

ANNUAL REPORT

2026

MICHAEL HILL

INTERNATIONAL LIMITED

DISCLAIMER: Certain statements in this report constitute forward-looking statements. Forward-looking statements are statements (other than statements of historical fact) relating to future events and the anticipated or planned financial and operational performance of Michael Hill International Limited and its related bodies corporate (the Group). The words “targets”, “believes”, “expects”, “aims”, “intends”, “plans”, “seeks”, “will”, “may”, “might”, “anticipates”, “projects”, “assumes”, “forecast”, “likely”, “outlook”, “would”, “could”, “should”, “continues”, “estimates” or similar expressions or the negatives thereof, generally identify these forward-looking statements. Other forward-looking statements can be identified in the context in which the statements are made. Forward-looking statements include, among other things, statements addressing matters such as the Group’s future results of operations; financial condition; working capital, cash flows and capital expenditures; and business strategy, plans and objectives for future operations and events, including those relating to ongoing operational and strategic reviews, sustainability targets, expansion into new markets, future product launches, points of sale and production facilities. Although the Group believes that the expectations reflected in these forward-looking statements are reasonable, they are not guarantees or predictions of future performance or statements of fact. Such forward-looking statements involve known and unknown risks, uncertainties and other important factors that could cause the Group’s actual results, performance, operations or achievements or industry results, to differ materially from any future results, performance, operations or achievements expressed or implied by such forward-looking statements. Such risks, uncertainties and other important factors include, among others: global and local economic conditions; changes in market trends and end-consumer preferences; fluctuations in the prices of raw materials, currency exchange rates, and interest rates; the Group’s plans or objectives for future operations or products, including the ability to introduce new jewellery and non-jewellery products; the ability to expand in existing and new markets and risks associated with doing business globally and, in particular, in emerging markets; competition from local, national and international companies in the markets in which the Group operates; the protection and strengthening of the Group’s intellectual property rights, including patents and trademarks; the future adequacy of the Group’s current warehousing, logistics and information technology operations; changes in laws and regulations or any interpretation thereof, applicable to the Group’s business; increases to the Group’s effective tax rate or other harm to the Group’s business as a result of governmental review of the Group’s transfer pricing policies, conflicting taxation claims or changes in tax laws; and other factors referenced to in this report. Should one or more of these risks or uncertainties materialise, or should any underlying assumptions prove to be incorrect, the Company’s actual financial condition, cash flows or results of operations could differ materially from that described herein as anticipated, believed, estimated or expected. Accordingly, you are cautioned not to place undue reliance on any forward-looking statements, as there can be no assurance the actual outcomes will not differ materially from the forward-looking statements in this report. Except as required by applicable laws or regulations (including the ASX Listing Rules), the Group does not intend, and does not assume any obligation, to update any forward-looking statements contained herein. All subsequent written and oral forward-looking statements attributable to us or to persons acting on the Group’s behalf are expressly qualified in their entirety by the cautionary statements referred to above and contained elsewhere in this report.

TERMINOLOGY: In this report, unless otherwise specified or appropriate in the context, the term “Company” refers to Michael Hill International Limited, the term “Group” or “Michael Hill Group” refer to the Company and its subsidiaries (as appropriate), and the use of “Michael Hill”, “Bevilles”, “TenSevenSeven” and “Medley” is reference to the relevant brand within the Michael Hill Group.

CONTENTS

4	COMPANY PROFILE
6	LETTER FROM THE CHAIR
8	CEO'S MESSAGE
10	PERFORMANCE HIGHLIGHTS
11	KEY FACTS
12	PERFORMANCE
14	TREND STATEMENT
16	SUSTAINABILITY SNAPSHOT
17	GROUP 2030 SUSTAINABILITY STRATEGY
18	EXECUTIVE LEADERSHIP TEAM
21	DIRECTORS' REPORT
27	INFORMATION ON DIRECTORS
33	AUDITED REMUNERATION REPORT
47	ADDITIONAL STATUTORY INFORMATION
52	FINANCIAL STATEMENTS
96	CONSOLIDATED ENTITY DISCLOSURE STATEMENT
97	DIRECTORS' DECLARATION
106	SUSTAINABILITY REPORT
122	DIRECTORS' DECLARATION
128	ADDITIONAL SHAREHOLDER INFORMATION
130	CORPORATE DIRECTORY

The Directors are pleased to present the Annual Report of Michael Hill International Limited and its subsidiaries for the financial year ended 28 June 2026.

COMPANY PROFILE

THE MICHAEL HILL GROUP IS A LEADING INTERNATIONAL FINE JEWELLERY RETAILER, WITH A FOCUSED TWO-BRAND PORTFOLIO, OPERATING ECOMMERCE SITES AND A NETWORK OF OVER 280 STORES ACROSS AUSTRALIA, NEW ZEALAND AND CANADA.

The first Michael Hill store opened in 1979 when Sir Michael Hill and his wife, Lady Christine Hill launched their unique retail jewellery formula in Whangarei, on the North Island of New Zealand.

With engaging store designs, a product range devoted to attainable fine jewellery with a high concentration of diamonds, and the clever use of high impact advertising, Michael Hill rapidly gained popularity and rose to national prominence.

In 2016, the Company moved its primary stock exchange listing to the Australian Securities Exchange and maintains a secondary listing on the New Zealand Stock Exchange (ASX/NZX: MHJ).

The Michael Hill brand is defined by everyday modern luxury, beautiful, quality jewellery that people can feel confident wearing, giving and celebrating with. Complementing this, the Bevilles brand, acquired in June 2023, anchors the Group's presence at the value end of the market. Together, the two core brands enable the Michael Hill Group to serve customers across the fine jewellery category.

Around the world, the Group employs over 3,200 employees across retail sales, manufacturing and corporate roles. As at 28 June 2026, the Group operates 157 stores in Australia, 43 in New Zealand and 81 stores in Canada.

From 1979 to the present day, and as we look to the future, the Michael Hill Group is dedicated to offering quality jewellery and service for our customers to celebrate the key moments in their lives.

At Michael Hill Group, we are committed to becoming a more sustainable and ethically responsible business, protecting our eco-system and contributing to the communities we serve in meaningful ways, for generations to come.

Information on our corporate governance policies and practices, including our Corporate Governance Statement, is available on our Investor Centre website at investor.michaelhill.com.

A woman with dark hair and light skin is shown from the chest up. She is wearing a white, sleeveless dress with a large, draped bow at the neckline. She is looking off to the side with a thoughtful expression, her hand resting near her chin. She is wearing a large, ornate diamond ring on her finger and a small diamond earring. The background is a neutral, textured wall.

