,448,412	-	-	-	-	-	1,448,412
Total	283,161,349	8,880,084	51,972,097	-	16,757,884	(1,984,125)	358,787,289

(a) Mr Pokorsky retired on 30 December 2025, at year end, 1,984,125 shares are excluded from the total KMP shares calculation.

2024	Balance at the start of the year	Received as compensation	Sold	Purchased	Balance at the end of the year
Executive Directors					
Thomas Pokorsky	1,984,125	-	-	-	1,984,125
	1,984,125	-	-	-	1,984,125
Non-Executive Directors					
Doug Brown	150,500,000	4,781,696	-	5,375,000	160,656,696
Paul Donnelly	700,000	-	-	-	700,000
Mel Ashton	1,000,000	-	-	-	1,000,000
Nikolaus Oldendorff	-	-	-	116,122,116	116,122,116
Richard Irving	37,264,579	-	(34,326,005)	-	2,938,574
Ross Haghighat	600,000	-	-	-	600,000
	190,064,579	4,781,696	(34,326,005)	121,497,116	282,017,386
Key Management Personnel					
Benjamin Fash	1,250,000	-	-	-	1,250,000
Richard Cisterna	198,412	-	-	-	198,412
Spencer Smith	1,250,000	-	-	-	1,250,000
	2,698,412	-	-	-	2,698,412
Total	194,747,116	4,781,696	(34,326,005)	121,497,116	286,699,923

Issue of options

The number of options over ordinary shares in the Company held during the period by each Director and other KMP, including their personally related parties, are set out below. An Employee Option Plan was approved by shareholders on 4 June 2020. Refer to description of Long-Term Incentives under executive remuneration for details.

2025	Balance at the start of the year	Granted as compensation	Option expired / exercised/ forfeited	Net change other	Balance at end of year	Vested & Exercisable	Escrowed / Unvested
Executive Directors							
Benjamin Fash ^(a)	20,540,000	32,000,000	-	-	52,540,000	12,246,250	40,293,750
Thomas Pokorsky ^(b)	44,296,875	-	(1,562,500)	(42,734,375)	-	25,078,125	17,656,250
	64,836,875	32,000,000	(1,562,500)	(42,734,375)	52,540,000	37,324,375	57,950,000
Non-Executive Directors							
Doug Brown	14,500,000	-	-	-	14,500,000	12,802,083	1,697,917
Paul Donnelly	3,500,000	-	(1,000,000)	-	2,500,000	1,583,333	916,667
Mel Ashton	1,500,000	-	-	-	1,500,000	750,000	750,000
	19,500,000	-	(1,000,000)	-	18,500,000	15,135,416	3,364,584
Key Management Personnel							
Oswaldo Llanes	-	10,000,000	-	-	10,000,000	-	10,000,000
Rick Cisterna	10,502,672	7,000,000	(390,550)	-	17,112,122	5,354,422	11,757,700
Spencer Smith	8,970,312	7,000,000	(1,237,500)	-	14,732,812	3,982,812	10,750,000
	19,472,984	24,000,000	(1,628,050)	-	41,844,934	9,337,234	32,507,700
Total	103,809,859	56,000,000	(4,190,550)	(42,734,375)	112,884,934	61,797,025	93,822,284

(a) 32,000,000 Options were granted to Mr Fash on 25 August 2025, but issued on 5 January 2026.

(b) Mr Pokorsky retired on 30 December 2025, at year end 42,734,375 options are excluded from the total KMP options calculation.

2024	Balance at the start of the year	Granted as compensation	Option expired / exercised/ forfeited	Net change other	Balance at end of year	Vested & Exercisable	Escrowed / Unvested
Executive Directors							
Thomas Pokorsky	30,312,500	15,000,000	(1,015,625)	-	44,296,875	16,640,625	27,656,250
	30,312,500	15,000,000	(1,015,625)	-	44,296,875	16,640,625	27,656,250
Non-Executive Directors							
Doug Brown ^(a)	13,000,000	1,500,000	-	-	14,500,000	9,135,416	5,364,584
Paul Donnelly	2,000,000	1,500,000	-	-	3,500,000	1,291,666	2,208,334
Mel Ashton	-	1,500,000	-	-	1,500,000	375,000	1,125,000
Richard Irving ^(b)	2,000,000	1,500,000	(2,500,000)	-	1,000,000	-	1,000,000
Ross Haghighat ^(c)	2,000,000	1,500,000	(2,500,000)	-	1,000,000	750,000	250,000
	19,000,000	7,500,000	(5,000,000)	-	21,500,000	11,552,082	9,947,918
Key Management Personnel							
Benjamin Fash	13,040,000	7,500,000	-	-	20,540,000	5,705,000	14,835,000
Richard Cisterna	6,188,184	4,500,000	(185,512)	-	10,502,672	2,213,722	8,288,950
Spencer Smith	4,850,000	4,500,000	(379,688)	-	8,970,312	1,809,896	7,160,416
	24,078,184	16,500,000	(565,200)	-	40,012,984	9,728,618	30,284,366
Total	73,390,684	39,000,000	(6,580,825)	-	105,809,859	37,921,325	67,888,534

(a) Mr Brown's vested & exercisable options have been amended to reflect the total number of options vested.

(b) Mr Irving's unvested options were forfeited upon his retirement on 10 October 2024.

(c) Mr Haghighat's unvested options were forfeited upon his retirement on 10 October 2024.

Share-based payments granted as compensation during the year

For the period, options were issued to certain KMP under the Fluence 2015 Employee Share Option Plan (as amended) and the Fluence 2020 Employee Share Option Plan. In accordance with AASB 2 Share Based Payments, the tables include employee options agreed to be issued up to and including 31 December 2025. Options issued to KMP during the period generally vest on a time basis in 16 equal quarterly increments subject to the employee continuing to be employed by the Company at the vesting date. Some options are also a subject to meeting performance criteria established by the Board.

2025	Grant date	No. of options granted	No. of options vested	Fair value per option at grant date US\$	Exercise price AU\$	Expiry date	Value of options at grant date US\$
Executive Directors							
Benjamin Fash ^(a)	25 August 2025	32,000,000	-	0.0440	0.05	30 December 2032	1,408,033
Non-executive Directors							
Key Management Personnel							
Oswaldo Llanes	17 December 2025	10,000,000	-	0.0364	0.12	17 December 2032	363,996
Spencer Smith	17 December 2025	7,000,000	-	0.3950	0.08	17 December 2032	276,686
Richard Cisterna	17 December 2025	7,000,000	-	0.3950	0.08	17 December 2032	276,686

(a) 32,000,000 Options were granted to Mr Fash on 25 August 2025, but issued on 5 January 2026.

2024	Grant date	No. of options granted	No. of options vested	Fair value per option at grant date US\$	Exercise price AU\$	Expiry date	Value of options at grant date US\$
Executive Directors							
Thomas Pokorsky	26 June 2024	15,000,000	3,750,000	0.0426	0.10	20 December 2030	638,472
Non-executive Directors							
Douglas Brown	26 June 2024	1,500,000	375,000	0.0426	0.10	20 December 2030	63,847
Paul Donnelly	26 June 2024	1,500,000	375,000	0.0426	0.10	20 December 2030	63,847
Norman Mel Ashton	26 June 2024	1,500,000	375,000	0.0426	0.10	20 December 2030	63,847
Richard Irving ^(a)	26 June 2024	1,500,000	-	0.0426	0.10	20 December 2030	63,847
Ross Haghigat ^(b)	26 June 2024	1,500,000	-	0.0426	0.10	20 December 2030	63,847
Key Management Personnel							
Benjamin Fash	31 January 2024	7,500,000	-	0.0652	0.10	31 January 2031	489,373
Spencer Smith	31 January 2024	4,500,000	-	0.0652	0.10	31 January 2031	293,624
Richard Cisterna	31 January 2024	4,500,000	-	0.0652	0.10	31 January 2031	293,624

(a) Mr Irving's unvested options were forfeited upon his retirement on 10 October 2024.

(b) Mr Haghigat's unvested were forfeited upon his retirement on 10 October 2024.

Loans from Directors

Details of loans made by the directors to the Company are set out below.

	Nikolaus Oldendorff	Doug Brown	Total
<i>Current borrowings</i>			
Opening balance as of 1 January 2025	15,000,000	5,000,000	20,000,000
Repayment	(1,000,000)	(1,000,000)	(2,000,000)
Closing balance as of 31 December 2025	<u>14,000,000</u>	<u>4,000,000</u>	<u>18,000,000</u>

<i>Interest payable</i>			
Opening balance as of 1 January 2025	453,270	116,842	570,112
Interest accrued for the period	1,073,989	337,071	1,411,060
Interest converted to shares	(1,387,067)	(413,857)	(1,800,924)
Closing balance as of 31 December 2025	<u>140,192</u>	<u>40,056</u>	<u>180,248</u>

	Nikolaus Oldendorff	Doug Brown	Total
<i>Current borrowings</i>			
Opening balance as of 1 January 2024	-	-	-
Loans received	15,000,000	5,000,000	20,000,000
Closing balance as of 31 December 2024	<u>15,000,000</u>	<u>5,000,000</u>	<u>20,000,000</u>

<i>Interest payable</i>			
Opening balance as of 1 January 2024	-	-	-
Interest accrued for the period	453,270	116,842	570,112
Closing balance as of 31 December 2024	<u>453,270</u>	<u>116,842</u>	<u>570,112</u>

The interest rate is variable and equal to the US Prime Rate, which is currently 6.75%. The initial term is 21 months with an option to extend for up to three (3) months at Prime Rate plus 5%. Security in respect of the loan is initially limited to no more than five percent (5%) of the equity interests of the Company. Following shareholder approval, security in respect of the Revolving Facility is capped at the lesser of \$4.0 million and the amount outstanding under the Revolving Facility at any particular time. Such amount can be increased to a maximum amount¹ of \$6.0 million by request of the Lenders within 90 days of maturity of the Revolving Facility. Refer to note 18 for details. In October 2025, Shareholders agreed to receive a one-time interest payment in the form of shares rather than cash.

¹"Maximum Amount" means, at any time, the least of (i) US\$4,000,000, (ii) the aggregate unpaid principal amount of all Advances owing from the Borrower to the Lenders under this Agreement at such time and (iii) the maximum amount that may be provided as collateral by the Borrower under the laws of Australia as reasonably determined by Borrower; provided, that if the amount pursuant to clause (ii) above is in excess of US\$4,000,000 at any time after the date that is 91-days prior to the Maturity Date, upon written request from the Lenders to the Borrower at such time, the amount in clause (i) above shall be increased to US\$6,000,000.

Service agreements - Directors

Remuneration and other terms of employment for key management personnel are formalised in service agreements. Details of these agreements are as follows:

Name: **Doug Brown**
Title: Chairman
Agreement commenced: 20 March 2023
Term of agreement: Subject to shareholder approval every three years.
Details: Chairman fee of AU\$250,000 (US\$161,087) per annum to be 100% paid in shares. Remuneration is reviewed annually by the Remuneration and Nomination Committee.

Name: **Paul Donnelly**
Title: Non-Executive Director
Agreement commenced: 20 July 2018
Term of agreement: Subject to shareholder approval every three years.
Details: Non-Executive Director fees of AU\$96,000 (US\$61,875) per annum plus Chair of the Audit and Risk Committee fees of AU\$16,000 (US\$10,310) per annum and Lead Independent Director fee amounting to AU\$9,600 (US\$6,186) per annum. 50% of the total director fee will be paid in shares. Remuneration is reviewed annually by the Remuneration and Nomination Committee.

Name: **Mel Ashton**
Title: Non-Executive Director
Agreement commenced: 25 July 2023
Term of agreement: Subject to shareholder approval every three years.
Details: Non-Executive Director fees of AU\$96,000 (US\$61,857) per annum plus Member of the Audit and Risk Committee fees of AU\$12,000 (US\$7,732) per annum and Chair of the Remuneration and Nomination Committee fees of AU\$16,000 (US\$10,310) per annum. 50% of the total director fee will be paid in shares. Remuneration is reviewed annually by the Remuneration and Nomination Committee.

Name: **Nikolaus Oldendorff**
Title: Non-Executive Director
Agreement commenced: 22 April 2024
Term of agreement: Subject to shareholder approval every three years.
Details: Non-Executive Director fees of AU\$96,000 (US\$63,326) per annum. 50% of total director fee paid in shares up to 30 September 2025. Starting 1 October 2025, 100% of the total director fee will be paid in shares, subject to shareholder approval. Remuneration is reviewed annually by the Remuneration and Nomination Committee.

Service agreements KMPs

Name: Thomas Pokorsky
Title: Chief Executive Officer and Managing Director
Agreement commenced 14 March 2022 (retired on 30 December 2025)
Terms of agreement: 4 Year Agreement with automatic 1-year renewals. Either party to provide 6 months written notice for termination of agreement

Details of remuneration:

Cash salary and fees: US\$498,100 (base salary)
Bonuses and deferred remuneration: Target performance-based bonus of up to US\$75,000
Other Benefits: Entitled to participate in Company benefit plans, including health insurance

Employment Based Option Remuneration:

Number of Options Granted	Grant Date	Exercise Price	Vesting Period
3,125,000	30 June 2022	AU\$0.22	Options vest and become exercisable 1 year anniversary from the start date.
9,375,000	30 June 2022	AU\$0.22	Options shall vest and become exercisable in twelve (12) equal installments of 781,250 at the end of each consecutive three (3) month period over a three (3) year period commencing on 30 June 2023.
15,000,000	26 June 2024	AU\$0.10	25% of the options vest and become exercisable on 20 December 2024, the remaining 75% in equal quarterly amounts over the subsequent three (3) years with the first vesting on 20 March 2025

Performance Based Option Remuneration:

Number of Options Granted	Grant Date	Exercise Price	Vesting Period
3,125,000	30 June 2022	AU\$0.22	Options vest and become exercisable on 15 January 2023 subject to meeting performance criteria.
3,125,000	30 June 2022	AU\$0.24	Options vest and become exercisable on 15 January 2024 subject to meeting performance criteria.
3,125,000	30 June 2022	AU\$0.26	Options vest and become exercisable on 15 January 2024 subject to meeting performance criteria.
3,125,000	30 June 2022	AU\$0.28	Options vest and become exercisable on 15 January 2025 subject to meeting performance criteria.
6,250,000	30 June 2022	AU\$0.22	Options shall vest and become exercisable when the Enterprise Value of Fluence Corporation Limited reaches at least US \$400 million.

Name: Benjamin Fash
Title: Chief Executive Officer and Managing Director
Agreement commenced 30 December 2025
Terms of agreement: 6 months' notice. 6 months' severance if terminated without cause or leaves for good reason

Details of remuneration:
Cash salary and fees: US\$450,000 (base salary)
Bonuses and deferred remuneration: Target performance-based bonus of up to US\$150,000
Other Benefits: Health insurance for Mr Fash and his family

Title: Chief Financial Officer
Agreement commenced 3 January 2023 (retired 30 December 2025)
Terms of agreement: 60 days' notice. 6 months' severance if terminated without cause or leaves for good reason

Details of remuneration:
Cash salary and fees: US\$342,629 (base salary)
Bonuses and deferred remuneration: Performance based bonus up to 40% of base salary
Other Benefits: Health insurance for Mr Fash and his family

Employment Based Option Remuneration:

Number of Options Granted	Grant Date	Exercise Price	Vesting Period
3,260,000	30 January 2023	AU\$0.19	Options vest and become exercisable 1 year anniversary from the start date.
9,780,000	30 January 2023	AU\$0.19	Options shall vest and become exercisable in twelve (12) equal installments of 815,000 at the end of each consecutive three (3) month period over a three (3) year period commencing on 1 April 2024.
7,500,000	31 January 2024	AU\$0.10	1,875,000 Options shall vest and become exercisable on 1 January 2025 and 5,625,000 Options shall vest and become exercisable quarterly in 12 equal instalments of 468,750 per quarter over twelve (12) quarters, with the first quarterly vesting date being 1 April 1 2025.
32,000,000	25 August 2025	AU\$0.05	8,000,000 Options will vest on the first anniversary of the issue date; and 24,000,000 Options will vest quarterly in twelve (12) equal instalments of 2,000,000 per quarter over twelve (12) quarters, with the first quarterly instalment to vest one (1) year and three (3) months from 5 January 2026.