*"Everybody deserves to
wear quality jewellery
and feel special wearing
it, along with feeling
welcomed when they
go shopping."*

Sir Michael Hill



LETTER FROM THE CHAIR

DEAR SHAREHOLDERS

FY26 marked an important turning point for Michael Hill. After a challenging period for the business and the broader retail sector, we have seen encouraging progress: sales momentum has returned across our markets, profitability and cash generation have improved, and the business is on a stronger footing. From my perspective, whilst still at the early stages of our business reset, the work undertaken to simplify the business and sharpen execution is now beginning to be reflected in our financial results.

The operating environment remains volatile. Cost-of-living pressures continue to shape discretionary spending, while interest rates, currency movements and commodity prices remain variable across our markets. Ongoing conflict and geopolitical tension have added further uncertainty to energy costs, inflation and consumer sentiment. For a global jewellery retailer, the near doubling of the gold price over the past two years, the rapid evolution of laboratory-grown diamonds and the accelerating impact of technology reinforces the need to remain close to our customers and agile in how we respond and adapt.

Against this backdrop, the challenge is to be decisive about the future we are building while remaining flexible about how we get there. Michael Hill is entering its next phase with a clearer focus, a simpler operating model and a determination to adapt quickly as conditions evolve.

FOCUSING ON WHAT MATTERS MOST

During FY26, we simplified the Group to focus on the two brands where we see the greatest opportunity to create value for our customers and shareholders: Michael Hill and Bevilles. This has brought greater clarity, stronger accountability and a more disciplined use of resources.

For Michael Hill, our ambition is to make modern luxury accessible. The brand has almost five decades of heritage in quality, creativity, service and trust. The opportunity now is to build on those strengths by growing our customer base, deepening relationships and ensuring every interaction feels relevant, distinctive and personal. Our teams have sharpened product curation, pricing, promotional discipline and market-

specific execution. We see attractive opportunities in Canada, across our existing Australian and New Zealand networks, in digital and omni-channel retail, and in personalised, custom and bespoke jewellery.

Bevilles has also made encouraging progress. The focus is straightforward: deliver a compelling value proposition, move faster through inventory and operate with greater simplicity and discipline. There is more work to do, but the brand is regaining momentum and has a clear role within the Group.

Technology, data and artificial intelligence will help us make better decisions, from planning and inventory allocation to customer engagement and frontline support. These capabilities are not an end in themselves. Used well, they will help our people spend more time doing what matters most: serving customers and creating outstanding experiences.

DIVIDEND RESTORED

Restoring the dividend reflects our commitment to delivering sustainable returns to shareholders over time. The final dividend of AU2.0 cents per share has been enabled by a materially stronger balance sheet and improved operating performance. That momentum has continued into the early weeks of FY27.

The restoration of the dividend does not change the discipline with which we manage capital. It reflects the progress of the turnaround and the confidence that comes from a stronger balance sheet, while preserving the capacity to invest in the business and respond to changing conditions. This balanced approach is essential to delivering sustainable returns to shareholders over time.

A PERSONAL REFLECTION

This is my final letter to shareholders as Chair. I have served Michael Hill as a director since 2014 and as Chair since June 2021. It has been a privilege to represent all of Michael Hill's shareholders during this time and to have worked alongside the Hill family, my fellow directors, management teams and the thousands of people who have helped shape this remarkable business.



I am particularly grateful to Sir Michael, Lady Christine and the Hill family for their support, friendship and stewardship. The passing of Sir Michael Hill last year was a profound loss to all of us within the broader Michael Hill community. His entrepreneurial courage, creativity and instinctive understanding of customers created the business that we are privileged to serve today and his legacy endures in our culture, our commitment to quality and design, and in the belief that jewellery should help people celebrate the moments that matter most. I, along with many of our team, have cherished Michael's mentorship, insights and relentless challenge to set ambitious goals in business and life.

My intention had been to conclude my tenure mid-2025. Given the significant changes facing the Group last year, I agreed to remain longer to support continuity, oversee the appointment of our new Chief Executive Officer and help prepare the Company for its next chapter. There is no more important decision a Board makes than the selection of the CEO and I am delighted that we were able to attract Jonathan Waecker to the role and the impact he is already making. He has brought clarity, pace and strong retail discipline to the organisation, and I have great confidence in him and the leadership team he has assembled.

I am equally confident in Claudia Batten, who will succeed me as Chair on 28 November 2026. Claudia brings strategic insight, international and digital experience, energy, vision and strong governance capability. We have worked closely together in preparation for this handover, and I am confident that she and Jonathan will form an outstanding leadership partnership.

The appointments of Karen Bozic and Mark Bayliss further strengthen the Company for the future. Karen brings deep retail, consumer, transformation and operational experience, while Mark contributes extensive audit, risk, governance and turnaround expertise.

LOOKING AHEAD

We begin FY27 with a clearer strategy, stronger capabilities and encouraging momentum. There will undoubtedly be further uncertainty, but our priorities are well understood: improve the productivity of our existing network, diversify growth across markets and channels, strengthen gross profit and deliver sustainable operating leverage.

Michael Hill was built on the belief that everyone deserves to wear quality jewellery and feel special. With a committed team, a revitalised strategy and strong new leadership, I believe the Company is well placed to honour that heritage and ensure a successful future.

Thank you for your continued support.

Regards,

Rob Fyfe
Chair



CEO'S MESSAGE

FOLLOWING A YEAR OF SIGNIFICANT CHANGE, I'M PROUD TO REPORT THAT MICHAEL HILL DELIVERED A STRONG TURNAROUND IN FY26, WITH RECORD GROUP REVENUE, COMPARABLE EBIT UP 57%, AND THE RESTORATION OF DIVIDENDS TO OUR SHAREHOLDERS.

A NEW LEADERSHIP TEAM, IN PLACE AND DRIVING THE RESET

We're focused on excellent retail fundamentals: listening to our customers, and listening to our people. That starts with a simple belief Michael Hill was founded on, that everyone deserves to wear quality jewellery, to feel special wearing it, and to feel genuinely welcome when they walk into one of our stores. This year, we got back to that by focusing on what has always made Michael Hill different: everyday modern luxury, jewellery people can feel confident wearing, giving and celebrating with, backed by the warmth of our New Zealand heritage.

A SIMPLER BUSINESS

Following a strategic simplification of the brand portfolio, we returned our focus to where it belongs, on profitably growing Michael Hill. We simplified the business down to two core brands, Michael Hill and Bevilles, so we could put our full energy behind the ones that matter most.

A RENEWED FOCUS ON EXECUTION

We sharpened product curation and personalised ranges, and tailored our go-to-market by market, recognising that Australia, New Zealand and Canada are each different. We clarified our price architecture, improved promotional discipline, and strengthened the customer experience in every store. It's not the kind of work that makes headlines, but it's the work that compounds, and it's a meaningful part of why the numbers moved the way they did this year.

THE BEVILLES RESET IS UNDERWAY AND GAINING TRACTION

Same store sales, margin, and gross profit dollars all grew year on year in the second half. New leadership, a clear focus on the value segment, and a genuine commitment to

listening, to customers and to our team, got us there. The first half was challenging, but the second half demonstrated meaningful progress. It's still early in the reset, but we're encouraged by the momentum that's building.

THE FY26 RESULTS DEMONSTRATE OUR TURNAROUND STRATEGY IS WORKING

Sales grew in every market, comparable EBIT is up 57%, and we've strengthened the balance sheet, restored the dividend, and made progress against every one of our growth engines.

Canada delivered another record year, with same store sales up 7.0% on a constant currency basis, and online sales up 22%. Australia saw same store sales grow 4.8%, and New Zealand accelerated through the second half to finish the year with same store sales up 3.6% on a constant currency basis. Group revenue reached a record \$655.7 million, and comparable EBIT increased 57% to \$24.0 million, on the back of stronger sales, resilient margins despite gold trading at record highs, and tighter cost control. Net debt came down from \$41.9 million to \$5.5 million, and inventory reduced while its productivity improved 13%.

We also made real progress against our growth engines. Online is now by far our largest store in the Michael Hill brand, up 10% for the year in constant currency. We're partnering with Impact Analytics to bring AI into how we forecast demand and plan inventory, and our own Retail Assist tool, built in-house, now handles more than half of all retail support enquiries, freeing our teams to spend more time with customers.

THE PEOPLE BEHIND THE TURNAROUND

I want to thank our teams in our stores, our support offices, and our distribution centres for the way they've come through a year of real change. This turnaround belongs to them.

We're not even a full year into this reset, and there's plenty more to do. But the direction is clear, our teams are energised, and I'm genuinely excited about what comes next for Michael Hill.

Jonathan Waecker
Chief Executive Officer



PERFORMANCE HIGHLIGHTS

KEY FINANCIAL PERFORMANCE

Group revenue was

\$656M

Up 4.1%¹

Comparable EBIT²

\$24.0M

Up 57% on prior year

Same store sales^{1,3}

+5.2%

Group margin⁴

60.5%

Flat to prior year

Net Debt

\$5.5M

Down \$36.3m on prior year

Canada^{1,3}

+7.0%

Australia³

+4.8%

Statutory NPAT

\$10.0M

Up 376% on prior year

Final Dividend

2 cents

Compared to nil in prior year

New Zealand^{1,3}

+3.6%

OPERATIONAL PERFORMANCE

New leadership team in place

Focused on retail fundamentals, customers and our people.

Simplified brand portfolio

Michael Hill refocused as the core growth engine.

Sharper execution

Curated ranges, clearer price architecture and stronger promotional discipline.

Bevilles reset gaining traction

Same store sales, margin and gross profit dollars all grew year-on-year in H2.

NOTES:

¹ On a constant currency basis.

² Comparable EBIT is an unaudited non-IFRS measure prepared on a normalised basis.

³ Same store sales reflect sales through store and online channels on a comparable trading day basis and are unaudited.

⁴ Excludes relevant one-off normalisations.

KEY FACTS

TRADING RESULTS

	% Change	2026 \$000's	2025 \$000's
Group revenue	1.9	655,679	643,655
Gross profit	1.8	396,341	389,438
Comparable earnings before interest and tax Comparable (EBIT)*	56.7	24,043	15,345
Net profit before tax (NPBT)	706.8	17,692	2,193
Net profit after tax (NPAT)	376.1	9,995	2,099
Net cash inflow from operating activities	80.0	99,125	55,071

FINANCIAL POSITION

	% Change	2026 \$000's	2025 \$000's
Contributed equity (384,842,602 ordinary shares)	0.1	12,858	12,850
Total equity	1.5	173,116	170,619
Total assets	(6.4)	485,231	518,395
Net (debt)/cash	(86.8)	(5,539)	(41,852)
Capital expenditure	40.0	14,181	10,130

KEY RATIOS

	2026	2025
Return on average shareholders funds	5.8%	1.2%
Gross margin **	60.5%	60.5%
Interest expense cover (times)	2.3	1.1
Equity ratio	35.7%	32.9%
Working capital ratio	2.8 : 1	3.5 : 1
Current ratio	1.6 : 1	1.8 : 1

¹ Includes 36 Bevilles stores (FY25 includes 37 Bevilles stores).

* Comparable EBIT is an unaudited non-IFRS measure, prepared on a normalised basis. Refer to page 26 for an explanation of Comparable EBIT and a reconciliation to the statutory result.

** Excludes relevant one-off normalisations.

DIVIDENDS

	2026	2025
Per Ordinary Share	AU2.00c	-
Times covered by net profit after tax (paid / declared relating to the year)	1.30	-

SHARE PRICE AT YEAR END

	2026	2025
Share price (ASX)	AUD 0.33	AUD 0.42

KEY INVESTOR RATIOS

	2026	2025
Basic earnings per share	2.60c	0.55c
Diluted earnings per share	2.52c	0.53c
EBIT to sales	4.7%	2.9%
Return on average total assets	2.0%	0.4%

SEGMENT REVENUE GROWTH (LC)

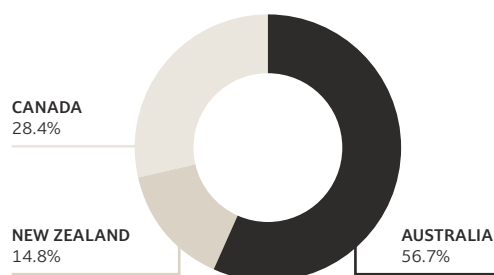
	2026	2025
Australia	2.5%	1.4%
New Zealand	3.1%	-5.0%
Canada	7.3%	3.4%
Group	1.9%	-0.2%

STORE NUMBERS

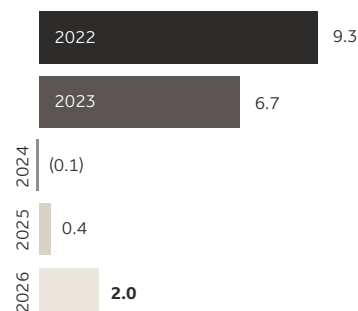
	2026	2025
Australia ¹	157	160
Canada	81	82
New Zealand	43	45
Total stores	281	287

PERFORMANCE

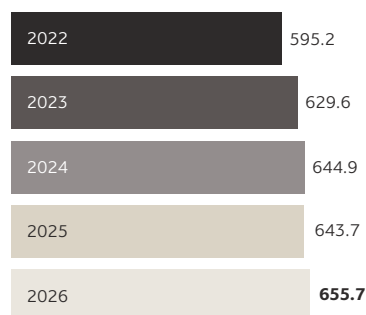
REVENUE BY COUNTRY
YEAR ENDED 28 JUNE 2026