Name: Osvaldo Llanes
Title: Chief Financial Officer
Agreement commenced: 1 December 2025
Terms of agreement: At will with 60 days' notice by either party
Details of remuneration:
Cash salary and fees: US\$325,000 (base salary)
Bonuses and deferred remuneration: Performance based bonus up to 40% of base salary
Other Benefits: Health insurance for Mr Llanes and his family

Employment Based Option Remuneration:

Number of Options Granted	Grant Date	Exercise Price	Vesting Period
2,500,000	17 December 2025	AU\$0.12	Options vest and become exercisable 1 year anniversary from the start date.
7,500,000	17 December 2025	AU\$0.12	Options shall vest and become exercisable in twelve (12) equal instalments of 625,000 per quarter over twelve (12) quarters, with the first quarterly vesting date being 1 March 2027.

Name: **Spencer Smith**
Title: Chief Talent and Legal Officer
Agreement commenced: Mr Smith joined RWL Water LLC on 31 May 2016. His current agreement was executed on July 14, 2017.
Terms of agreement: The initial term of the contract was 2 years. The Initial term will automatically be extended for successive periods of 1 year until the Company or the Executive gives ninety (90) days written notice of non-renewal or unless terminated.
Details of remuneration:
Cash salary and fees: US\$376,716 (base salary)
Bonuses and deferred remuneration: Performance based bonus up to 25% of base salary
Other Benefits: Health insurance for Mr Smith and his family

Employment Based Option Remuneration:

Number of Options Granted	Grant Date	Exercise Price	Vesting Period
350,000	14 July 2017	AU\$0.84	Options vest and become exercisable in equal installments at the end of each consecutive three (3) month period over four (4) years, commencing on 14 July 2017.
75,000	26 March 2018	AU\$0.48	Options are fully vested.
140,000	31 January 2019	AU\$0.39	49,000 options vested at grant date, 91,000 options vest and become exercisable in ten equal installments at the end of each consecutive three (3) month period, commencing on 30 April 2019.
300,000	26 February 2020	AU\$0.44	Options vest and become exercisable in equal installments at the end of each consecutive three (3) month period over four (4) years, commencing on 26 February 2020.
200,000	6 April 2021	AU\$0.23	Options vest and become exercisable in equal installments at the end of each consecutive three (3) month period over four (4) years, commencing on 6 April 2021.
500,000	21 March 2022	AU\$0.17	Options vest and become exercisable in equal installments at the end of each anniversary year for a period over three (3) years.
1,500,000	30 January 2023	AU\$0.23	Options vest and become exercisable in equal installments at the end of each consecutive three (3) month period over four (4) years, commencing on 30 January 2023.
4,500,000	31 January 2024	AU\$0.10	1,125,000 Options shall vest and become exercisable on 1 January 2025 and 3,375,000 Options shall vest and become exercisable quarterly in 12 equal instalments of 468,750 per quarter over twelve (12) quarters, with the first quarterly vesting date being 1 April 1 2025.
7,000,000	17 December 2025	AU\$0.08	7,000,000 Options will be vested quarterly in sixteen (16) equal instalments of 437,500 per quarter over sixteen (16) quarters, with the first quarterly vesting date being 1 March 2026.

Trigger Event Based Option Remuneration:

Number of Options Granted	Grant Date	Exercise Price	Vesting Period
500,000	11 August 2021	AU\$0.21	Options vest and become exercisable upon the Company meeting specific goals with an expiry date of 18 August 2025.

Performance Based Option Remuneration:

Number of Options Granted	Grant Date	Exercise Price	Vesting Period
1,500,000	30 January 2023	AU\$0.23	375,000 Options vest and become exercisable every year upon meeting performance criteria established by the Board with an expiry date of 18 January 2028.

Name: Richard Cisterna
Title: Chief Growth Officer
Agreement commenced: 13 December 2021
Terms of agreement: At will with 60 days' notice by either party
Details of remuneration:
Cash salary and fees: US\$321,400 (base salary)
Bonuses and deferred remuneration: Performance based bonus up to 40% of base salary
Other Benefits: Health insurance for Mr Cisterna and his family

Employment Based Option Remuneration:

Number of Options Granted	Grant Date	Exercise Price	Vesting Period
1,250,000	21 March 2022	AU\$0.18	Options will vest and become exercisable in equal installments at the end of each consecutive three (3) month period over four (4) years, commencing on 21 March 2022.
2,500,000	30 January 2023	AU\$0.23	Options vest and become exercisable in equal installments at the end of each consecutive three (3) month period over four (4) years, commencing on 30 January 2023.
4,500,000	31 January 2024	AU\$0.10	1,125,000 Options shall vest and become exercisable on 1 January 2025 and 3,375,000 Options shall vest and become exercisable quarterly in 12 equal instalments of 468,750 per quarter over twelve (12) quarters, with the first quarterly vesting date being 1 April 1 2025.
7,000,000	17 December 2025	AU\$0.08	7,000,000 Options will be vested quarterly in sixteen (16) equal instalments of 437,500 per quarter over sixteen (16) quarters, with the first quarterly vesting date being 1 March 2026.

Performance Based Option Remuneration:

Number of Options Granted	Grant Date	Exercise Price	Vesting Period
2,500,000	30 January 2023	AU\$0.23	625,000 Options vest and become exercisable every year upon meeting performance criteria established by the Board with an expiry date of 18 January 2028.

Financial Performance

The earnings of the Company for the five years to 31 December 2025 are summarised below:

	2025 USD \$'000	2024 USD \$'000	2023 USD \$'000	2022 USD \$'000	2021 USD \$'000
Sales revenue	78,414	51,595	70,037	116,265	111,986
Loss before income tax from continuing operations	(7,670)	(21,913)	(16,344)	(15,330)	(10,982)
Profit/(loss) from discontinued operations	198	90	(667)	(985)	(3,868)
Loss for the year	(7,942)	(21,653)	(15,984)	(16,292)	(15,083)

The results for 2022 have been adjusted to conform with AASB 5: "Assets held for sale and discontinued operations" presentation requirements. The results for 2021 and beyond match the published financial reports for the Company.

Other factors relevant to shareholder returns include the share price performance and earnings per share over the same period:

	31 December 2025 AU\$	31 December 2024 AU\$	31 December 2023 AU\$	31 December 2022 AU\$	31 December 2021 AU\$
Market factors					
Share price	0.10	0.07	0.12	0.17	0.15
Financial factors					
Loss per share from continuing operations	(0.01)	(0.02)	(0.02)	(0.03)	(0.02)

This concludes the remuneration report, which has been audited.

Shares under option
Unissued ordinary shares

Unissued ordinary shares of Fluence Corporation Limited under option at the date of this report are as follows:

Date options granted	Expiry date	Issue Price of shares	Number under option
		AU\$	
21 March 2022	1 July 2026	0.22	250,000
21 March 2022	1 January 2027	0.18	1,073,060
21 March 2022	1 January 2027	0.22	25,000
21 March 2022	22 March 2027	0.17	500,000
23 May 2022	31 March 2027	0.22	12,500,000
30 June 2022	30 June 2026	0.22	500,000
30 June 2022	14 March 2027	0.22	20,937,500
30 June 2022	14 March 2027	0.24	2,109,375
30 June 2022	14 March 2027	0.26	1,562,500
30 June 2022	14 March 2027	0.28	3,125,000
30 January 2023	15 January 2028	0.19	13,040,000
30 January 2023	15 January 2028	0.23	7,271,874
6 June 2023	6 June 2028	0.20	1,000,000
31 January 2024	31 January 2031	0.10	16,500,000
26 June 2024	20 December 2030	0.10	19,500,000
31 December 2024	31 December 2032	0.10	4,500,000
17 December 2025	17 December 2032	0.08	13,875,000
17 December 2025	17 December 2032	0.12	12,000,000
17 December 2025	19 December 2032	0.08	4,625,000
			134,894,309

Insurance of officers and indemnities

(a) Insurance of officers

The Company has indemnified the Directors and executives of the Company for costs incurred, in their capacity as a Director or executive, for which they may be held personally liable, except where there is a lack of good faith.

During the financial year, the Company paid a premium in respect of a contract to ensure the Directors and executives of the Company against a liability to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium.

(a) Indemnity of auditors

The Company has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the Company or any related entity against a liability incurred by the auditor.

During the financial year, the Company has not paid a premium in respect of a contract to insure the auditor of the Company or any related entity.

Proceedings on behalf of the Company

No person has applied to the Court under section 237 of the Corporations Act 2001 for leave to bring proceedings on behalf of the Company, or to intervene in any proceedings to which the Company is a party, for the purpose of taking responsibility on behalf of the Company for all or part of those proceedings.

Non-audit services

Details of the amounts paid or payable to the auditor for audit and non-audit services provided during the year are set out in note 27 in the financial statements.

The Board of Directors has considered the position and is satisfied that the provision of the non-audit services is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001. The Directors are satisfied that the provision of non-audit services by the auditor, did not compromise the auditor's independence requirements of the Corporations Act 2001 for the following reasons:

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

Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out immediately after this Directors' report.

Rounding of amounts

The amounts contained in the directors' report and in the financial report have been rounded to the nearest \$1,000 (where rounding is applicable) under the option available to the Company under ASIC Corporations (Rounding in Financial/Directors' Report) Legislative Instrument 2016/191. The Company is an entity in which the Legislative Instrument applies.

Auditor

BDO Audit Pty Ltd continues in office in accordance with section 327 of the Corporations Act 2001.

Corporate Governance Statement

In accordance with ASX listing Rule 4.10.3, the Company's Corporate Governance Statements can be found on its website <https://www.fluencecorp.com/investor-news/>.

This report is made in accordance with a resolution of directors, pursuant to section 298(2)(a) of the Corporations Act 2001.

On behalf of the Directors

A handwritten signature in black ink, appearing to read "B. Fash".

Benjamin Fash
CEO and Managing Director

31 March 2026
Plymouth, Minnesota, United States of America

DECLARATION OF INDEPENDENCE BY KATHERINE ROBERTSON TO THE DIRECTORS OF FLUENCE CORPORATION LIMITED

As lead auditor of Fluence Corporation Limited for the year ended 31 December 2025, 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 Fluence Corporation Limited and the entities it controlled during the period.



Katherine Robertson
Director

BDO Audit Pty Ltd

Melbourne, 31 March 2026

Fluence Corporation Limited
Consolidated statement of profit or loss and other comprehensive income
For the year ended 31 December 2025



		Consolidated	
		31 December 2025	31 December 2024
	Note	USD \$'000	USD \$'000
Revenue from continuing operations	4	78,414	51,495
Other income		40	-
Expenses			
Cost of sales		(55,284)	(36,334)
Research and development expenses	5	(1,407)	(1,988)
Sales and marketing expenses	5	(4,889)	(5,806)
General and administration expenses	5	(16,382)	(15,965)
Other gains / (losses)	5	(6,633)	(10,499)
Finance costs	5	(1,529)	(2,816)
Loss before income tax(expense)/benefit from continuing operations		(7,670)	(21,913)
Income tax(expense)/benefit	7	(470)	170
Loss after income tax(expense)/benefit from continuing operations		(8,140)	(21,743)
Profit after income tax expense from discontinued operations	3	198	90
Loss after income tax(expense)/benefit for the year		<u>(7,942)</u>	<u>(21,653)</u>
Other comprehensive income			
<i>Items that may be reclassified subsequently to profit or loss</i>			
Foreign currency translation, net of tax		2,110	(333)
Other comprehensive income for the year, net of tax		2,110	(333)
Total comprehensive income for the year		<u>(5,832)</u>	<u>(21,986)</u>
Other comprehensive income for the year:			
From continuing operations		2,282	(500)
From discontinued operations		(172)	167
		2,110	(333)
Loss for the year is attributable to:			
Non-controlling interest		140	(252)
Owners of Fluence Corporation Limited		(8,082)	(21,401)
		<u>(7,942)</u>	<u>(21,653)</u>
Total comprehensive income for the year is attributable to:			
Continuing operations		10	(305)
Discontinued operations		130	53
Non-controlling interest		140	(252)
Continuing operations		(5,868)	(21,938)
Discontinued operations		(104)	204
Owners of Fluence Corporation Limited		<u>(5,972)</u>	<u>(21,734)</u>
		<u>(5,832)</u>	<u>(21,986)</u>

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

Fluence Corporation Limited
Consolidated statement of profit or loss and other comprehensive income
For the year ended 31 December 2025



		31 December 2025	31 December 2024
	Note	US Dollars	US Dollars
Earnings per share for loss from continuing operations attributable to the Owners of Fluence Corporation Limited			
Basic earnings per share	8	(0.00746)	(0.01987)
Diluted earnings per share	8	(0.00746)	(0.01987)
Earnings per share for profit from discontinued operations attributable to the Owners of Fluence Corporation Limited			
Basic earnings per share	8	0.00006	0.00003
Diluted earnings per share	8	0.00006	0.00003
Earnings per share for loss attributable to the Owners of Fluence Corporation Limited			
Basic earnings per share	8	(0.00740)	(0.01984)
Diluted earnings per share	8	(0.00740)	(0.01984)

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

Fluence Corporation Limited
Consolidated statement of financial position
As at 31 December 2025



	Note	Consolidated 2025 USD \$'000	2024 USD \$'000
Assets			
Current assets			
Cash and cash equivalents	9	16,640	8,945
Other financial assets	9	6	26
Trade and other receivables	10	24,805	38,902
Inventories	11	4,586	5,797
Prepayments	12	3,150	2,647
Concession arrangement assets	13	271	271
Other assets		71	229
Total current assets		<u>49,529</u>	<u>56,817</u>
Non-current assets			
Investments accounted for using the equity method	14	-	311
Deferred tax	7	1,708	1,893
Property, plant and equipment	15	9,032	8,006
Intangible assets	16	617	970
Concession arrangement assets	13	2,228	2,499
Long-term deposits	12	4,124	3,576
Other assets		71	39
Total non-current assets		<u>17,780</u>	<u>17,294</u>
Total assets		<u>67,309</u>	<u>74,111</u>
Liabilities			
Current liabilities			
Trade and other payables and other liabilities	17	32,883	34,799
Borrowings	18	18,189	3,171
Lease liabilities	19	479	478
Current tax liabilities	7	115	90
Provisions	20	2,513	3,126
Contract liabilities	21	7,018	21,486
Total current liabilities		<u>61,197</u>	<u>63,150</u>
Non-current liabilities			
Borrowings	18	-	17,500
Lease liabilities	19	645	297
Deferred tax	7	-	33
Provisions	20	521	468
Contract liabilities	21	15,038	154
Total non-current liabilities		<u>16,204</u>	<u>18,452</u>
Total liabilities		<u>77,401</u>	<u>81,602</u>
Net liabilities		<u>(10,092)</u>	<u>(7,491)</u>

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

Fluence Corporation Limited
Consolidated statement of financial position
As at 31 December 2025



		Consolidated	
	Note	2025	2024
		USD \$'000	USD \$'000
Equity			
Contributed equity	22	234,810	232,614
Reserves	23	1,537	(1,608)
Accumulated losses		(244,361)	(236,279)
Deficiency attributable to the Owners of Fluence Corporation Limited		(8,014)	(5,273)
Non-controlling interest	24	(2,078)	(2,218)
Total deficiency		<u>(10,092)</u>	<u>(7,491)</u>