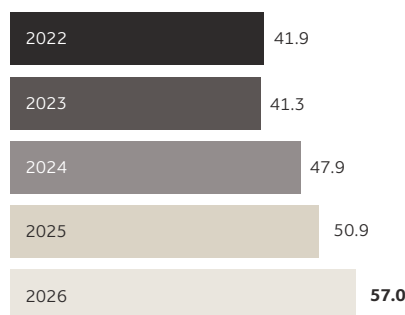
RETURN ON
AVERAGE ASSETS
%



GROUP REVENUE
AU\$ MILLIONS

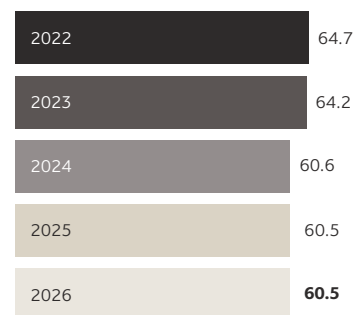


DIGITAL SALES
AU\$ MILLIONS

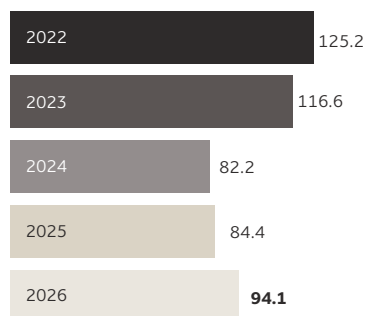


GROSS MARGIN **
%

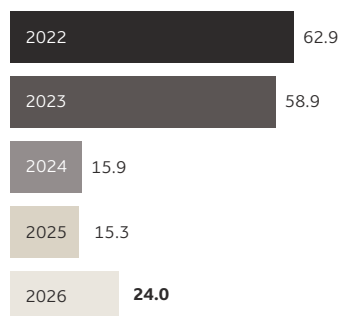
** Excludes relevant one-off normalisations



EBITDA
AU\$ MILLIONS

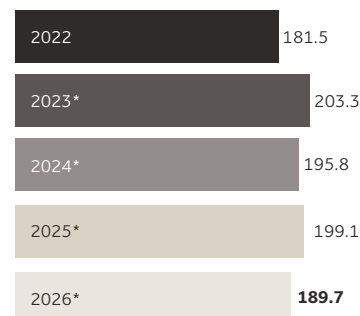


COMPARABLE EBIT
AU\$ MILLIONS

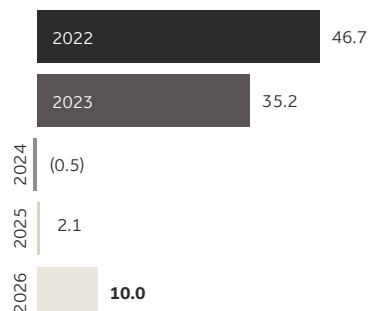


INVENTORY
AU\$ MILLIONS

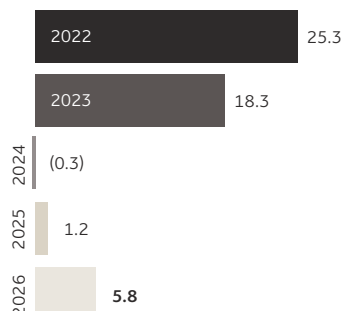
*Includes Bevilles inventory



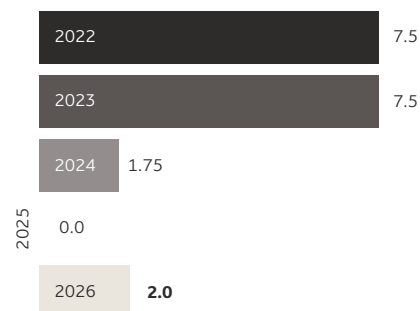
NET PROFIT FROM
OPERATING ACTIVITIES
AFTER TAX
AU\$ MILLIONS



RETURN ON AVERAGE
SHAREHOLDERS' FUNDS
%



ORDINARY DIVIDEND
AU CENTS PER SHARE





TREND STATEMENT

FINANCIAL PERFORMANCE (AUD)	2026 \$'000	2025 \$'000	2024 \$'000	2023 \$'000	2022 \$'000
Group revenue	655,679	643,655	644,929	629,562	595,210
Earnings before interest, tax, depreciation and amortisation (EBITDA)	94,108	84,392	82,241	116,607	125,180
Depreciation and amortisation	63,006	65,536	68,013	57,724	51,944
Earnings before interest and tax (EBIT)	31,102	18,856	14,228	58,883	73,236
Net interest paid	13,409	16,663	14,596	9,136	7,533
Net profit before tax (NPBT)	17,692	2,193	(368)	49,747	65,703
Income tax	(7,697)	(94)	111	14,565	18,991
Net profit after tax (NPAT)	9,995	2,099	(479)	35,182	46,712
Net operating cash flow	99,125	55,071	37,773	80,072	111,574
Ordinary dividends paid during the year	-	-	20,915	30,719	25,239

FINANCIAL POSITION (AUD)	2026 \$'000	2025 \$'000	2024 \$'000	2023 \$'000	2022 \$'000
Cash	14,461	10,248	20,174	20,867	95,844
Inventories	189,742	199,099	195,785	203,260	181,539
Other current assets	24,100	28,727	23,640	20,735	14,749
Total current assets	228,303	238,074	239,599	244,862	292,132
Other non-current assets	52,717	54,477	61,347	59,546	42,121
Deferred tax assets	53,149	56,911	52,507	49,118	58,552
Total tangible assets	334,169	349,462	353,453	353,526	392,805
Right-of-use assets	109,800	121,470	133,988	139,052	107,385
Intangible assets	22,039	28,240	38,580	36,215	10,989
Goodwill	19,223	19,223	19,223	17,695	-
Total assets	485,231	518,395	545,244	546,488	511,179
Total current liabilities	142,999	135,566	145,042	155,001	158,596
Non-current borrowings	20,000	52,100	58,900	12,500	-
Lease liabilities	126,469	141,385	114,303	117,518	91,386
Other long term liabilities	22,647	18,725	60,118	72,854	66,102
Total liabilities	312,115	347,776	378,363	357,873	316,084
Net assets	173,116	170,619	166,881	188,615	195,095
Reserves and retained profits	160,258	157,769	154,118	177,503	183,707
Paid up capital	12,858	12,850	12,763	11,112	11,388
Total shareholder equity	173,116	170,619	166,881	188,615	195,095
Basic earnings per share	2.60c	0.55c	(0.12c)	9.20c	12.03c
Diluted earnings per share	2.52c	0.53c	(0.12c)	9.00c	11.86c
Dividends declared per share (interim)	-	-	AU1.75c	AU4.0c	AU3.5c
Dividends declared per share (final)	AU2.00c	-	-	AU3.5c	AU4.0c
Net tangible asset backing	\$0.34	\$0.32	\$0.28	\$0.35	\$0.47