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

Fluence Corporation Limited
Consolidated statement of changes in equity
For the year ended 31 December 2025



Consolidated	Issued capital USD \$'000	Reserves USD \$'000	Retained profits USD \$'000	Non-controlling interest USD \$'000	Total deficiency in equity USD \$'000
Balance at 1 January 2024	232,313	(3,252)	(214,878)	(1,966)	12,217
Loss after income tax benefit for the year	-	-	(21,401)	(252)	(21,653)
Other comprehensive income for the year, net of tax	-	(333)	-	-	(333)
Total comprehensive income for the year	-	(333)	(21,401)	(252)	(21,986)
<i>Transactions with Owners in their capacity as Owners:</i>					
Issue of ordinary shares, net of transaction costs	301	(317)	-	-	(16)
Share-based payments (note 6)	-	2,294	-	-	2,294
Balance at 31 December 2024	232,614	(1,608)	(236,279)	(2,218)	(7,491)

Consolidated	Issued capital USD \$'000	Reserves USD \$'000	Retained profits USD \$'000	Non-controlling interest USD \$'000	Total deficiency in equity USD \$'000
Balance at 1 January 2025	232,614	(1,608)	(236,279)	(2,218)	(7,491)
Profit/(loss) after income tax expense for the year	-	-	(8,082)	140	(7,942)
Other comprehensive income for the year, net of tax	-	2,110	-	-	2,110
Total comprehensive income for the year	-	2,110	(8,082)	140	(5,832)
<i>Transactions with Owners in their capacity as Owners:</i>					
Issue of ordinary shares, net of transaction costs	2,196	(407)	-	-	1,789
Share based payments (note 6)	-	1,442	-	-	1,442
Balance at 31 December 2025	234,810	1,537	(244,361)	(2,078)	(10,092)

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

Fluence Corporation Limited
Consolidated statement of cash flows
For the year ended 31 December 2025



	Note	Consolidated	
		2025 USD \$'000	2024 USD \$'000
Cash flows from operating activities			
Receipt from customers		89,409	44,194
Payments to suppliers and employees		(77,982)	(61,168)
Interest received		26	168
Interest and other costs of finance paid		(250)	(2,473)
Income taxes paid		(325)	(839)
Net Cash flows from operating activities		10,878	(20,118)
Cash flows from investing activities			
Payment for purchases of plant and equipment		(1,228)	(1,691)
Proceeds from disposal of plant and equipment		56	139
Proceeds from sale of Aeromix		-	1,837
Proceeds from release of security deposits		(109)	3,802
Proceeds from dissolution of ETGR	14	298	-
Net Cash flows from investing activities		(983)	4,087
Cash flows from financing activities			
Proceeds from borrowings	18	410	20,000
Repayment of borrowings	18	(2,524)	(17,729)
Principal portion of lease liabilities		(686)	(1,036)
Transaction costs related to issue of ordinary shares	22	(12)	(16)
Net Cash flows from financing activities		(2,812)	1,219
Net increase/(decrease) in cash and cash equivalents		7,083	(14,812)
Cash and cash equivalents at the beginning of the financial year		8,945	24,635
Effects of exchange rate changes on cash and cash equivalents		612	(878)
Cash and cash equivalents at the end of the financial year	9	16,640	8,945

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

Note 1. Summary of material accounting policies

Corporate information

The Financial Report of Fluence Corporation Limited and its controlled entities (the “Company” or the “Group”) for the year ended 31 December 2025 was authorised for issue in accordance with a resolution of the Directors on 31 March 2026.

Fluence Corporation Limited is a for-profit listed public company limited by shares incorporated and domiciled in Australia whose shares are publicly traded on the Australian Securities Exchange (“ASX”). The Company provides fast-to-deploy, decentralised and smart water and wastewater treatment solutions.

Basis of preparation

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards and interpretations issued by the Australian Accounting Standards Board and the Corporations Act 2001.

The financial statements also comply with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board.

The financial report has been prepared on an accruals basis and is based on historical costs, except for those assets and liabilities measured at fair value. The financial report is presented in United States Dollars, which is the Company’s presentation currency. All values are rounded to the nearest \$1,000 (where rounding is applicable) under the option available to the Company under ASIC Corporations (Rounding in Financial/Directors’ Report) Legislative Instrument 2016/191. The Company is an entity in which the Legislative Instrument applies.

Management is required to make judgments, estimates and assumptions about carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstance, the results of which form the basis of making the judgments. 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.

Judgments made by management in the application of Australian Accounting Standards that have significant effects on the financial statements and estimates with a significant risk of material adjustments in the next year are disclosed, where applicable.

Accounting policies are selected and applied in a manner which ensures that the resulting financial information satisfies the concepts of relevance and reliability, thereby ensuring that the substance of the underlying transactions or other events is reported.

(i) Going concern

The financial statements have been prepared on a going concern basis, which assumes the consolidated entity will have sufficient cash to pay its debts, as and when they become payable, for a period of at least 12 months from the date the financial report was authorised for issue.

For the year ended 31 December 2025, the consolidated entity incurred an operating loss after tax of \$7,942,000 (2024: \$21,653,000) and had positive cash inflow from operating activities of \$10,878,000 (2024: cash outflow of \$20,118,000), and total net cash flows of \$7,083,000 (2024: net cash flow of \$14,812,000). The Company had cash and cash equivalents of \$16,640,000 and other financial assets of \$6,000 at 31 December 2025 (2024: \$8,945,000 and \$26,000 respectively). Additionally, the Company reported a net current liability of \$11,668,000 and net liabilities of \$10,092,000 (2024: net current liability of 6,333,000 and net liability of \$7,491,000, respectively).

The consolidated entity has prepared a cash flow forecast supported by detailed assumptions and scenario planning directed to sustaining business growth. These forecasts indicate that the consolidated entity will be able to fund its ongoing operations for a period of 12 months from the date the financial report was authorised for issue.

Note 1. Summary of material accounting policies (continued)

(ii) New Accounting Standards and Interpretations not yet mandatory or early adopted

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the consolidated entity for the annual reporting period ended 31 December 2025. The consolidated entity's assessment of the impact of these new or amended Accounting Standards and Interpretations, most relevant to the consolidated entity, are set out below.

AASB 18 Presentation and Disclosure in Financial Statements

This standard is applicable to annual reporting periods beginning on or after 1 January 2027 and early adoption is permitted. The standard replaces IAS 1 'Presentation of Financial Statements', with many of the original disclosure requirements retained and there will be no impact on the recognition and measurement of items in the financial statements. But the standard will affect presentation and disclosure in the financial statements, including introducing five categories in the statement of profit or loss and other comprehensive income: operating, investing, financing, income taxes and discontinued operations. The standard introduces two mandatory sub-totals in the statement: 'Operating profit' and 'Profit before financing and income taxes'. There are also new disclosure requirements for 'management-defined performance measures', such as earnings before interest, taxes, depreciation and amortisation ('EBITDA') or 'adjusted profit'. The standard provides enhanced guidance on grouping of information (aggregation and disaggregation), including whether to present this information in the primary financial statements or in the notes. The consolidated entity will adopt this standard from 1 January 2027 and it is expected that there will be a significant change to the layout of the statement of profit or loss and other comprehensive income.

(iii) New and amended standards adopted by the company

All accounting standards adopted by the Company are consistent with the most recent Annual Report for the year ended 31 December 2025.

Comparatives

(i) Revision to Appendix 4E Preliminary Final Report for the year ended 31 December 2025

The amount of the bad debt allowance recognised in 2025 has been reduced by \$1,233,000 as a result of collections received in February 2026.

As a result of this transaction, for the year ended 31 December 2025, "Trade and other receivables" in the Consolidated statement of financial position increased by \$1,233,000 and "Other losses" in the Consolidated statement of profit or loss and other comprehensive income decreased by \$1,233,000.

Principles of consolidation

The consolidated financial statements incorporate all of the assets, liabilities and results of the parent company, Fluence Corporation Limited, and all of the subsidiaries. Subsidiaries are entities the parent controls. The parent controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. A list of the subsidiaries is provided in note 31.

The assets, liabilities and results of all subsidiaries are fully consolidated into the financial statements of the Company from the date on which control is obtained by the Company. The consolidation of a subsidiary is discontinued from the date that control ceases. Intercompany transactions, balances and unrealised gains or losses on transactions between Company entities are fully eliminated on consolidation.

Accounting policies of subsidiaries have been changed and adjustments made where necessary to ensure uniformity of the accounting policies adopted by the Company. Equity interests in a subsidiary not attributable, directly or indirectly, to the Company are presented as "non-controlling interests".

The Company initially recognises non-controlling interests that are present ownership interests in subsidiaries and are entitled to a proportionate share of the subsidiary's net assets on liquidation at either fair value or at the non-controlling interests' proportionate share of the subsidiary's net assets. Subsequent to initial recognition, non-controlling interests are attributed their share of profit or loss and each component of other comprehensive income.

Note 1. Summary of material accounting policies (continued)

Non-controlling interests are shown separately within the equity section of the Statement of Financial Position and Statement of Profit or Loss and Other Comprehensive Income.

Foreign currency translation

(i) Functional currency

Items included in the financial statements of each of the Company's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements of Fluence Corporation Limited (the parent entity of the Company) are measured in Australian Dollars which is that entity's functional currency.

(ii) Presentation currency

The consolidated financial statements are presented in US Dollars, which is the Company's presentation currency.

(iii) Translation and balances

Transactions in foreign currencies are converted to the functional currency at the exchange rate at the date of the transaction. Amounts payable to and by the Company outstanding at reporting date and denominated in foreign currencies have been converted to local currency using rates prevailing at the end of the financial year. All exchange differences are taken to profit or loss.

(iv) Group Companies

The results of foreign subsidiaries and the parent entity are translated to US Dollars at the exchange rate at the date of the transaction. Assets and liabilities of foreign subsidiaries and the Australian parent are translated to US Dollars at exchange rates prevailing as at the reporting date. All resulting exchange differences are recognised in other comprehensive income and in the foreign currency translation reserve in equity.

(v) Foreign currency translation reserve

The foreign currency translation reserve is used to record exchange differences on translation of foreign controlled subsidiaries. Amounts are reclassified to profit or loss when the investment is disposed of.

Operating segments

Operating segments are presented using the 'management approach', where the information presented is on the same basis as the internal reports provided to the Chief Operating Decision Makers ('CODM'). The CODM is responsible for the allocation of resources to operating segments and assessing their performance.

Revenue recognition

Revenue is recognised when goods or services are transferred to a customer, in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Before recognising revenue, the Company needs to identify the contract, identify separate performance obligations, determine the transaction price, allocate the transaction price to the performance obligations and recognise revenue as or when each performance obligation is satisfied. Performance obligations can be satisfied at a point in time or over time.

Revenue related to construction or upgrade services under service concession arrangements is recognised over time, consistent with the Company's accounting policy on recognising revenue on construction contracts. Operating or service revenue is recognised in the period in which the services are provided by the Company. If the service concession arrangement contains more than one performance obligation, then the consideration received is allocated with reference to the relative stand-alone selling price of the services delivered.

Note 1. Summary of material accounting policies (continued)

Employee benefits

(i) Wages and salaries

Wages and salaries include non-monetary benefits, annual leave and long service leave. These are recognised and presented in different ways in the financial statements:

- The liability for annual leave and the portion of long service leave expected to be paid within twelve months is measured at the amount expected to be paid.
- The liability for long service leave and annual leave expected to be paid after one year is measured as the present value of expected future payments to be made in respect of services provided by employees up to the reporting date.
- The liability for annual leave and the portion of long service leave that has vested at the reporting date is included in the current provision for employee benefits.
- The portion of long service leave that has not vested at the reporting date is included in the non-current provision for employee benefits.

(ii) Share-based payments

Employees (including senior executives) of the Company receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments (equity-settled transactions).

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model, further details of which are given in note 6.

That cost is recognised in employee benefits expense, together with a corresponding increase in equity (other capital reserves), over the period in which the service and, where applicable, the performance conditions are fulfilled (the vesting period). The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest. The expense or credit in the Statement of Profit or Loss and Other Comprehensive Income for a period represents the movement in cumulative expense recognised as at the beginning and end of that period.

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Company's best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value. Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions. Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service and/or performance conditions.

No expense is recognised for awards that do not ultimately vest because non-market performance and/or service conditions have not been met. Where awards include a market or non-vesting condition, the transactions are treated as vested irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

When the terms of an equity-settled award are modified, the minimum expense recognised is the grant date fair value of the unmodified award, provided the original terms of the award are met. An additional expense, measured as at the date of modification, is recognised for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee. Where an award is canceled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through profit or loss.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

Discontinued operations

A discontinued operation is a component of the consolidated entity that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single co-ordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The

Note 1. Summary of material accounting policies (continued)

results of discontinued operations are presented separately on the face of the statement of profit or loss and other comprehensive income.

Earnings per share

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

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

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

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 consolidated entity's normal operating cycle; it is held primarily for the purpose 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 consolidated entity's normal operating cycle; it is held primarily for the purpose of trading; it is due to be settled within 12 months after the reporting period; or there is no 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.

Trade and other receivables

Trade receivables are initially recognised at fair value and subsequently measured at amortised cost, less any appropriate provision for estimated irrecoverable amounts.

In relation to the impairment of financial assets, AASB 9 Financial Instruments requires an expected credit loss model. The expected credit loss model requires the Company to account for expected credit losses at each reporting date to reflect changes in credit risk since the initial recognition of the financial assets.

Inventories

Raw materials, work in progress and finished goods are stated at the lower of cost and net realisable value. Cost comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity. Costs are assigned to individual items of inventory on basis of First in-First out (FIFO). Costs of purchased inventory are determined after deducting rebates and discounts. 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.

Goods and Services Tax (GST)

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

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

Note 1. Summary of material accounting policies (continued)

Cash flows arising from operating activities are included in the Consolidated Statement of Cash Flows on a gross basis (i.e. including GST) 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. The net amount of GST recoverable from, or payable to, the taxation authority is included as part of the receivables or payables in the Consolidated Statement of Financial Position.

Assets classified as held for sale

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

Investments and other financial assets

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

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

(i) Financial assets at fair value through profit or loss

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

(ii) Financial assets at fair value through other comprehensive income

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

(iii) Impairment of financial assets

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

Note 1. Summary of material accounting policies (continued)

(iv) Research and development

Research costs are expensed in the period in which they are incurred. Development costs are capitalised when it is probable that the project will be a success considering its commercial and technical feasibility; the consolidated entity is able to use or sell the asset; the consolidated entity has sufficient resources and intend to complete the development; and its costs can be measured reliably. Capitalised development costs are amortised on a straight-line basis over the period of their expected benefit, being their finite life of 10 years.

Investment in associates and joint ventures

An associate is an entity over which the Company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control.

The considerations made in determining significant influence or joint control are similar to those necessary to determine control over subsidiaries.

The Company's investments in its associate and joint venture are accounted for using the equity method.

Under the equity method, the investment in an associate or a joint venture is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Company's share of net assets of the associate or joint venture since the acquisition date.

The Statement of Profit or Loss reflects the Company's share of the results of operations of the associate or joint venture. Any change in Other Comprehensive Income (OCI) of those investees is presented as part of the Company's OCI. In addition, when there has been a change recognised directly in the equity of the associate or joint venture, the Company recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Company and the associate or joint venture are eliminated to the extent of the interest in the associate or joint venture.

The aggregate of the Company's share of profit or loss of an associate and a joint venture is shown in note 5 and represents profit or loss after tax and non-controlling interests in the subsidiaries of the associate or joint venture. The financial statements of the associate or joint venture are prepared for the same reporting period as the Company. When necessary, adjustments are made to bring the accounting policies in line with those of the Company.