ANALYTICAL INFORMATION (AUD)	2026	2025	2024	2023	2022
EBITDA to sales	14.4%	13.1%	12.8%	18.5%	21.0%
EBIT to sales	4.7%	2.9%	2.2%	9.4%	12.3%
Net profit after tax to sales	1.5%	0.3%	(0.1%)	5.6%	7.8%
EBIT to total assets	6.4%	3.6%	2.6%	10.8%	14.3%
Return on average shareholders funds	5.8%	1.2%	(0.3%)	18.3%	25.3%
Return on average total assets	2.0%	0.4%	(0.1%)	6.7%	9.3%
Working capital ratio	2.8 : 1	3.5 : 1	3.5 : 1	3.4 : 1	3.7 : 1
Current ratio	1.6 : 1	1.8 : 1	1.7 : 1	1.6 : 1	1.8 : 1
EBIT interest expense cover	2.3	1.1	1.0	5.9	9.7
Effective tax rate	43.5%	4.3%	30.2%	29.3%	28.9%
Net borrowings to equity	3.2%	24.5%	23.2%	(4.4%)	(49.1%)
Equity ratio	35.7%	32.9%	30.6%	34.5%	38.2%
Shares issued at year end excl Treasury	384,842,602	384,819,276	384,623,963	379,688,884	388,285,374
Exchange rate for translating:					
- New Zealand results	1.16	1.11	1.09	1.09	1.06
- Canadian results	0.94	0.89	0.92	0.90	0.92

STORE NUMBERS	2026	2025	2024	2023	2022
Australia	157	160	171	172	147
Canada	81	82	85	86	85
New Zealand	43	45	44	46	48
TOTAL STORES	281	287	300	304	280

"This year, we returned to the fundamentals of our business: putting customers first, simplifying how we operate, and focusing on quality jewellery that people can wear and give with confidence. These changes have strengthened performance across the Group, with sales growth in every market, improved profitability and the restoration of dividends for shareholders. While there is more work ahead, FY26 represents an important step in our turnaround, and I am proud of what our team has achieved through a year of significant change."

JONATHAN WAECKER
Chief Executive Officer

SUSTAINABILITY SNAPSHOT

AT MICHAEL HILL GROUP, WE ARE COMMITTED TO CONTINUALLY IMPROVING HOW WE SOURCE AND MAKE OUR PRODUCTS, REDUCE OUR IMPACT ON THE PLANET AND CONTRIBUTE MEANINGFULLY TO THE COMMUNITIES IN WHICH WE OPERATE. WE AIM TO MOVE OUR BUSINESS TOWARDS A MORE SUSTAINABLE, INNOVATIVE AND RESPONSIBLE FUTURE.

ESG REPORTING

This year we have published our first mandatory climate-related disclosure report in accordance with the Australian Sustainability Reporting Standard AASB S2. The report sets out the Group's governance, risk management processes, strategy, metrics and targets used to oversee and manage climate-related risks and opportunities. The Sustainability Report can be found on pages 106 to 122 of this Annual Report.

THE MICHAEL HILL FOUNDATION

During FY26, the Group continued to support our commitment to empowering women and nature restoration through the Michael Hill Foundation. Under the empowering women initiative, the Foundation continued its partnerships with The Salvation Army, Women's Refuge, The Period Purse and the Collective Good Foundation, supporting women's safety, economic opportunity, health and hygiene. Continuing our nature restoration work, we launched our partnership with Veritree in October 2025, replacing our previous tree planting partner. Through Veritree we have planted over 167,000 trees during FY26. These efforts support reforestation projects in Canada, New Zealand and Australia, helping restore ecosystems, support wildlife and engage local communities.

NET ZERO SCOPE 1 AND SCOPE 2 EMISSIONS

The Group achieved its net zero Scope 1 and 2 emissions target at the end of 2025 and maintained this position throughout FY26. 100% of the Group's electricity usage across all stores and corporate sites was matched with electricity produced from certified renewable sources. Certified carbon credits were purchased to offset the small amount of residual operating emissions not related to electricity use. Further details are provided in the Sustainability Report on pages 106 to 122.

CIRCULARITY

The Group continues to advance jewellery circularity through our Re:Cycle and Re:Store programs. Re:Cycle enables customers to return gold jewellery for recycling into the precious metals supply chain. Re:Store helps extend the life of jewellery through repair services, including non-Group pieces.

In FY26, we completed 311,857 repairs and services across Michael Hill and Bevilles, supporting a more circular approach to jewellery ownership. Repairs of non-Michael Hill jewellery increased by more than 210% year-on-year, enabling more customers to restore and continue wearing existing jewellery. Strong product quality and proactive maintenance services continued to support product longevity, reinforcing our commitment to craftsmanship, durability and responsible consumption.

RESPONSIBLE SUPPLIERS

The Group continued to advance its Responsible Suppliers goal across both jewellery and non-jewellery supplier categories. During FY26, we refined and expanded the globally recognised standards used to support responsible sourcing and promote greater transparency across our supply chain. These standards help uphold ethical labour practices, safe working conditions and environmental sustainability. At year end, ~90% of jewellery suppliers, representing 99.7% of jewellery supplier spend, met our responsible sourcing expectations.

GREAT PLACE TO WORK

The Group maintained its position as a highly engaged workplace, with workforce engagement increasing to 84% during FY26. We continued to strengthen our people capability through leadership development programs, enhanced performance development and initiatives designed to support employee growth and success.



Elodie Guillaumond
Chief Financial Officer

GROUP 2030 SUSTAINABILITY STRATEGY

PRODUCT

100% OF OUR PRODUCTS
WILL BE SUSTAINABLE,
RESPONSIBLE OR CIRCULAR



CONFLICT FREE

We will only use conflict free natural diamonds sourced in accordance with the Kimberly Process and precious metals sourced in accordance with the OECD Due Diligence Guidance in our jewellery products **by 2027**

CIRCULARITY

We will increase precious metals circularity by using recycled precious metals in our products and operating circularity programs **by 2027**

LOWER IMPACT GEMSTONES

We will increase our offering of jewellery products made with lower impact gemstones from sustainable lab-grown or other responsible sources **by 2027**

PLANET

WE WILL NURTURE
NATURE AND REDUCE
OUR NEGATIVE IMPACTS
TO NET ZERO



ZERO CARBON OPERATIONS

We will achieve net zero carbon operations (scopes 1 & 2) **by 2025**

NATURE POSITIVE

We will contribute to the restoration and conservation of the natural environment **from 2024**

ELIMINATE WASTE

We will send zero waste to landfill and eliminate single use plastic from our packaging **by 2027**

PEOPLE

WE WILL IMPROVE THE
LIVES OF PEOPLE ACROSS
OUR VALUE CHAIN



RESPONSIBLE SUPPLIERS

100% of all suppliers meet our expectations on their social and environmental impacts **by 2030**

EMPOWERING WOMEN

We will deliver initiatives and develop partnerships focused on empowering and supporting women **from 2024**

GREAT PLACE TO WORK

We will maintain a leading workforce engagement score of greater than 80% **from 2024**

EXECUTIVE LEADERSHIP TEAM

JONATHAN WAECKER

CHIEF EXECUTIVE OFFICER

Jonathan Waecker is a globally experienced executive with a proven track record in retail, brand, digital, customer experience, and business transformation. He joined Michael Hill as Chief Executive Officer in August 2025, bringing deep commercial and consumer expertise developed at some of the world's most recognisable brands.