After application of the equity method, the Company determines whether it is necessary to recognise an impairment loss on its investment in its associate or joint venture. At each reporting date, the Company determines whether there is objective evidence that the investment in the associate or joint venture is impaired. If there is such evidence, the Company calculates the amount of impairment as the difference between the recoverable amount of the associate or joint venture and its carrying value, and then recognises the loss as 'Share of profit of an associate and a joint venture' in the Statement of Profit or Loss and Other Comprehensive Income.

Upon loss of significant influence over the associate or joint control over the joint venture, the Company measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate or joint venture upon loss of significant influence or joint control and the fair value of the retained investment and proceeds from disposal is recognised in profit or loss.

Note 1. Summary of material accounting policies (continued)

Property, plant and equipment

Property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the consolidated entity and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Depreciation on plant and equipment is calculated using the straight-line method to allocate their cost, over their estimated useful lives, as follows:

Buildings	25-50 years
Leasehold improvements	Over the shorter of the term of the lease or useful life of an asset
Production equipment	4-17 years
Office furniture and equipment	3-17 years
Computers and peripheral equipment	3-15 years
Vehicles	5-7 years

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds to the carrying amount. These are included in profit or loss.

Right-of-use assets

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

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

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

Lease liabilities

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

Note 1. Summary of material accounting policies (continued)

Intangible assets

Intangible assets are initially measured at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and any accumulated impairment losses. The useful lives of intangible assets are assessed to be either finite or indefinite. Intangible assets with finite lives are amortised over the useful life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life is reviewed at least at each financial year end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are accounted for by changing the amortisation period or method, as appropriate, which is a change in an accounting estimate. The amortisation expense on intangible assets with finite lives is recognised in profit or loss in the expense category consistent with the function of the intangible asset.

Concession financial asset

A financial asset arising from a concession arrangement. The Company recognises a financial asset to the extent that it receives an unconditional contractual right to receive a specified or determinable amount of cash or another financial asset in return for constructing or upgrading a public sector asset, and then operating and maintaining the asset for a specified period of time. The financial asset is measured at fair value. The financial asset is reduced when amounts are received.

Provisions

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Where applicable, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

Contributed equity

Ordinary shares are classified as equity. Any transaction costs arising on the issue of ordinary shares are recognised directly in equity as a reduction (net of tax) of the share proceeds received.

Significant accounting estimates and assumptions

(i) Revenue recognition over time

The value of work performed using the percentage of completion method is used to determine revenue recognition on contracts where revenue is recognised over time. This measurement is an accounting judgment as management uses judgement to estimate costs incurred to date as a percentage of total estimated costs.

(ii) Share-based payment transactions

Under AASB 2 Share Based Payments, the consolidated entity must recognise the fair value of share options granted to directors, employees and consultants as remuneration as an expense on a pro-rata basis over the vesting period in profit or loss with a corresponding adjustment to equity.

The consolidated entity provides benefits to employees (including directors) of the consolidated entity in the form of share-based payment transactions, whereby employees render services in exchange for shares or rights over shares ("**equity-settled transactions**").

Estimating the fair value of share-based payment transactions requires the determination of the most appropriate valuation model, which depends on the terms and conditions of the grant. This estimate also requires the determination of the most appropriate inputs to the valuation model including the expected life of the share option or appreciation right, volatility and dividend yield and making assumptions about them. For the measurement of the fair value of equity-settled transactions with employees at the grant date, the Company uses a binomial model for the options. The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in note 6.

Note 1. Summary of material accounting policies (continued)

(iii) Impairment

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs of disposing of the asset. The value in use calculation is based on a Discounted Cash Flow (DCF) model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the performance of the assets of the Cash Generating Units (CGU) being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash inflows and the growth rate used for extrapolation purposes.

(iv) Income tax

The Company is subject to income taxes in the jurisdictions in which it operates. Significant judgment is required in determining the provision for income tax. There are many transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. The Company recognises liabilities for anticipated tax audit issues based on the Company's current understanding of the tax law. Where the final tax outcome of these matters is different from the carrying amounts, such differences will impact the current and deferred tax provisions in the period in which such determination is made.

(v) Fair value of financial liability

The Company assessed the fair value of the financial milestone payments and government grant liabilities, which incorporate a number of key estimates and assumptions. For further details, please refer to note 17 Trade and other payables and other liabilities.

(vi) PDVSA project

In December 2014, Fluence Argentina entered into significant work agreements with PDVSA Agrícola ("**PDVSA**"), a wholly owned company by the Venezuelan government. These work agreements consisted of a series of purchase orders from PDVSA, for detailed engineering and the supply of water and wastewater treatment systems and composting systems for five ethanol production plants in Venezuela. In relation to those work agreements, Fluence Argentina received advanced payments of approximately \$95 million in June 2015. The amounts received in advance are recognised as revenue in-line with the accounting policy for Revenue recognition for performance obligations satisfied over time.

During March 2016, PDVSA rescinded the original work agreements. During that period, Fluence Argentina had invested significant amounts in the engineering design of the projects. In January 2017, PDVSA expressed its intention to continue with a smaller scope of work, comprising the Portuguesa project with a project value of \$44 million.

During 2019, the United States Office of Foreign Assets Control (**OFAC**), enacted further sanctions with respect to Venezuela (the "**Venezuelan Sanctions**"). As Fluence is headquartered in the US, the Company has determined that the Venezuelan Sanctions are applicable to the Company and its subsidiaries. While in place, the Venezuelan Sanctions prohibit US persons from having certain dealings with Venezuela. This extends to any work Fluence's Argentinean subsidiary may otherwise have performed for PDVSA. Fluence is keeping the customer informed as permitted under the OFAC regulations.

The Company holds deferred revenue arising from advance payments received under the PDVSA contract. Given the historical disruption to the project, including geopolitical developments and sanctions affecting performance, significant judgment has been applied in assessing the Company's ongoing obligations under the contract.

Management has determined that the deferred revenue represents a present obligation that will be settled either through satisfaction of remaining performance obligations or alternative resolution mechanisms. Judgement has been applied in assessing the expected timing of settlement and, accordingly, the classification of the balance between current and non-current liabilities based on whether settlement is expected within 12 months of the reporting date.

Given the uncertainty surrounding the contractual and regulatory environment, changes in assumptions may impact the timing of settlement and the classification of the liability in future periods.

Note 2. Segment information

The Company identified seven primary reporting segments based on the internal reports that are reviewed by the Managing Director and Chief Executive Officer (who is identified as the Chief Operating Decision Maker ("CODM"). The internal reports reviewed by the CODM assess performance and determine the allocation of resources.

The segment note reporting segments have been revised reflecting the Company's strategic realignment and reorganization. As a consequence, the segment note, and the prior period comparatives, have been represented.

Transfer prices between operating segments are on an arm's length basis in a manner similar to transactions with third parties.

The Company's operating segments are:

- Municipal Water and Wastewater ("MWW") treatment includes MABR (Aspiral, SUBRE and Nitro) and Nirobox products;
- Industrial Wastewater & Biogas ("IWB"), provides solutions that support the shift to global decarbonisation, taking advantage of government incentives and green energy programs in North America and the new nitrogen removal laws in Mexico;
- Industrial Water & Reuse ("IWR") solutions, focusing on water reuse applications and high-growth markets such as power generation, lithium mining that supports the trend toward electrification as well as high-tech industries such as semiconductor and AI data centres;
- Southeast Asia and China ("SEA & China"), with a particular focus on efforts in countries such as Taiwan, Vietnam, Cambodia, the Philippines and South Korea to strengthen and diversify its sales pipeline;
- RR, including Build-Own-Operate ("BOO") projects, Operations & Maintenance ("O&M") contracts for equipment sales, rentals, spare parts and consumables sales; and
- The Ivory Coast Main Works and Ivory Coast Addendum projects ("IVC").

2025

USD \$'000	MWW	IWB	IWR	SEA & China	BOO	IVC	Intersegment Elimination	Corporate	Fluence
Revenue from continuing operations	12,376	13,905	17,449	6,528	2,810	27,456	(2,110)	-	78,414
Segment gross profit	5,494	4,574	6,889	1,372	472	3,889	440	-	23,130
Other income	-	-	-	40	-	-	-	-	40
Operating expenses	(3,811)	(2,514)	(3,575)	(2,009)	(263)	(515)	(440)	(9,551)	(22,678)
Less Depreciation and amortisation	167	245	263	374	57	49	-	461	1,616
Other EBITDA adjustments ¹	27	27	27	(72)	406	-	-	1,433	1,848
Segment EBITDA	1,877	2,332	3,604	(295)	672	3,423	-	(7,657)	3,956
Share of profits of associates	(40)	-	-	-	-	-	-	-	(40)
Profit/loss from discontinued operations	(14)	-	-	-	212	-	-	-	198
Other losses, finance costs and income tax	(4,342)	(9)	(1,867)	(269)	81	38	-	(2,224)	(8,592)
Add back Depreciation and amortisation and other EBITDA adjustments to	(194)	(272)	(290)	(302)	(463)	(49)	-	(1,894)	(3,464)
Segment results	(2,713)	2,051	1,447	(866)	502	3,412	-	(11,775)	(7,942)

¹ Other EBITDA adjustments include IFRIC12 Concession asset revenue adjustments and share-based payment expense.

Note 2. Segment information (continued)

2024

USD \$'000	MWW	IWB	IWR	SEA & China	BOO	IVC	Intersegment Elimination	Corporate	Fluence
Revenue from continuing operations	10,951	8,903	18,037	3,765	2,906	7,048	(200)	85	51,495
Segment gross profit	3,869	2,494	6,232	1,465	368	452	196	85	15,161
Operating expenses	(3,212)	(2,146)	(3,464)	(3,028)	(270)	(319)	(196)	(11,124)	(23,759)
Less Depreciation and amortisation	283	230	313	449	-	56	-	541	1,872
Other EBITDA adjustments ¹	-	-	-	-	421	-	-	2,294	2,715
Segment EBITDA	940	578	3,081	(1,114)	519	189	-	(8,204)	(4,011)
Share of profits of associates	(22)	-	-	-	-	-	-	-	(22)
Profit/loss from discontinued operations	18	-	-	-	72	-	-	-	90
Other losses, finance costs and income tax	(3,103)	(214)	(2,632)	(2,466)	95	(15)	-	(4,788)	(13,123)
Add back Depreciation and amortisation and other EBITDA adjustments	(283)	(230)	(313)	(449)	(421)	(56)	-	(2,835)	(4,587)
Segment results	(2,450)	134	136	(4,029)	265	118	-	(15,827)	(21,653)

¹ Other EBITDA adjustments include IFRIC12 Concession asset revenue adjustments and share-based payment expense.

Note 3. Discontinued operations and assets classified as held for sale

(a) Discontinued operations and assets classified as held for sale

(i) Description

On 2 February 2024, the Company entered into an Asset Purchase Agreement with Newterra Inc. for the sale of the Aeration and Mixing assets ("Aeromix") for cash proceeds of \$1,987,000, net of transaction costs and escrow amounts. The Aeration assets were determined to be non-core by Fluence management. The Aeromix net assets and the costs associated with the disposal were \$1,792,000. The company recognised a gain from the sale of Aeromix business of \$195,000.

During the half-year ended 31 December 2025, the Company continued to classify its San Quintin project in Mexico ("Fluence SQ") as discontinued operations. In December 2025, the Company sold Desaladora Kenton SA de CV ("DK") in Mexico. Consideration is contingent on the project breaking ground, which is expected later in 2026. As the sale of DK is contingent on the project breaking ground, it continues to be classified as a discontinued operation.

At the beginning of 2024, the company decided to enter the Colombian market. However, by 31 December 2024, the Company decided to classify its operations in Colombia ("Fluence Colombia") as discontinued operations.

(ii) Financial performance and cash flow information

The financial performance and cash flow information presented are for the year ended 31 December 2025 and the year ended 31 December 2024.

Note 3. Discontinued operations and assets classified as held for sale (continued)

	31 December 2025 USD \$'000	31 December 2024 USD \$'000
Aeromix		
Revenues	-	176
Cost of sales	-	(113)
Sales and marketing expenses	-	(33)
General and administration expenses	-	(58)
Finance costs	-	(2)
Loss before income tax	-	(30)
Gain from Aeromix sale	-	195
Gains after income tax from discontinued operations	-	165
	31 December 2025 USD \$'000	31 December 2024 USD \$'000
Aeromix		
Cash flow from operating activities	-	(28)
Cash flow from financing activities	-	(2)
Net decrease in cash and cash equivalents from discontinued operations	-	(30)
	31 December 2025 USD \$'000	31 December 2024 USD \$'000
Fluence SQ		
General and administrative expenses	(100)	(110)
Other Gains/(Losses) - Net	336	180
Finance Costs - Net	-	2
Loss before income tax	236	72
Income tax expense	(24)	-
Gains after income tax from discontinued operations	212	72
	31 December 2025 USD \$'000	31 December 2024 USD \$'000
Fluence SQ		
Net cash used in operating activities	(59)	(84)
Net cash from financing activities	7	34
Changes in cash funds effects of exchange-rate changes	(2)	10
Net decrease in cash and cash equivalents from discontinued operations	(54)	(40)
	31 December 2025 USD \$'000	31 December 2024 USD \$'000
Fluence Colombia		
General and administrative expenses	(14)	(147)
Loss after income tax from discontinued operations	(14)	(147)
	31 December 2025 USD \$'000	31 December 2024 USD \$'000
Fluence Colombia		
Cash flow from operating activities	(7)	(101)
Cash flow from financing	-	125
Changes in cash funds effects of exchange-rate changes	1	(14)
Net (decrease)/increase in cash and cash equivalents from discontinued operations	(6)	10

Note 3. Discontinued operations and assets classified as held for sale (continued)

	31 December 2025 USD \$'000	31 December 2024 USD \$'000
Profit/(loss) after income tax expense from discontinued and held for sale operations		
Aeromix - held for sale	-	165
Fluence SQ - discontinued	212	72
Colombia - discontinued	(14)	(147)
	<u>198</u>	<u>90</u>
Profit after income tax expense from discontinued operations		

(b) Carrying amounts of assets and liabilities related to discontinued operations.

	31 December 2025 USD \$'000	31 December 2024 USD \$'000
Fluence SQ		
Cash and cash equivalents	1	50
Trade and other receivables	36	28
Prepayments	-	1
Other current assets	2	2
Property, plant and equipment	140	122
Total assets	<u>179</u>	<u>203</u>
Trade and other payables	158	378
Other liabilities	-	2
Total liabilities	<u>158</u>	<u>380</u>
Net assets/(liabilities)	<u>21</u>	<u>(177)</u>

	31 December 2025 USD \$'000	31 December 2024 USD \$'000
Fluence Colombia		
Cash and cash equivalents	4	10
Trade and other receivables	3	2
Total assets	<u>7</u>	<u>12</u>
Trade and other payables	51	48
Net liabilities	<u>(44)</u>	<u>(36)</u>

Note 4. Operating revenue

	Consolidated	
	31 December 2025	31 December 2024
	USD \$'000	USD \$'000
Contract revenue		
Smart product solutions	39,756	31,533
Custom engineering solutions	27,715	7,487
Total contract revenue	<u>67,471</u>	<u>39,020</u>
Recurring service revenue		
Services	7,039	7,925
Parts and consumables	1,094	1,644
Concession asset contracts	2,810	2,906
Total recurring service revenue	<u>10,943</u>	<u>12,475</u>
Total operating revenue	<u><u>78,414</u></u>	<u><u>51,495</u></u>

Revenue has been disaggregated based on contract revenue (inclusive of Smart Product Solutions and Customer Engineering Solutions) and recurring service revenue. They comprise distinct revenue streams and margins. Refer to Note 2 for disaggregation of revenue by operating segments.