Jonathan has held senior leadership roles across retail and consumer industries, most recently as Chief Customer & Sales Officer at The Warehouse Group in New Zealand. Earlier in his career, he held global executive positions at The Walt Disney Company and Yahoo, where he led large-scale teams across brand, digital, and customer innovation.

He is recognised for delivering transformational growth, building customer-centric cultures, and leading complex organisations through change. His recent work has focused on helping retailers unlock new value through technology, data, and media partnerships. Jonathan is widely regarded for his commercial acumen, digital expertise, and customer-focused leadership approach, aligning strongly with Michael Hill's strategic priorities and future opportunities.



Her experience spans leading finance transformation programs, improving operational efficiency and margin performance, and supporting disciplined capital allocation. Elodie brings strong commercial acumen, a collaborative leadership style, and a deep focus on sustainable value creation to support Michael Hill's long-term growth and profitability.

TONIA ZEHRER

CHIEF PRODUCT OFFICER

Tonia Zehrer is a globally experienced product and retail executive with a distinguished career spanning jewellery, fashion, and large-scale consumer businesses. She joined Michael Hill as Chief Product Officer in January 2026, bringing deep expertise in product strategy, merchandising, brand, and customer-led innovation developed across some of the world's most established retail organisations.

Tonia has held senior leadership roles across global and multi-brand retailers, most notably as Senior Vice President and Chief Merchandising Officer at Signet Jewelers, the world's largest retailer of diamond jewellery, where she led enterprise-wide product and merchandising strategies across multiple brands and markets. Earlier in her career, she held executive and senior leadership positions in the US, Africa and Europe, including at Sears Holdings and Edgars Department Stores, building a strong reputation for shaping differentiated assortments, driving commercial performance, and translating consumer insight into compelling product experiences.

She is recognised for combining creative vision with analytical rigour, delivering product portfolios that are both emotionally resonant and commercially disciplined. Tonia's leadership style is grounded in collaboration, craftsmanship, and innovation, with a focus on evolving product relevance for modern consumers while honouring brand heritage – capabilities that strongly support Michael Hill's strategic direction and long-term growth ambitions.



ELODIE GUILLAUMOND

CHIEF FINANCIAL OFFICER

Elodie Guillaumond joined Michael Hill as Chief Financial Officer in February 2026. She is a highly accomplished global finance executive with more than 20 years' experience across listed and private sector organisations in Australia and internationally.

Elodie began her career with PwC as an Auditor, where she built a strong foundation in financial controls, risk management and governance frameworks. She has since held senior leadership roles with Ampol Australia, Amart Furniture, Coles Supermarkets and British American Tobacco. She has delivered strategic financial leadership, transformation and strong governance across complex, consumer-focused businesses.



JO FEENEY

CHIEF MARKETING OFFICER

Jo Feeney joined Michael Hill in March 2021 as Chief Marketing Officer to lead the revitalisation and growth of the company's brand, delivering end-to-end marketing strategies in an omnichannel environment. Jo is responsible for shaping the company's messaging, delivering an outstanding experience to the Michael Hill customer across both digital and traditional marketing channels and leading the vision for a world-class loyalty program.

Jo brings with her over 20 years' experience in both local and global organisations (including Woolworths, Telstra, Foxtel and McDonald's), specialising in strategic brand building, end-to-end marketing communications and driving key customer growth strategies across channels. In her most recent role as Director of Marketing at McDonald's Australia, she was responsible for marketing, brand and media strategies and driving commercial growth through innovation and reimagination of the brand.

Jo is also a recognised leader in creativity – winning multiple awards both locally and internationally. She brings a fresh approach to driving the future growth of the brand through a lens of commercial creativity.

Jo left the Group in August 2026 and we thank her for her dedication and support during her tenure.



MATT KEAYS

CHIEF TECHNOLOGY OFFICER

Matt Keays joined Michael Hill in June 2015, bringing with him extensive international IT experience in the retail space. Prior to joining the company, Matt led the global IT strategy for Forever New as their General Manager Information Technology, and prior to that worked as Chief Information Officer for Super Amart, where his final project was successfully leading a full-scale disaster recovery process after the Queensland floods in 2011. He also worked for leading national footwear and apparel company, Colorado Group, after enjoying his long retail apprenticeship with 11 years at Country Road, where he worked initially as



a Financial Accountant, and also gained solid shop floor experience during his tenure.

Matt has strong technical skills and a track record of developing an effective team focused on business alignment. Matt's career has seen him lead significant technology and infrastructure programs, covering Microsoft Dynamics, Infor, Oracle and JDE. He has helped retail businesses implement and embrace data warehousing, with his first Microsoft-based implementation as far back as 2004. The Michael Hill advanced data warehouse went live in 2016, and his team continually evolve our data platforms to align with the strategic shifts across the business.

TABITHA PEARSON

CHIEF PEOPLE OFFICER

Tabitha Pearson joined Michael Hill in May 2024 as Chief People Officer.

With 30 years' experience in people and culture across a number of ASX-listed companies, including Bunnings, Super Retail Group, Myer and G8 Education, Tabitha's strength lies in her commercial and people-driven approach. She is experienced in leading large and diverse teams, integrating large-scale acquisitions, and implementing modern people and culture strategies. She has a focus on building capability and talent, while driving a strong performance culture in organisations.

With a workforce of ~3,000 people across Australia, New Zealand and Canada, Tabitha's experience leads the Company's strategic priority of attracting, retaining and developing top quality teams across the group.

Tabitha holds a Bachelor of Arts in Psychology and a Post Graduate Diploma in Human Resources and Industrial Relations.





DIRECTORS' REPORT

The Directors present their report on the consolidated entity (referred to hereafter as the 'Group') consisting of Michael Hill International Limited ACN 610 937 598 ('Michael Hill International' or the 'Company') and all controlled subsidiaries for the 52 week period ended 28 June 2026.

PRINCIPAL ACTIVITIES

The Group operates predominately in the retail sale of jewellery and related services sector in Australia, Canada and New Zealand.