	Consolidated	
	31 December 2025	31 December 2024
	USD \$'000	USD \$'000
Timing of revenue recognition		
Goods and services transferred over time	65,095	37,092
Goods and services transferred at a point in time	<u>13,319</u>	<u>14,403</u>
Total operating revenue	<u><u>78,414</u></u>	<u><u>51,495</u></u>

Note 5. Expenses

	Consolidated	
	31 December 2025	31 December 2024
	USD \$'000	USD \$'000
Research and development expenses		
Salaries and other employee related expenses	(829)	(1,143)
Depreciation	(257)	(398)
Professional fees	(125)	(163)
Materials	(86)	(78)
Travel and entertainment	(69)	(45)
Other	(41)	(161)
Total research and development expenses	(1,407)	(1,988)
Sales and marketing expenses		
Salaries and other employee related expenses	(3,757)	(4,059)
Travel and entertainment	(333)	(497)
Marketing activities	(295)	(592)
Professional fees	(130)	(139)
Depreciation	(4)	(34)
Other	(370)	(485)
Total sales and marketing expenses	(4,889)	(5,806)
General and administration expenses		
Salaries and other employee related expenses	(9,628)	(9,148)
Professional fees	(1,994)	(2,474)
Depreciation	(1,082)	(1,173)
IT expenses	(865)	(729)
Travel and entertainment	(635)	(672)
Insurance	(604)	(573)
Bank charges	(525)	(267)
Director expense	(468)	(846)
Office expenses	(312)	(268)
Maintenance	(81)	(73)
Bad debt /(net write back of bad debt provision)	(6)	207
Other	(182)	51
Total general and administration expenses	(16,382)	(15,965)

Note 5. Expenses (continued)

	Consolidated	
	31 December 2025	31 December 2024
	USD \$'000	USD \$'000
Other gains/(losses)		
Provision for contract receivables - note 10	(3,245)	(4,191)
Foreign exchange loss	(1,509)	(885)
Onerous contracts provision	(728)	(579)
Restructuring provision	(464)	(2,124)
Provision for intangible assets	(323)	-
Non-operating expenses	(200)	(245)
Foreign currency transactions costs	(147)	(973)
(Loss)/gain from investments accounted for using the equity method	(40)	(22)
Change in inventory provision	-	(1,116)
(Loss)/gain on disposal of property, plant and equipment	115	(161)
Other	(92)	(203)
Total other gains/(losses)	(6,633)	(10,499)

	Consolidated	
	31 December 2025	31 December 2024
	USD \$'000	USD \$'000
Finance income/(cost)		
Interest income	161	316
Interest expense borrowings	(1,556)	(1,773)
Project financing and other	(102)	(1,324)
Interest expense leases	(32)	(35)
Total finance income/(cost)	(1,529)	(2,816)

	Consolidated	
	31 December 2025	31 December 2024
	USD \$'000	USD \$'000
Aggregate expenses		
Aggregate depreciation and amortisation expenses	(1,616)	(1,872)
Aggregate employee payroll and benefit expenses	(22,887)	(20,060)

Note 6. People costs (Share-based payments)

Employee Option Plan

A share option plan has been established by the consolidated entity and approved by shareholders at a general meeting, whereby the consolidated entity may, at the discretion of the Board of Directors (the "**Board**"), grant options over ordinary shares in the Company to employees, consultants and directors of the consolidated entity. The options are issued for nil financial consideration and are granted in accordance with performance guidelines established by the Remuneration and Nomination Committee ("**RemCo**").

Set out below are summaries of the movement in options granted under the plan during the year ended 31 December 2025:

Grant/Change Date	Expiry Date	Exercise Price AU\$	Granted	Exercises	Vested	Cancelled/ Reversed	Balance at year end
Opening balance			205,971,872	(13,773,161)	79,291,089	(68,457,164)	123,741,547
Options vested during the year					23,060,150		
28 January 2025	15 January 2028	0.23	-	-	-	(187,500)	(187,500)
28 January 2025	1 January 2027	0.18	-	-	-	(78,050)	(78,050)
28 January 2025	1 January 2027	0.23	-	-	-	(312,500)	(312,500)
28 January 2025	14 March 2027	0.26	-	-	-	(1,562,500)	(1,562,500)
3 February 2025	1 January 2026	0.18	-	-	-	(93,750)	(93,750)
31 March 2025	31 May 2025	0.23	-	-	-	(1,000,000)	(1,000,000)
25 May 2025	25 May 2025	0.84	-	-	-	(350,000)	(350,000)
25 May 2025	25 May 2025	0.93	-	-	-	(8,992,938)	(8,992,938)
31 May 2025	31 May 2025	0.23	-	-	-	(550,000)	(550,000)
25 June 2025	25 June 2025	0.23	-	-	-	(1,000,000)	(1,000,000)
14 July 2025	14 July 2025	0.39	-	-	-	(1,470,000)	(1,470,000)
18 August 2025	18 August 2025	0.21	-	-	-	(500,000)	(500,000)
25 August 2025 ^(a)	5 January 2033	0.05	32,000,000	-	-	-	32,000,000
25 August 2025	25 August 2025	0.23	-	-	-	(3,250,000)	(3,250,000)
17 December 2025	17 December 2032	0.08	18,500,000	-	-	-	18,500,000
17 December 2025	17 December 2032	0.12	12,000,000	-	-	-	12,000,000
Closing balance			268,471,872	(13,773,161)	102,351,239	(87,804,402)	166,894,309

(a) 32,000,000 Options were granted to Mr Fash on 25 August 2025, but issued on 5 January 2026.

Fair value of options granted

For the options granted during the current financial year, the valuation model inputs used to determine the fair value at the grant date are outlined below. The expected volatility reflects the assumption that the historical volatility is indicative of future trends, which may also not necessarily be the actual outcome.

Grant Date	Expiry Date	Share price at grant date AU\$	Exercise Price AU\$	Dividend yield	Risk-free interest rate (%)	Fair value at grant date US\$
25 August 2025	5 January 2033	0.10	0.05	Nil	4.534	0.0440
17 December 2025	17 December 2032	0.10	0.12	Nil	4.511	0.0364
17 December 2025	17 December 2032	0.10	0.08	Nil	4.511	0.0395

The weighted average remaining contractual life of options outstanding at the end of the financial year was 4.46 years.

The fair value of the options granted to employees is considered to represent the value of the employee services received over the vesting period.

The weighted average fair value of options granted during the year was \$0.0640. These values were calculated using the binomial lattice, based on the Cox, Ross Rubinstein (1979) method applying the following inputs:

Weighted average exercise price: \$0.09
Expected share price volatility: 70%

Note 6. People costs (Share-based payments) (continued)

The volatility measure was obtained based on the historical returns of the Company's stock on the ASX.

Expenses arising from share-based payment transactions

	Consolidated	
	31 December 2025	31 December 2024
	USD \$'000	USD \$'000
Share-based payments expense		
Consultant share based payments	79	411
Employee share based payments	997	1,565
Director share based payments	366	318
Total share-based payments expense	<u>1,442</u>	<u>2,294</u>

Key management personnel compensation disclosures

The aggregate compensation made to directors and other members of key management personnel of the Company is set out below:

	Consolidated	
	31 December 2025	31 December 2024
	USD \$	USD \$
Short-term employee benefits	2,082,262	1,954,392
Share-based payments ^(a)	1,330,697	2,034,974
Total KMP compensation	<u>3,412,959</u>	<u>3,989,366</u>

(a) Share-based payments include both Equity-settled shares and Equity-settled options for KMPs.

The above Key Management Personnel ("KMP") disclosures represent the remuneration of Key Management Personnel defined in the Remuneration Report and paid or payable for the 12 months ended 31 December 2025 and 31 December 2024.

For more information on Key Management Personnel Compensation disclosed under the Corporations Act 2001, please refer to the Remuneration Report contained within the Directors' Report.

Note 7. Income tax

(a) Income tax expense

The components of tax expense comprise:

	Consolidated	
	31 December 2025	31 December 2024
	USD \$'000	USD \$'000
Current tax		
Current tax	(119)	108
Adjustments for current tax of prior periods	(223)	124
(Decrease) in deferred tax assets	(185)	(75)
Decrease in deferred tax liabilities	33	13
Total income tax (expense)/benefit	(494)	170

	Consolidated	
	31 December 2025	31 December 2024
	USD \$'000	USD \$'000
Income tax (expense)/benefit is attributable to:		
Loss from continuing operations	(470)	170
Profit from discontinued operations	(24)	-
Aggregate income tax (expense)/benefit	(494)	170

(b) Numerical reconciliation of income tax expense to prima facie tax payable

	Consolidated	
	31 December 2025	31 December 2024
	USD \$'000	USD \$'000
Loss from continuing operations before income tax	(7,670)	(21,913)
Profit from discontinued operations before income tax	222	90
	(7,448)	(21,823)
Prima facie tax on profit from ordinary activities	(2,234)	(6,535)
Tax losses carried forward	2,234	6,535
Tax expense - Fluence Italy S.R.L.	-	(2)
Tax expense - Fluence Water Israel Limited	-	(16)
Tax expense - Fluence Argentina SA	(409)	249
Tax expense - other	(85)	(61)
Income tax (expense)/benefit	(494)	170

(c) Deferred tax balances

The components of deferred tax asset and liability comprise:

	Consolidated	
	31 December 2025	31 December 2024
	USD \$'000	USD \$'000
(i) Deferred tax assets		
Tax losses	579	654
Fixed assets	257	408
Royalties	390	-
Annual leave provision	-	98
Other	482	733
Total deferred tax assets	1,708	1,893

Note 7. Income tax (continued)

(ii) Deferred tax liabilities

The balance comprises temporary differences attributable to:

Unrealised foreign exchange gain/loss

WIP

Other

Total deferred tax liabilities

	Consolidated	
	31 December 2025	31 December 2024
	USD \$'000	USD \$'000
	-	1
	-	4
	-	28
	-	33

(d) Unrecognised deferred tax assets

Several of the Company's subsidiaries have been accumulating losses in the past years. The consolidated balance of the tax losses carried forward as of 31 December 2025 was \$38,101,000 (2024: \$35,993,000). In order to recoup carried forward losses in future periods, the Company needs to generate taxable profits in the jurisdictions in which it has carried forward losses. As at 31 December 2025 the Company has not recognised any deferred tax assets in respect of losses carried forward.

Note 8. Loss per share

(a) Loss per share from continuing operations

	Consolidated	
	31 December 2025	31 December 2024
	USD \$'000	USD \$'000
Earnings per share for loss from continuing operations		
Loss after income tax	(8,140)	(21,743)
Non-controlling interest	(10)	305
Loss after income tax attributable to the Owners of Fluence Corporation Limited	<u>(8,150)</u>	<u>(21,438)</u>
	US Dollars	US Dollars
Basic earnings per share	(0.00746)	(0.01987)
Diluted earnings per share	(0.00746)	(0.01987)

(b) Loss per share from discontinued operations

	Consolidated	
	31 December 2025	31 December 2024
	USD \$'000	USD \$'000
Earnings per share for profit from discontinued operations		
Profit after income tax	198	90
Non-controlling interest	(130)	(53)
Profit after income tax attributable to the Owners of Fluence Corporation Limited	<u>68</u>	<u>37</u>
	US Dollars	US Dollars
Basic earnings per share	0.00006	0.00003
Diluted earnings per share	0.00006	0.00003

(c) Loss per share

	Consolidated	
	31 December 2025	31 December 2024
	USD \$'000	USD \$'000
Earnings per share for loss		
Loss after income tax	(7,942)	(21,653)
Non-controlling interest	(140)	252
Loss after income tax attributable to the Owners of Fluence Corporation Limited	<u>(8,082)</u>	<u>(21,401)</u>
	US Dollars	US Dollars
Basic earnings per share	(0.00740)	(0.01984)
Diluted earnings per share	(0.00740)	(0.01984)

Weighted average number of ordinary shares

	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	<u>1,092,225,174</u>	<u>1,078,660,717</u>
Weighted average number of ordinary shares used in calculating diluted earnings per share	<u>1,092,225,174</u>	<u>1,078,660,717</u>

The options and performance rights are considered to be non-dilutive as the options are not in-the-money and therefore excluded from the weighted average number of shares used in the calculation of diluted loss per share. These options and performance rights may become dilutive in the future periods.

Note 9. Cash and cash equivalents

(a) Cash and cash equivalents

	Consolidated	
	31 December 2025	31 December 2024
	USD \$'000	USD \$'000
Cash and cash equivalents	16,640	8,945
Total cash and cash equivalents	16,640	8,945

(b) Other financial assets

	Consolidated	
	31 December 2025	31 December 2024
	USD \$'000	USD \$'000
Short term deposits	6	26

Short-term deposits are collections from the IVC projects deposited for a period of less than twelve months.

(c) Cash flow information

	Consolidated	
	31 December 2025	31 December 2024
	USD \$'000	USD \$'000
Loss after income tax	(7,942)	(21,653)
<i>Adjustment for:</i>		
Depreciation and amortisation expenses	1,616	1,872
Share based payments expense	1,442	2,294
(Profit) from discontinued operations	(198)	(90)
Increase in restructuring provision	464	2,124
Onerous contracts provision	728	579
Inventory reserve	-	1,116
Warranty provision	310	(254)
Provision for contract receivables	3,251	3,984
Increase in employee benefits provision	382	143
(Gain)/loss disposal of property, plant and equipment	(115)	161
Share of profits of associates and joint ventures	40	22
Finance costs - net	(224)	(2,305)
Foreign exchange differences	1,509	885
<i>Change in operating assets and liabilities:</i>		
(Decrease)/(increase) in trade, other receivables and contract assets	16,591	(13,220)
Decrease in inventory	1,649	2,233
(Increase)/decrease in prepaid expenses	(1,124)	720
Decrease/(increase) in net tax asset	572	(197)
Decrease in other current and non-current assets	157	275
Increase/(decrease) in trade and other payables	7,748	(4,149)
(Decrease)/increase in contract liabilities	(15,978)	5,342
Cash used in operations	10,878	(20,118)

Note 10. Trade and other receivables

	Consolidated	
	31 December 2025	31 December 2024
	USD \$'000	USD \$'000
Current receivables		
Trade receivables	14,233	12,735
Less: Allowance for expected credit losses	(2,963)	(1,406)
	11,270	11,329
Contract assets (unbilled receivables)	8,808	25,108
GST and other taxes receivable	3,718	1,651
Income tax receivable	636	598
Other receivables	373	216
	13,535	27,573
Total current receivables	24,805	38,902
Non-current receivables		
Other receivables	1,245	1,101
Provision for impairment - long-term receivables	(1,245)	(1,101)
Total non-current receivables	-	-

	Consolidated	
	31 December 2025	31 December 2024
	USD \$'000	USD \$'000
Movements in the allowance for expected credit losses are as follows:		
<i>Current allowance</i>		
Opening balance	(1,406)	(2,224)
Additional provision recognized in operating expenses	(6)	207
Additional provision recognised in extraordinary expenses	(1,728)	-
Reversal of bad debt allowance	245	476
Currency translation differences	(68)	135
Closing balance	(2,963)	(1,406)
<i>Non-current allowance</i>		
Opening balance	(1,101)	(1,171)
Currency translation differences	(144)	70
Closing balance	(1,245)	(1,101)

	Consolidated	
	31 December 2025	31 December 2024
	USD \$'000	USD \$'000
Movements in contract assets are as follows:		
Opening balance	25,108	18,381
Additions	67,471	39,020
Transfer to trade receivables	(83,085)	(26,918)
Offset against accruals	(2,097)	-
Write off	(1,517)	(4,191)
Currency translation differences	2,928	(1,184)
Closing balance	8,808	25,108

Note 10. Trade and other receivables (continued)

	Consolidated	
	31 December 2025	31 December 2024
	USD \$'000	USD \$'000
Additional information on contract assets and liabilities		
Total contract assets	8,808	25,108
Total contract liabilities	(7,018)	(21,486)
Net contract assets	<u>1,790</u>	<u>3,622</u>

Contract assets are balances due from customers under long-term contracts as work is performed and therefore a contract asset is recognised over the period in which the performance obligation is fulfilled. This represents the Company's right to consideration for the products and services transferred to date. Amounts are generally reclassified to contract receivables when they have been invoiced to the customer.

Contract liabilities represent the Company's obligation to transfer goods or services to a customer and are recognised when a customer pays consideration, or when the Company's recognises a receivable to reflect its unconditional right to consideration (whichever is earlier) before the Company's has transferred the goods or services to the customer.

A detailed review of the collectability of customer accounts was conducted by management and a \$3,245,000 write-off represents a reduction in the receivables and contract receivable balance for MWW Middle East. The decision to write off the customers' balances was based on a sharp devaluation of the Egyptian pound against the USD, which has increased the risk of fully collecting the remaining balances on the New Mansoura and other projects in Egypt.

Note 11. Inventories

	Consolidated	
	31 December 2025	31 December 2024
	USD \$'000	USD \$'000
Raw materials - at cost	3,411	4,167
Work in progress - at cost	1,006	1,370
Finished goods - at lower of cost or net realisable value	169	260
Total inventories	<u>4,586</u>	<u>5,797</u>

Note 12. Prepayments and long-term deposits

	Consolidated	
	31 December 2025	31 December 2024
	USD \$'000	USD \$'000
Prepayments		
Prepayments to vendors	<u>3,150</u>	<u>2,647</u>
Long-term deposits		
Collections from customers deposited for a period of more than twelve months	<u>4,124</u>	<u>3,576</u>
Total prepayments and long-term deposits	<u>7,274</u>	<u>6,223</u>

Long-term deposits are collections from the IVC main works project deposited for a period of more than twelve months.

Note 13. Concession asset

In July 2018 the Company entered into a service concession arrangement in the Bahamas to build a seawater desalination potable treatment plant. The onsite execution and construction started in October 2018 and was completed in October 2019. Under the terms of the agreement, the Company will operate the desalination plant and provide water to the grantor for a period of 15 years. The Company will be responsible for any maintenance services required during the concession period. The grantor provides the Company a guaranteed minimum annual payment for each year that the desalination plant will be in operation. At the end of the concession period, the desalination plant will become the property of the grantor and the Company will have no further involvement in its operation or maintenance requirements. For the year ended 31 December 2025, the Company has recognised revenue of \$2.8 million on this contract.

	Consolidated	
	31 December 2025	31 December 2024
	USD \$'000	USD \$'000
Current		
Current concession asset	271	271
Non-current		
Non-current concession asset	2,228	2,499
Total concession asset	<u>2,499</u>	<u>2,770</u>

Note 14. Investments accounted for using the equity method

Name of entity	Place of business/country of incorporation	% of ownership interest	Nature of relationship	Measurement method	31 December 2025	31 December 2024
E.T.G.R Water Infrastructure Management	Israel	50%	Associate	Equity method	-	311

The Company held 50% interest in E.T.G.R Water Infrastructure Management partnership ("ETGR") at the start of the year. This investment contributed a loss of \$40,000 to Fluence Corporation Limited (2024: loss of \$22,000), which is included in 'Other gains/(losses)' in the Consolidated Statement of Profit or Loss and Other Comprehensive Income.

The Company has commenced the dissolution of ETGR joint venture and distributed the cash balances to ETGR's partners, including Fluence. Fluence received the cash proceeds of \$298,000 in July 2025.

Summarised below is the financial information of ETGR Water Infrastructure Management as of 31 December 2025 and 31 December 2024.

	Consolidated	
	31 December 2025	31 December 2024
	USD \$'000	USD \$'000
Cash and cash equivalents	-	591
Trade and other receivables	-	19
Other assets	-	16
Total assets	<u>-</u>	<u>626</u>
Trade and other payables	<u>-</u>	<u>(4)</u>
Net assets	<u>-</u>	<u>622</u>

	Consolidated	
	31 December 2025	31 December 2024
	USD \$'000	USD \$'000
Revenues	-	209
Cost of sales	-	(244)
Other expenses	-	(9)
Net loss	<u>-</u>	<u>(44)</u>

Note 15. Property, plant and equipment

Consolidated entity	Land \$'000	Buildings and leasehold improvements \$'000	Construction in progress \$'000	Production equipment \$'000	Office furniture and equipment \$'000	Computers and peripheral equipment \$'000	Vehicles \$'000	Right of use assets \$'000	Total \$'000
At 1 January 2025									
Cost or fair value	128	3,579	1,299	3,374	439	3,891	468	4,940	18,118
Accumulated depreciation	-	(1,200)	-	(2,190)	(371)	(1,854)	(326)	(4,171)	(10,112)
Net book amount	128	2,379	1,299	1,184	68	2,037	142	769	8,006
Year ended 31 December 2025									
Opening net book amount	128	2,379	1,299	1,184	68	2,037	142	769	8,006
Additions	-	99	345	41	10	733	-	778	2,006
Disposals	-	-	-	-	(2)	(2)	-	63	59
Transfer from construction in progress	-	-	(676)	676	-	-	-	-	-
Depreciation charge	-	(37)	-	(340)	(34)	(391)	(60)	(613)	(1,475)
Exchange differences	19	(4)	35	179	33	67	(21)	128	436
Closing book amount	147	2,437	1,003	1,740	75	2,444	61	1,125	9,032
At 31 December 2025									
Cost or fair value	147	3,732	1,003	3,546	390	4,672	500	6,024	20,014
Accumulated depreciation	-	(1,295)	-	(1,806)	(315)	(2,228)	(439)	(4,899)	(10,982)
Net book amount	147	2,437	1,003	1,740	75	2,444	61	1,125	9,032
Consolidated entity									
	Land \$'000	Buildings and leasehold improvements \$'000	Construction in progress \$'000	Production equipment \$'000	Office furniture and equipment \$'000	Computers and peripheral equipment \$'000	Vehicles \$'000	Right of use assets \$'000	Total \$'000
1 January 2024									
Cost or fair value	8	3,169	1,311	5,298	1,149	5,038	792	7,478	24,243
Accumulated depreciation	-	(711)	-	(4,417)	(1,022)	(3,195)	(548)	(6,204)	(16,097)
Net book amount	8	2,458	1,311	881	127	1,843	244	1,274	8,146
Year ended 31 December 2024									
Opening net book amount	8	2,458	1,311	881	127	1,843	244	1,274	8,146
Additions	128	19	-	628	118	792	6	449	2,140
Disposals	-	(51)	-	(24)	(53)	(155)	(17)	-	(300)
Depreciation charge	-	(68)	-	(194)	(134)	(388)	(43)	(887)	(1,714)
Exchange differences	(8)	21	(12)	(107)	10	(55)	(48)	(67)	(266)
Closing book amount	128	2,379	1,299	1,184	68	2,037	142	769	8,006
At 31 December 2024									
Cost or fair value	128	3,579	1,299	3,374	439	3,891	468	4,940	18,118
Accumulated depreciation	-	(1,200)	-	(2,190)	(371)	(1,854)	(326)	(4,171)	(10,112)
Net book amount	128	2,379	1,299	1,184	68	2,037	142	769	8,006

Note 15. Property, plant and equipment (continued)

Right of use assets

The Company leases buildings for its offices and warehouses in some jurisdictions where it operates. The lease agreements range between one and five years, with, in some cases, options to extend. The terms of the leases are renegotiated on renewal.

The Company leases the vehicles for employees in some jurisdictions where it operates. The lease agreements for the vehicles range between one and five years.

Note 16. Intangible assets

Capitalised development costs	Consolidated 31 December 2025 USD \$'000	Consolidated 31 December 2024 USD \$'000
Opening net book amount	970	1,140
Impairment loss	(323)	-
Amortisation charge	(141)	(158)
Currency translation differences	111	(12)
Closing net book amount	617	970

Note 17. Trade and other payables and other liabilities

	Consolidated 31 December 2025 USD \$'000	Consolidated 31 December 2024 USD \$'000
Trade payables	10,426	10,799
Accrued payroll liabilities	2,966	3,535
Accrued project expenses	16,153	18,426
Government grants	500	515
Other accruals	2,838	1,524
Total trade and other payables and other liabilities	32,883	34,799

Government Grant Liability

The Company participates in programs sponsored by the Office of the Chief Scientist (“OCS”) of Israel, for the support of research and development projects. In exchange for OCS participation in the programs, the Company is required to repay the grant and interest by way of royalties at a rate between 3% and 4.5% of sales to end customers of products developed with funds provided by the OCS, if and when such sales are recognised.

As of 31 December 2025 and 31 December 2024, the Company recognised a liability to the OCS in the amount of \$500,000 and \$515,000 respectively for the obligation for future royalty payments. The recognition of a liability for the Company to repay the grants from future royalty payments is based on its estimation at the end of each year.

Note 18. Borrowings

	Consolidated	
	31 December 2025 USD \$'000	31 December 2024 USD \$'000
Current liabilities		
Current borrowings	18,009	2,601
Interest payable	180	570
	18,189	3,171
Non-current liabilities		
Non-current borrowings	-	17,500
Total borrowings	18,189	20,671

In July 2024, the Company replaced its loan with Upwell Water LLC (the "Upwell Facility") with a new Revolving Facility for up to \$15.0 million (the 'Revolving Facility') on more favorable terms. The Revolving Facility was initially used to pay off the Upwell Facility, for working capital and to support new project wins. The Revolving Facility has been provided by Nikolaus Oldendorff and Doug Brown (the 'Lenders'), each of whom currently sit on the Company's Board of Directors and have been long-term supporters of the business. The interest rate on the Revolving Facility is variable and equal to the US Prime Rate. The initial term is 21 months, ending 30 April 2026, with an option to extend for up to three (3) months at Prime Rate plus 5%.

On 31 October 2024, the Revolving Facility was expanded by \$5 million to \$20 million total to provide additional working capital for new projects. Following shareholder approval, security in respect of the Revolving Facility is capped at the lesser of \$4.0 million and the amount outstanding under the Revolving Facility at any particular time. Such amount can be increased to a maximum amount¹ of \$6.0 million by request of the Lenders within 90 days of maturity of the Revolving Facility. In October 2025, the Lenders agreed to receive a one-time interest payment in the form of shares rather than cash.

Current borrowings as at 31 December 2025 of \$18,009,000 includes \$18,000,000 of the outstanding balance of the Revolving Facility and \$9,000 of other loans. The interest payable of \$180,000 relates entirely to the Revolving facility.

¹"Maximum Amount" means, at any time, the least of (i) US\$4,000,000, (ii) the aggregate unpaid principal amount of all Advances owing from the Borrower to the Lenders under this Agreement at such time and (iii) the maximum amount that may be provided as collateral by the Borrower under the laws of Australia as reasonably determined by Borrower; provided, that if the amount pursuant to clause (ii) above is in excess of US\$4,000,000 at any time after the date that is 91-days prior to the Maturity Date, upon written request from the Lenders to the Borrower at such time, the amount in clause (i) above shall be increased to US\$6,000,000.

Note 19. Lease liabilities

	Consolidated	
	31 December 2025 USD \$'000	31 December 2024 USD \$'000
Current		
Lease liability	479	478
Non-current		
Lease liability	645	297
Total lease liabilities	1,124	775

Future lease payments

Future lease payments are due as follows:

	Consolidated	
	31 December 2025 USD \$'000	31 December 2024 USD \$'000
Within one year	487	528
One to five years	664	319
Total future lease payments	1,151	847

Refer to note 25 for further information on financial risk management.

Note 20. Provisions

	Consolidated	
	31 December 2025	31 December 2024
	USD \$'000	USD \$'000
Current		
Employee benefits	1,238	1,164
Warranty reserve	946	630
Provision - onerous contracts	21	68
Restructuring provision	181	1,155
Other provisions	127	109
	2,513	3,126
Non-current		
Employee benefits	521	468
Total provisions	3,034	3,594

Consolidated entity	Employee benefits \$'000	Warranty \$'000	Onerous contracts \$'000	Restructuring provisions \$'000	Other \$'000	Total \$'000
Current						
At 1 January 2025	1,164	630	68	1,155	109	3,126
Additions	333	348	728	464	16	1,889
Reversed	-	(38)	-	-	-	(38)
Utilised	(356)	-	(777)	(1,457)	-	(2,590)
Currency translation differences	97	6	2	19	2	126
At 31 December 2025	1,238	946	21	181	127	2,513
Non-current						
At 1 January 2025	468	-	-	-	-	468
Additions	33	-	-	-	-	33
Utilised	(42)	-	-	-	-	(42)
Currency translation differences	62	-	-	-	-	62
At 31 December 2025	521	-	-	-	-	521

Note 21. Contract liabilities

	Consolidated	
	31 December 2025	31 December 2024
	USD \$'000	USD \$'000
Current contract liabilities	7,018	21,486
Non-current contract liabilities	15,038	154
Total contract liabilities	22,056	21,640

Note 21. Contract liabilities (continued)

	Consolidated	
	31 December 2025	31 December 2024
	USD \$'000	USD \$'000
Current contract liabilities opening balance	21,486	22,130
Payments received in advance	14,333	11,570
Transfer to long-term	(14,874)	-
Transfer to revenue	(15,436)	(11,814)
Currency translation differences	1,509	(400)
Current contract liabilities closing balance	<u>7,018</u>	<u>21,486</u>
Non-current contract liabilities opening balance	154	226
Payments received in advance	-	18
Transfer from current	14,874	-
Currency translation differences	10	(90)
Non-current contract liabilities closing balance	<u>15,038</u>	<u>154</u>
Total contract liabilities	<u><u>22,056</u></u>	<u><u>21,640</u></u>

The aggregate amount of the contract liabilities was \$22,056,000 as at 31 December 2025 (2024: \$21,640,000) and is expected to be recognised as revenue in future periods as follows:

	Consolidated	
	31 December 2025	31 December 2024
	USD \$'000	USD \$'000
0-6 months	3,542	2,711
6-12 months	3,476	18,775
1-5 years	15,038	154
Total contract liabilities	<u><u>22,056</u></u>	<u><u>21,640</u></u>

Note 22. Contributed equity

Ordinary Shares - Fully Paid

	Consolidated			
	31 December 2025	31 December 2024	31 December 2025	31 December 2024
	Shares	Shares	USD \$'000	USD \$'000
Ordinary shares - fully paid	1,141,818,593	1,080,966,412	234,810	232,614
			Number of shares	USD \$'000
Opening balance at 1 January 2025			1,080,966,412	232,614
Issue of shares in-lieu of Director's fees			8,880,084	407
Issue of shares in-lieu of interest on Shareholder loan			51,972,097	1,801
Total share issue			<u>60,852,181</u>	<u>2,208</u>
Transaction costs arising on share issue			-	(12)
Balance at 31 December 2025			<u><u>1,141,818,593</u></u>	<u><u>234,810</u></u>

Note 22. Contributed equity (continued)

	Number of shares	USD \$'000
Opening balance at 1 January 2024	1,076,184,716	232,313
Issue of shares in-lieu of Director's fees	4,781,696	317
Transaction costs arising on share issue	-	(16)
Balance at 31 December 2024	<u>1,080,966,412</u>	<u>232,614</u>

Transaction costs relating to share issues

Under AASB 132 Financial Instruments Presentation, incremental costs that are directly attributable to issuing new shares should be deducted from equity. Accordingly, the share issue expense relates to costs associated with the listing of new capital raised during the year; costs directly attributable to the issuing of new shares have been deducted from equity.

Ordinary shares

Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the Company in proportion to the number of and amounts paid on the shares held. At shareholder meetings, each ordinary share is entitled to one vote when a poll is called. Otherwise, each shareholder has one vote on a show of hands.