There were no significant changes in the nature of the Group's activities during the year.

DIVIDENDS

As a result of the improvement in operating performance and the strength of the Company's balance sheet, the Board has decided to declare a final dividend of AU2.0 cents per share, partially franked (50%) for Australian purposes, with partial New Zealand imputation credits (50%) and with conduit foreign income. This decision reflects the Board's increased confidence in the progress of the turnaround and the Group's focus on building a simpler, stronger, and more sustainable business.

Dividends paid to members during the financial year were as follows:

	2026 \$'000	2025 \$'000
No final dividend was declared for the year ended 29 June 2025 (2024: no final dividend declared)	-	-
No interim dividend was declared for the year ended 28 June 2026 (2025: no interim dividend declared)	-	-
Final dividend was declared for the year ended 28 June 2026 (2025: nil)	7,697	-

KEY FINANCIAL RESULTS

- Group revenue reached a record \$655.7m (FY25: \$643.7m), up +1.9% on prior year, and up +4.1% on a constant currency basis.
- Same store sales¹ (SSS) growth of +3.0% on prior year, and +5.2% on a constant currency basis with the first half momentum continuing through the second half:
 - Canada delivered another record performance, with SSS up +7.0% on prior year.
 - Australia delivered a strong performance, with SSS up +4.8% on prior year.
 - New Zealand delivered a marked acceleration from Q2, with SSS up +3.6% on prior year.
- Online sales grew to 8.7% of total sales.
- Gross margin² held flat at 60.5%, demonstrating the Group's ability to offset elevated precious metal costs while consumers continue to navigate cost-of-living pressures.
- Cost of Doing Business³ % (CODB) as a percentage of revenue is down 70 bps to 57.1% (FY25: 57.8%).
- Comparable Earnings Before Interest and Tax (EBIT)⁴ of \$24.0m (FY25: \$15.3m), up 57% on prior year.
- Statutory Net Profit After Tax (NPAT) of \$10.0m (FY25: \$2.1m), up 376% on prior year.
- Group inventory levels reduced by \$9.4m to \$189.7m, a reduction of 4.7% on prior year.
- Group net debt position of \$5.5m (FY25: \$41.9m), a \$36.3m improvement on prior year.
- Final dividend declared of 2.0cps (FY25: nil).

¹ Same store sales reflect sales through store and online channels on a comparable trading day basis and are unaudited.

² Excludes relevant one-off normalisations.

³ Cost of Doing Business is an unaudited non-IFRS measure calculated on a normalised basis and excludes foreign exchange gains/losses.

⁴ Comparable EBIT is an unaudited non-IFRS measure prepared on a normalised basis. Further information on the reconciliation of comparable to the statutory result is contained in the Directors' report and investor presentation.

DIRECTORS' REPORT, CONTINUED.

FY26 – GROUP BUSINESS & FINANCIAL PERFORMANCE

FY26 marked the beginning of a significant strategic and operational turnaround for the Michael Hill Group. Under new leadership, the Group has undertaken a strategic simplification of the business, sharpening its focus on its two core brands, Michael Hill and Bevilles. Building on this simplification, the Group has strengthened retail operating discipline and decision-making, refined its go-to-market strategies and strengthened its focus on customer outcomes. Together, these initiatives have generated meaningful momentum across the business and underpinned the improved performance delivered in FY26.

The Group delivered a materially stronger operating performance in FY26, with Comparable EBIT increasing 57% to \$24.0m (FY25: \$15.3m) against a challenging macroeconomic environment. The result reflected stronger sales, resilient gross margins despite elevated gold input costs, and disciplined management of operating expenses in an inflationary environment. These factors combined to improve operating leverage, increase cash generation and strengthen returns.

Group revenue grew to a record \$655.7m (FY25: \$643.7m), up 1.9% on the prior year and 4.1% on a constant currency basis. Same store sales grew 3.0%, and 5.2% on a constant currency basis, with the positive momentum of the first half continuing through the second half, and every market delivering same store sales growth.

Online is a key growth engine, and grew 10% in Michael Hill on a constant currency basis, materially ahead of the physical network and with Canada again the standout with 22% growth. Our digital channel is now by far the largest store in the Michael Hill brand and is increasingly where customers discover and buy. For the Group, online now represents 8.7% of total revenue, growth was driven by improvements to the digital experience, which uplifted both conversion and average transaction sales. With penetration still below that of many comparable peers, management believes there is significant runway for further growth.

Gross margin of 60.5% was in line with the prior year, demonstrating the Group's ability to offset elevated precious metal costs, including gold achieving multiple record highs, through a stronger product mix and disciplined pricing execution.

As a percentage of revenue, Group Cost of Doing Business (CODB) reduced by 70bps to 57.1% (FY25: 57.8%). The improvement reflected disciplined cost management across the Group, which enabled reinvestment in team while

supporting stronger sales performance. Our proprietary Retail Assist AI now powers over 50% of all retail support enquiries, providing instant knowledge to teams to better focus on customers.

As part of the strategic simplification announced at our Investor Day on 14 April 2026, the Group undertook decisive action to focus on its two core brands, Michael Hill and Bevilles. As a result, the Group recognised non-cash write-offs of \$6.1m, largely relating to the closure of Medley and TenSevenSeven which has been excluded from Comparable EBIT. This simplifies the Group's operating model and allows management to concentrate resources and attention on driving profitable growth across its core brands.

Group inventory reduced by \$9.4m to \$189.7m, down 4.7% on the prior year, reflecting a deliberate plan to improve stock productivity. Group Gross Margin Return On Investment (GMROI) improved 13% over the year, meaning the reduction was driven by better inventory management and stronger clearance sell-thru. The Group activated a partnership with Impact Analytics to build AI-driven demand forecasting and planning, further improving inventory productivity and allocation across the network.

The Group ended the year with closing net debt of \$5.5m (FY25: \$41.9m), a material improvement of \$36.3m on the prior year, reflecting disciplined cash and working capital management through the year, including successful negotiation of new supplier terms with a key partner.

The year saw the successful opening of four MH flagship stores: Rundle Mall, Adelaide (refurbishment), Bondi Junction, Sydney (new store), Yorkdale, Toronto (refurbishment), and Pacific Centre, Vancouver (new store); with all stores incorporating our new brand design and a modernised in-store customer experience, with the refit programme delivering improvements in average transaction values and conversion rates above the network average. During the year, the store network reduced by a net total of six stores, taking the network to 281 across all markets (FY25: 287).

During the year, the business successfully refinanced its existing debt facility on improved margins for an additional two years, with its long-term banking partner, ANZ and introduced a new lender, CBA. In addition, the business remained committed to a reduced capital expenditure profile relative to historical levels, reducing the inventory profile across the business and implementing working capital efficiencies.