Note 23. Reserves

	Consolidated	
	31 December 2025	31 December 2024
	USD \$'000	USD \$'000
Options	15,123	14,088
Foreign currency translation reserve	(13,586)	(15,696)
	<u>1,537</u>	<u>(1,608)</u>

Options

(a) Options

	Number of options 31 December 2025	Number of options 31 December 2024
Opening balance	123,741,547	87,238,622
Unlisted options issued to employees and directors	62,500,000	43,500,000
Cancelled, lapsed and forfeited options	(19,347,238)	(6,997,075)
Closing balance	<u>166,894,309</u>	<u>123,741,547</u>

Note 23. Reserves (continued)

(b) Summary of all unlisted options in existence

Date options granted	Expiry date	Issue Price of shares		Number under option
			AU\$	
21 March 2022	1 July 2026		0.22	250,000
21 March 2022	1 January 2027		0.18	1,073,060
21 March 2022	1 January 2027		0.22	25,000
21 March 2022	22 March 2027		0.17	500,000
23 May 2022	31 March 2027		0.22	12,500,000
30 June 2022	30 June 2026		0.22	500,000
30 June 2022	14 March 2027		0.22	20,937,500
30 June 2022	14 March 2027		0.24	2,109,375
30 June 2022	14 March 2027		0.26	1,562,500
30 June 2022	14 March 2027		0.28	3,125,000
30 January 2023	15 January 2028		0.19	13,040,000
30 January 2023	15 January 2028		0.23	7,271,874
6 June 2023	6 June 2028		0.20	1,000,000
31 January 2024	31 January 2031		0.10	16,500,000
26 June 2024	20 December 2030		0.10	19,500,000
31 December 2024	31 December 2032		0.10	4,500,000
25 August 2025 ^(a)	5 January 2033		0.05	32,000,000
17 December 2025	17 December 2032		0.08	13,875,000
17 December 2025	17 December 2032		0.12	12,000,000
17 December 2025	19 December 2032		0.08	4,625,000
				166,894,309

(a) 32,000,000 Options were granted to Mr Fash on 25 August 2025, but issued on 5 January 2026.

Foreign currency translation reserve

Foreign currency translation reserve is used to record exchange differences on translation of foreign controlled subsidiaries. Amounts are reclassified to profit or loss when the investment is disposed of.

Note 24. Non-controlling interest

	Consolidated 31 December 2025 USD \$'000	Consolidated 31 December 2024 USD \$'000
Opening balance	(2,218)	(1,966)
Contributed equity	-	-
Profit for the year attributable to non-controlling interests	140	(252)
Transactions with Non-Controlling Interest	-	-
Closing balance	(2,078)	(2,218)

Note 24. Non-controlling interest (continued)

The Company has three subsidiaries with non-controlling interests, none of which are material to the Company.

- Desaladora Kenton SA de CV, Mexico was founded in December 2015 by RWL Water LLC ('RWL') and Mexican partners in order to invest in the project to build, finance, operate and transfer a seawater desalination plant in San Quintin, Baja California, Mexico. RWL holds the 81% ownership share in Desaladora Kenton SA de CV. For more details please refer to Note 3.
- Constructora Kenton SA de CV, Mexico was founded in May 2016 by RWL and Mexican partners in order to act as the EPC contractor for the project to build, finance, operate and transfer a seawater desalination plant in San Quintin, Baja California, Mexico. RWL holds the 51% ownership share in Constructora Kenton SA de CV. For more details please refer to Note 3.
- In October 2018 the Company formed a new entity The International Company for Water Services and Infrastructure S.A.E. in Egypt to supply the desalination plants to projects owned by the Egyptian Ministry of Housing. The Company holds 75% share in this entity.
- In May 2020 the Company formed a new entity, Bimini Water Services Ltd which is held 60% by the Company to supply water to the customers in Bimini, the Bahamas for 15 years.

Note 25. Financial risk management

Financial risk management objectives

The Company's activities expose it to a variety of financial risks: market risk (including currency risk, interest rate risk and price risk), collection risk, 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.

The Board provides principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk and investment of excess liquidity.

(a) Market risk

(i) Foreign currency risk

The Company undertakes certain transactions denominated in foreign currency and is exposed to foreign currency risk through foreign exchange rate fluctuations.

Foreign exchange risk arises from future commercial transactions and recognised financial assets and financial liabilities denominated in a currency that is not the entity's functional currency. The Company is also subject to foreign exchange risk from the capital and currency controls in several countries in which it operates. The risk is measured using sensitivity analysis and cash flow forecasting.

The carrying amounts of the Company's foreign currency denominated monetary assets and liabilities at the reporting date are as follows

Consolidated entity

31 December 2025

	ILS \$'000	EUR \$'000	AUD \$'000	ARS \$'000	CNY \$'000	BRL \$'000	AED \$'000	EGP \$'000	CFA \$'000	MXN \$'000
Assets	1,253	9,756	36	3,212	3,888	3,548	282	1,700	8,792	3
Liabilities	(1,458)	(13,317)	(298)	(951)	(3,029)	(707)	(91)	(77)	(1,353)	(78)
	(205)	(3,561)	(262)	2,261	859	2,841	191	1,623	7,439	(75)

Most of the contracts for Argentina and Brazil are denominated in United States dollars. Currency fluctuations would have a limited impact on the entities financial position.

A strengthening or weakening of 10% of the United States Dollar against the following currencies would have an equal and opposite effect on loss after tax and equity as outlined below. The analysis assumes that all other variables, in particular interest rates, remain constant.

Note 25. Financial risk management (continued)

The use of 10% and 70% was determined based on the analysis of the above currencies change, on an absolute value basis, between 31 December 2024 and 31 December 2025.

	2025 USD \$'000 +10%/-10%
Israeli New Shekel (ISL)	21/(21)
Euro (EUR)	356/(356)
Australian Dollar (AUD)	26/(26)
Chinese Yuan (CNY)	86/(86)
Brazilian Real (BRL)	284/(284)
United Arab Emirates Dirham (AED)	19/(19)
Egyptian Pound (EGP)	162/(162)
Mexican Peso (MXN)	7/(7)
West Africa CFA franc (XOF)	744(744)
	+70%/-70%
Argentine Peso (ARS)	1,583/(1,583)

(ii) Interest rate risk

The Company's fixed rate borrowings and receivables are carried at amortised cost. They are therefore not subject to interest rate risk as defined in AASB 7, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

(b) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company closely monitors the activities of its counterparties and controls the access to its intellectual property which enables it to ensure the prompt collection of customers' balances. The Company's main financial assets are cash and cash equivalents as well as trade and other receivables and represent the Company's maximum exposure to credit risk in connection with its financial assets. Trade and other receivables are carried on the Statement of Financial Position net of bad and doubtful debt provisions estimated by management based on prior year experience and an evaluation of prevailing economic circumstances. Wherever possible and commercially practical the Company's holds cash with major financial institutions in various regions.

Maturity profile

The table below analyses the consolidated entity's financial assets into relevant maturity groupings based on the aging profile at the reporting date. The amounts disclosed in the table are the aging profiles of trade and other receivables for the Company.

	Less than 6 months \$'000	Greater 6 months \$'000	Total contractual cash flows \$'000
Contractual maturities of financial assets			
31 December 2025			
Trade receivables	10,461	809	11,270
Other receivables	338	35	373
Contract assets (unbilled receivables)	8,373	435	8,808
	<u>19,172</u>	<u>1,279</u>	<u>20,451</u>
Contractual maturities of financial assets			
31 December 2024			
Trade receivables	6,731	4,598	11,329
Other receivables	43	173	216
Contract assets (unbilled receivables)	16,416	8,692	25,108
	<u>23,190</u>	<u>13,463</u>	<u>36,653</u>

Note 25. Financial risk management (continued)

Impairment of financial assets

The Company recognises a loss allowance for expected credit losses on investments in debt instruments that are measured at amortised cost, amounts due from customers, as well as on loan commitments and financial guarantee contracts. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since the initial recognition of the respective financial instrument.

(c) Liquidity risk

Liquidity risk is the risk that the consolidated entity will not be able to meet its financial obligations as they fall due. Prudent liquidity risk management implies maintaining sufficient cash balances and access to equity funding when needed.

Maturity profile

The table below analyses the consolidated entity's financial liabilities into relevant maturity groupings based on the remaining period at the reporting date to the contractual maturity date. The amounts disclosed in the table are the contracted undiscovered cash flows.

	Weighted average interest rate %	Less than 6 months \$'000	Between 6 months and 12 months \$'000	Greater than 12 months	Total contractual cash flows \$'000
Contractual maturities of financial liabilities					
31 December 2025					
<i>Non-interest bearing</i>					
Trade and other payables and other liabilities		24,538	8,345	-	32,883
<i>Interest-bearing-fixed rate</i>					
Borrowings	6.7%	18,189	-	-	18,189
Lease liabilities	4.7%	248	231	645	1,124
		<u>42,975</u>	<u>8,576</u>	<u>645</u>	<u>52,196</u>
31 December 2024					
<i>Non-interest bearing</i>					
Trade and other payables and other liabilities		17,423	6,028	11,348	34,799
<i>Interest-bearing-fixed rate</i>					
Borrowings	8.1%	2,500	671	17,500	20,671
Lease liabilities	4.7%	252	226	297	775
		<u>20,175</u>	<u>6,925</u>	<u>29,145</u>	<u>56,245</u>

(d) Capital risk management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern and to maintain an optimal capital structure to maximise shareholder value. In order to maintain or achieve an optimal capital structure, the Company may issue new shares or reduce its capital, subject to the provisions of the Company's constitution. The capital structure of the Company consists of equity attributed to equity holders of the Company, comprising contributed equity, reserves and accumulated losses. By monitoring undiscounted cash flow forecasts and actual cash flows provided to the Board by the Company's Management the Board monitors the need to raise additional equity from the equity markets.

(e) Loan covenants

The balance outstanding on the Revolving Facility at 31 December 2025 amounts to US\$18.0 million. There are no financial covenants associated with the Revolving Facility.

Note 26. Recognised fair value measurements

Due to their short-term nature, the carrying amount of trade and other receivables, trade and other payables and provisions are assumed to approximate their fair values because the impact of discounting is not significant.

Government grant liability is the only item measured at fair value.

The fair value of the government grant liability is determined by the expected future royalty payments based on the estimation at the end of each year.

	Government grants USD \$'000	Total USD \$'000
Balance at 1 January 2025	515	515
Adjustment to fair value of liability	(14)	(14)
Currency translation differences	(1)	(1)
Balance at 31 December 2025	500	500

Note 27. Remuneration of auditors

During the financial year the following fees were paid or payable for services provided by BDO Audit Pty Ltd, the auditor of the Company, and its network firms:

	Consolidated 31 December 2025 USD \$	31 December 2024 USD \$
Audit and other assurance services		
Audit and review of financial statements - BDO Audit Pty Ltd	193,275	209,150
Audit and review of financial statements - BDO network firms	194,370	206,894
Total audit and other assurance services	387,645	416,044
Other services		
Tax compliance services - BDO Services Pty Ltd.	13,860	9,850
Tax compliance services - BDO network firms	28,872	30,550
Transfer pricing and legal entity rationalisation services - BDO Services Pty Ltd.	158,822	224,490
Total other services	201,554	264,890

Tax compliance services relate to the provision of services in connection with tax lodgement.

Note 28. Commitments and contingent liabilities

On 16 August 2024, a claim was filed by MST Financial Services Pty Ltd ("MST") against the Company for \$1.4 million in respect of a purported tail fee. On 16 December 2024, the Company entered into a settlement agreement with MST for \$0.4 million, inclusive of GST. During the period ended 31 December 2025, all liabilities payable to MST were settled.

There were no other material ongoing litigations as at 31 December 2025.

Note 29. Related party transactions

Parent entity

Fluence Corporation Limited is the legal parent entity in the consolidated Company.

Subsidiaries

Interests in subsidiaries are set out in note 31.

Note 29. Related party transactions (continued)

Key management personnel

Disclosures relating to key management personnel are set out in note 6 and the remuneration report included in the directors' report.

Loans to/from related parties

Other than the issue of shares, options and the Revolving Facility from two Directors, no other related party transactions have been entered into between key management personnel and the Company during the financial years 2025 and 2024.

Note 30. Parent entity financial information

The functional currency of the parent entity is Australian Dollars. The individual Financial Statements for the parent entity show the following aggregate amounts:

	31 December 2025 \$'000 AUD	31 December 2024 \$'000 AUD
Current assets	7,246	144
Total assets	<u>7,246</u>	<u>144</u>
Current liabilities	7,870	1,690
Total liabilities	<u>38,681</u>	<u>12,237</u>
Issued capital	294,296	290,920
Foreign currency translation reserve	33,588	56,119
Accumulated losses	(359,319)	(359,132)
Total equity	<u>(31,435)</u>	<u>(12,093)</u>
Loss for the period	(187)	57,633
Total comprehensive loss	<u>(187)</u>	<u>57,633</u>

Guarantees entered into by the parent entity in relation to the debts of its subsidiaries

The parent company has provided a parent company guarantee (performance and payment) in relation to a commercial contract for one its subsidiaries during the current financial year, which is scheduled to expire in the first quarter of 2026.

Material accounting policies

The accounting policies of the parent entity are consistent with those of the Company as disclosed in Note 1, except for Investments in subsidiaries that are carried at cost less accumulated impairment.

Contractual commitments and contingent liabilities

At 31 December 2025 Fluence Corporation Limited had no contractual commitment and contingent liabilities.

Note 31. Subsidiaries

Name	Place of incorporation	Ownership interest 2025	Ownership interest 2024
<i>Parent Entity</i>			
Fluence Corporation Limited	Australia		
<i>Subsidiaries of Fluence Corporation Limited</i>			
Fluence Water Products and Innovation Limited	Israel	100%	100%
Fluence Hong Kong Limited	Hong Kong	100%	100%
<i>Subsidiaries of Fluence Hong Kong Limited</i>			
Fluence China Limited (Jiangsu)	China	100%	100%
Fluence China Limited (Liaoning)	China	100%	100%
Fluence China Limited (Hunan)	China	100%	100%
<i>Subsidiaries of Fluence Corporation Limited</i>			
Fluence Corporation LLC	USA	100%	100%
<i>Subsidiaries of Fluence Corporation LLC</i>			
Fluence USA, Incorporated	USA	100%	100%
Fluence Middle East FZE	UAE	100%	100%
Nirosoft Trading (1987) Limited	Israel	100%	100%
Fluence Water Israel Limited	Israel	100%	100%
<i>Subsidiaries of Fluence Water Israel Limited</i>			
Nirosoft Cyprus Limited	Cyprus	100%	100%
FLC Water Mexico S de RL de CV	Mexico	100%	100%
Constructora Kenton SA de CV	Mexico	51%	51%
<i>Subsidiaries of Fluence Corporation LLC</i>			
Fluence Investments Limited	United Kingdom	100%	100%
<i>Subsidiaries of Fluence Investments Limited</i>			
RWL Desal Holding S de RL de CV	Mexico	100%	100%
Desaladora Kenton SA de CV	Mexico	81%	51%
Fluence Water Singapore PTE Limited	Singapore	100%	100%
Fluence Philippines, Incorporated	Philippines	100%	100%
Fluence Taiwan Limited	Taiwan	100%	100%
Fluence Colombia S.A.S.	Colombia	87%	87%
<i>Subsidiaries of Fluence Corporation LLC</i>			
Fluence Argentina SA	Argentina	100%	100%
<i>Subsidiaries of Fluence Argentina SA</i>			
Fluence Brazil Industria e Comercio de Sistemas de Tratamento de Agua Ltda	Brazil	100%	100%
<i>Subsidiaries of Fluence Corporation LLC</i>			
Fluence Italy S.R.L	Italy	100%	100%
<i>Subsidiaries of Fluence Corporation LLC</i>			
Fluence Investments LLC	USA	100%	100%
<i>Subsidiaries of Fluence Investments LLC</i>			
Fluence Water Jamaica Limited	Jamaica	100%	100%
International Company for Water Services and Infrastructure S.A.E.	Egypt	75%	75%
<i>Subsidiaries of Fluence Corporation LLC</i>			
FLC Boot Finance LLC	USA	100%	100%
<i>Subsidiaries of FLC Boot Finance LLC</i>			
FLC Generate GCM SA de CV	Mexico	100%	100%
Bimini Water Services Limited	Bahamas	60%	60%
FLC Water Bahamas Limited	Bahamas	100%	100%

Note 32. Events occurring after the reporting period

Post year-end, on 2 February 2026, 1,113,564 shares were issued to directors who elected to receive their remuneration in shares.

Non-Executive Directors	Issue Date	Shares issued as compensation
Doug Brown	2 February 2026	593,837
Paul Donnelly	2 February 2026	144,421
Mel Ashton	2 February 2026	147,272
Nikolaus Oldendorff	2 February 2026	228,034
Total shares issued on 2 February 2026		1,113,564

No other matter or circumstance has arisen since 31 December 2025 that has significantly affected, or may significantly affect the Company's operations, the results of those operations, or the Company's state of affairs in future financial years.

Fluence Corporation Limited
Consolidated entity disclosure statement
As at 31 December 2025



Fluence Corporation Limited is required by Australian Accounting Standards to prepare consolidated financial statements in relation to the company and its controlled entities (the consolidated entity).

In accordance with subsection 295(3A) of the Corporations Act 2001, this consolidated entity disclosure statement provides information about 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	% of share capital held	Country of incorporation	Australian resident	Foreign jurisdiction(s) in which the entity is a resident for tax purposes (according to the law of the foreign jurisdiction)
Fluence Corporation Limited	Corporate body	-	N/A	Australia	Yes	N/A
Fluence Water Products and Innovation Limited	Corporate body	-	100%	Israel	No	Israel
Fluence Hong Kong Limited	Corporate body	-	100%	Hong Kong	No	Hong Kong
Fluence China Limited (Jiangsu)	Corporate body	-	100%	China	No	China
Fluence China Limited (Liaoning)	Corporate body	-	100%	China	No	China
Fluence China Limited (Hunan)	Corporate body	-	100%	China	No	China
Fluence Corporation LLC	Corporate body	-	100%	USA	No	USA
Fluence USA, Incorporated	Corporate body	-	100%	USA	No	USA
Fluence Middle East FZE	Corporate body	-	100%	UAE	No	UAE
Nirosoft Trading (1987) Limited	Corporate body	-	100%	Israel	No	Israel
Fluence Water Israel Limited	Corporate body	-	100%	Israel	No	Israel
Nirosoft Cyprus Limited	Corporate body	-	100%	Cyprus	No	Cyprus
FLC Water Mexico S de RL de CV	Corporate body	-	100%	Mexico	No	Mexico
Constructora Kenton SA de CV	Corporate body	Participant	51%	Mexico	No	Mexico
Fluence Investments Limited	Corporate body	-	100%	United Kingdom	No	United Kingdom
RWL Desal Holding S de RL de CV	Corporate body	-	100%	Mexico	No	Mexico
Desaladora Kenton SA de CV	Corporate body	Participant	81%	Mexico	No	Mexico
Fluence Water Singapore PTE Limited	Corporate body	-	100%	Singapore	No	Singapore
Fluence Philippines, Incorporated	Corporate body	-	100%	Philippines	No	Philippines
Fluence Taiwan Limited	Corporate body	-	100%	Taiwan	No	Taiwan
Fluence Colombia S.A.S.	Corporate body	Participant	87%	Colombia	No	Colombia
Fluence Argentina SA	Corporate body	-	100%	Argentina	No	Argentina
Fluence Brazil Industria e Comercio de Sistemas de Tratamento de Agua Ltda	Corporate body	-	100%	Brazil	No	Brazil
Fluence Italy S.R.L	Corporate body	-	100%	Italy	No	Italy

Name of entity	Type of entity	Trustee, partner or participant in joint venture	% of share capital held	Country of incorporation	Australian resident	Foreign jurisdiction(s) in which the entity is a resident for tax purposes (according to the law of the foreign jurisdiction)
Fluence Investments LLC	Corporate body	-	100%	USA	No	USA
Fluence Water Jamaica Limited	Corporate body	-	100%	Jamaica	No	Jamaica
International Company for Water Services and Infrastructure S.A.E.	Corporate body	Participant	75%	Egypt	No	Egypt
FLC Boot Finance LLC	Corporate body	-	100%	USA	No	USA
FLC Generate GCM SA de CV	Corporate body	-	100%	Mexico	No	Mexico
Bimini Water Services Limited	Corporate body	Participant	60%	Bahamas	No	Bahamas
FLC Water Bahamas Limited	Corporate body	-	100%	Bahamas	No	Bahamas

At the end of the financial year, no entity within the consolidated entity was a trustee of a trust within the consolidated entity, a partner in a partnership within the consolidated entity, or a participant in a joint venture within the consolidated entity.

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.

Determination of Tax Residency

Section 295 (3A) of the *Corporation Act 2001* defines tax residency as having the meaning in the *Income Tax Assessment Act 1997*. The determination of tax residency involves judgement as there are currently several different interpretations that could be adopted, and which could give rise to a different conclusion on residency. It should be noted that the definitions of 'Australian resident' and 'foreign resident' in the *Income Tax Assessment Act 1997* are mutually exclusive. This means that if an entity is an 'Australian resident' it cannot be a 'foreign resident' for the purposes of disclosure in the CEDS. 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

As the definition of 'foreign resident' under the *Income Tax Assessment Act 1997* is an entity that is not an 'Australian resident' as defined under that Act, the entities that are disclosed as foreign tax residents are entities that are not Australian tax residents. 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

Section 295(3B) of the *Corporation Act 2001* has been introduced to clarify that an Australian resident for the purposes of these disclosures includes a partnership with at least one member of which is an Australian resident within the meaning of the *Income Tax Assessment Act 1997* and a resident trust estate under the meaning in Division 6 of the *Income Tax Assessment Act 1936*.

In the Directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, the Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- the attached financial statements and notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in note 1 to the financial statements;
- the attached financial statements and notes give a true and fair view of the Company's financial position as at 31 December 2025 and of its performance for the financial year ended on that date; and
- there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.
- the information disclosed in the attached consolidated entity disclosure statement is true and correct.

The Directors have been given the declarations required by section 295A of the Corporations Act 2001.

Signed in accordance with a resolution of Directors made pursuant to section 295(5)(a) of the Corporations Act 2001.

On behalf of the Directors

A handwritten signature in blue ink, appearing to read "B. Fash".

Benjamin Fash
CEO and Managing Director

31 March 2026
Plymouth, Minnesota, United States of America

INDEPENDENT AUDITOR'S REPORT

To the members of Fluence Corporation Limited

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Fluence Corporation Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 31 December 2025, the consolidated statement of profit or loss and other comprehensive income, 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 31 December 2025 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.

Key audit matters

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

Key audit matter	How the matter was addressed in our audit
<p>Revenue recognised over time</p> <p>The Group is a project driven business and enters into contracts in geographic regions around the world.</p> <p>Under AASB 15 <i>Revenue from Contracts with Customers</i>, contract revenue can be recognised over time, or at point in time, as performance obligations are fulfilled.</p> <p>AASB 1059 <i>Service Concession Arrangements</i> is also applicable to Fluence’s B.O.T (‘Build, Operate, Transfer’) contracts.</p> <p>Revenue has been determined as a key audit matter due to the:</p> <ul style="list-style-type: none"> • Complexity associated with accounting for individual contract terms and conditions and the timing of revenue recognition • Degree of estimation required over the course of a contract in relation to costs to complete and profit margins • Judgement involved to assess the probability of recovery of contract assets and receivables. <p>The accounting policy for revenue is described in Note 1, ‘<i>Revenue recognition</i>’, details of the key accounting estimates and assumptions associated with revenue are disclosed in Note 1(i), ‘<i>Revenue recognised over time</i>’, and a split of revenue recognised over time or point in time is included in Note 4.</p>	<p>Our audit procedures included, but were not limited to:</p> <ul style="list-style-type: none"> • Evaluating Management’s processes and controls in respect of the recognition of revenue to ensure compliance with AASB 15. • Assessed the reasonableness of recoverability of unbilled sales and trade receivables. • Selecting a sample of contracts for testing based on a number of quantitative and qualitative factors which may indicate that a greater level of judgement is required in recognising revenue, including: <ul style="list-style-type: none"> - History of issues identified - Likelihood of risk events - Material new contracts - High value contracts which may also include more than one performance obligation • For the samples selected the following procedures were performed, as appropriate: <ul style="list-style-type: none"> - Obtaining an understanding of the contract terms and conditions to evaluate whether they reflected Management’s position including estimated forecast revenue and costs - Reviewing the determination and allocation of each performance obligation and associated margin - Vouching a sample of costs incurred to date and agreeing these to supporting documentation - Testing the determination of the revenue recognition for B.O.T. contracts in accordance with AASB 1059 and the associated margins and timeline in line with the terms of the concession arrangement - Assessing the measurement of stage of completion for contracts which satisfy the requirement to record revenue over time - Assessing the forecast costs to complete through discussion and challenging the project managers and finance personnel. - Corroborating the contract status through examinations of third-party evidence, such as approved variations and customer or subcontractor correspondence. • Assessing the appropriateness of the relevant disclosures in the financial statements.



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 31 December 2025, 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 (<http://www.auasb.gov.au/Home.aspx>) at:

https://www.auasb.gov.au/media/bwvjcgre/ar1_2024.pdf

This description forms part of our auditor's report.



Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 17 to 34 of the directors' report for the year ended 31 December 2025.

In our opinion, the Remuneration Report of Fluence Corporation Limited, for the year ended 31 December 2025, complies with section 300A of the *Corporations Act 2001*.

Responsibilities

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

BDO Audit Pty Ltd

BDO


Katherine Robertson
Director

Melbourne 31 March 2026

Fluence Corporation Limited
Shareholder information
31 December 2025

Following is a summary of shareholder information as at 27 February 2026.

Equity security holders

Distribution of equity securities

Analysis of number of equity security holders by size of holding:

Holdings Ranges	Ordinary Shares			Unquoted Options		
	Holders	Total Units	%	Holders	Total Units	%
1-1,000	486	97,991	0.010	0	0	0.000
1,001-5,000	651	1,880,155	0.160	0	0	0.000
5,001-10,000	408	3,223,299	0.280	0	0	0.000
10,001-100,000	925	32,251,368	2.820	1	25,000	0.01%
100,001-9,999,999,999	328	1,105,479,344	96.720	15	166,655,259	99.99%
Totals	2,798	1,142,932,157	100.000	16	166,680,259	100.00%

Holding less than a marketable parcel

Based on the Fluence closing share price on February 27, 2026 of A\$0.082, there were 1,236 holders of less than a marketable parcel of ordinary shares, holding 2,533,198 shares in aggregate.

Voting Rights

All issued ordinary shares carry one vote per share.

All options do not carry the right to vote.

Securities subject to voluntary escrow

There are no securities on issue that are subject to voluntary escrow.

Top 20 largest holders of ordinary shares

Name	Balance as at 27 February 2026	%
CITICORP NOMINEES PTY LIMITED	219,430,854	19.199%
MR NIKOLAUS EGON MORITZ OLDENDORFF	174,100,630	15.233%
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED <GSCO CUSTOMERS A/C>	149,740,894	13.101%
J P MORGAN NOMINEES AUSTRALIA PTY LIMITED	71,238,965	6.233%
RARE COSTA SUPER PTY LTD <RARE COSTA SUPER FUND A/C>	47,500,000	4.156%
UBS NOMINEES PTY LTD	45,134,229	3.949%
JAGEN GROUP INVESTMENT PTY LTD <JAGEN GROUP INVESTMENT A/C>	41,875,000	3.664%
PYXIS HOLDINGS PTY LTD <THE MAPLETREE A/C>	26,600,000	2.327%
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	20,766,137	1.817%
PLAN B VENTURES I LLC	20,007,151	1.751%
WILLJO PTY LTD <THE SOLO 1 A/C>	18,400,000	1.610%
DOUGLAS L BROWN	17,994,356	1.574%
BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT>	17,467,090	1.528%
EMPLOYEE EQUITY ADMINISTRATION PTY LTD	14,416,513	1.261%
JAGEN NOMINEES PTY LTD	10,327,373	0.904%

Fluence Corporation Limited
Shareholder information
31 December 2025

MR HAO JING	9,100,000	0.796%
HOSANDA CORPORATION PTY LIMITED	8,749,657	0.766%
PYXIS HOLDINGS PTY LTD <THE MAPLETREE A/C>	8,000,000	0.700%
BNP PARIBAS NOMINEES PTY LTD <HUB24 CUSTODIAL SERV LTD>	6,444,382	0.564%
HOLLYPORT SECONDARY OPPORTUNITIES VIII LIMITED	5,968,766	0.522%
Total Securities of Top 20 Holdings	933,261,997	81.655%
Total Securities of remaining shareholders	209,670,160	18.34%
Total of Securities	1,142,932,157	100.00%

Substantial Holders

Substantial holders in the Company, as disclosed in substantial holding notices given to the Company, are set out below:

Name	Number held	Percentage	Date of Notice to ASX
Nikolaus Egon Moritz Oldendorff	173,872,596	15.23%	11/11/2025
Douglas R Brown	164,934,611	15.16%	22/09/2025
Ardsley Advisory Partners, L.P.	120,493,759	11.10%	12/09/2025
Regal Funds Management Pty Limited and its associates	77,159,811	6.76%	11/12/2025

On-market buy-back

There is no current on-market buy-back

Shareholder enquiries

Shareholders with enquiries about their shareholdings should contact the share registry:

Boardroom Pty Ltd
Level 8, 210 George Street, Sydney, NSW, 2000, Australia
Telephone: 1300 737 760 (local), +61 2 9290 9600 (international)
Email: enquiries@boardroomlimited.com.au
Post: GPO Box 3993, Sydney NSW 2001

Change of address, change of name, consolidation of shareholdings

Shareholders should contact the Share Registry to obtain details of the procedure required for any of these changes.

Annual report

Shareholders do not automatically receive a hard copy of the Company's Annual Report unless they notify the Share Registry in writing. An electronic copy of the Annual Report can be viewed on the company's website: www.fluencecorp.com

Corporate Governance Statement

Refer to the Company's Corporate Governance statement at: <https://www.fluencecorp.com/investor-news/>

Fluence Corporation Limited
Shareholder information
31 December 2025

Tax file numbers

It is important that Australian resident Shareholders, including children, have their tax file number or exemption details noted by the Share Registry.

CHESS (Clearing House Electronic Sub-register System)

Shareholders wishing to move to uncertified holdings under the Australian Securities Exchange CHESS system should contact their stockbroker.

Uncertified share register

Shareholding statements are issued at the end of each month that there is a transaction that alters the balance of an individual/company's holding.

Company Secretary

The name of the Company Secretary is Ms Melanie Leydin.

Registered office

The address of the registered office is Suite 2, Level 11, 385 Bourke Street, Melbourne VIC 3000, Australia.

Phone: +61 3 9692 7222

Stock exchange listing

Quotation has been granted for all the ordinary shares of the Group on all member exchanges of the Australia Securities Exchange Limited.

Closing Date for Director Nominations for Annual General Meeting

An election of Directors will be held at the Company's 2026 Annual General Meeting on 29 May 2026. Notice is hereby given in accordance with ASX Listing Rules 3.13.1 and the Company's constitution that the closing date for receipt of nominations from persons wishing to be considered for election as a Director is 10 April 2026 ('Closing Date').

Nomination must be received in writing no later than 5.00pm (Melbourne Time) on the Closing Date at the Company's registered office.