SEGMENT RESULTS

The results below are expressed in local currency.

AUSTRALIAN RETAIL PERFORMANCE	2026	2025	2024	2023	2022
OPERATING RESULTS (AU \$'000)					
Revenue	371,787	362,646	359,102	331,007	303,409
Gross profit	225,826	215,446	217,074	211,823	196,936
Gross margin	60.7%	59.4%	60.4%	64.0%	64.9%
Comparable EBIT	36,270	26,987	29,568	53,549	51,750
Comparable EBIT as a % of revenue	9.8%	7.4%	8.2%	16.2%	17.1%
Number of stores	157	160	171	172	147

Retail segment revenue increased by 2.5% to \$371.8m (FY25: \$362.6), and same store sales increased by 4.8% for the year, with second half same store sales up by 4.4% on the prior comparable period.

Gross margin increased by 130 bps to 60.7% (FY25: 59.4%), driven by disciplined pricing, an improved product mix and a continued focus on profitable growth, demonstrating the ability to increase sales without compromising margin. Higher sales and gross margin drove a healthy uplift in gross profit, largely underpinning the improvement in Australian Comparable EBIT.

Within this result, the Bevilles business gained traction with a clear inflection between the halves, demonstrating the effectiveness of the brand's turnaround strategy. After year-on-year declines in the first half, same store sales, gross margin, and gross profit dollars all returned to growth in the second half, with same store sales up 5.8% in FY26H2 against a 4.6% decline in FY26H1, gross margin grew by 660 basis points in FY26H2 vs FY26H1.

The Australian store network finished the year with 157 stores, including 36 Bevilles stores (FY25: 160 including 37 Bevilles stores), with 4 store closures (Michael Hill: 3, Bevilles: 1) and one new store for Michael Hill.

CANADA RETAIL PERFORMANCE	2026	2025	2024	2023	2022
OPERATING RESULTS (CA \$'000)					
Revenue	174,229	162,368	157,094	158,894	159,661
Gross profit	105,131	97,583	95,222	100,531	103,623
Gross margin	60.3%	60.1%	60.6%	63.3%	64.9%
Comparable EBIT	21,929	18,853	18,775	27,110	28,785
Comparable EBIT as a % of revenue	12.6%	11.6%	12.0%	17.1%	18.0%
Number of stores	81	82	85	86	85

Retail segment revenue increased by 7.3% to CA\$174.2m (FY25: CA\$162.4m), and same store sales increased by 7.0% for the year, with second half same store sales up by 7.6% on the prior comparable period. This segment delivered another year of record sales, reflecting the effectiveness of our strategy, the strength of the proposition and the commitment of our team members.

Gross margin improved by 20 bps to 60.3% (FY25: 60.1%), achieved through targeted country-specific go-to-market initiatives. The Canadian segment delivered particularly strong growth in bridal sales, outpacing other segments and supporting the acquisition of higher-value customers. This performance is strategically important, as bridal customers typically generate higher lifetime value and support future purchasing across multiple categories, contributing to sustained profitable growth over time.

It remains our fastest-growing market and our clearest growth opportunity. During the year we opened a new flagship store at Pacific Centre in Vancouver, our second Canadian flagship, reflecting the confidence we have to invest in growth with a focus on extending this momentum.

During the year, one store opened and two stores closed, resulting in 81 stores at year end (FY25: 82).

DIRECTORS' REPORT, CONTINUED.

NEW ZEALAND RETAIL PERFORMANCE	2026	2025	2024	2023	2022
OPERATING RESULTS (NZ \$'000)					
Revenue	112,435	109,047	114,785	132,359	125,090
Gross profit	65,265	63,566	68,453	81,961	79,288
Gross margin	58.0%	58.3%	59.6%	61.9%	63.4%
Comparable EBIT	14,047	13,714	14,538	25,622	30,130
Comparable EBIT as a % of revenue	12.5%	12.6%	12.7%	19.4%	24.1%
Number of stores	43	45	44	46	48

Retail segment revenue increased by 3.1% to NZ\$112.4m (FY25: NZ\$109.0m), and same store sales increased by 3.6% for the year. The second half delivered marked acceleration in growth, with same store sales up by 5.6% on the prior comparable period. The performance reflects the decision to fund investment into teams and customer-facing initiatives enhancing the customer experience and supporting sales growth.

Gross margin was 58.0% (FY25: 58.3%), reflecting a deliberate focus on adapting our offer to the trading environment. This was balanced with a higher contribution from bridal, which delivered strong growth in both sales and gross profit.

During the year, two stores closed, resulting in 43 stores at year end (FY25: 45).

CHAIR SUCCESSION

As part of our broader reset, we are also refreshing skills and capability across both the Executive team and the Board, with succession planning a key focus.

Rob Fyfe has advised the Board of his intention to retire as a Director and Chair of the Company, effective 28 November 2026. The Board has appointed current Non-Executive Director Claudia Batten to succeed Mr Fyfe as Chair from 28 November 2026.

RISK MANAGEMENT

The Board believes that a strong risk management framework supports the Group's growth and success. The Group regularly reviews its risk environment and has identified the following at risk areas and mitigating strategies:

RISK	STRATEGIES AND MITIGATION
The Group continues to operate in a volatile, dynamic and uncertain global environment. Ongoing disparity in the timing of economic recovery in the countries we operate in, coupled with shifting geopolitical risks, may adversely affect consumer confidence, discretionary spending and margin resilience across the Group's markets. Within the jewellery sector, several external pressures are intensifying. Collectively, these factors may impact the Group's ability to execute its strategic initiatives effectively.	The Group monitors trading conditions and financial impacts of country performance through executive governance and Board reporting. The Group has a growth strategy that embraces omni-channel expansion and strategic acquisitions in markets that limit cannibalisation of sales and focusses on improving the customer experience. Furthermore, there is executive oversight of all drivers, both internal and external, and prudent policy execution and governance mechanisms to respond accordingly.
Increase in cyber-attacks disrupting operations and increased reliance on third-party platform providers to have robust cyber controls.	The Group has tasked the Technology Governance Committee to oversee its response to cyber risk and the maturing of our cyber resilience. The Group continues to invest in new technologies and remove vulnerable points of attack throughout its digital network. External partners have been engaged to uplift our capabilities, including both proactive and reactive responses to cyber-attacks. Penetration testing and disaster recovery planning are built into our operating rhythm to further prepare and respond to attacks.
The rapid evolution of artificial intelligence creates governance, data management, and internal and external experience and benefits realisation risks if adoption is not appropriately controlled and aligned to strategy.	The Group has tasked the Technology Governance Committee to oversee its governance and management of artificial intelligence. Artificial intelligence is an enabler of business growth and maturity and risks are managed in line with achieving our strategic objectives whilst having appropriate governance mechanisms in place, including centre of excellence and use of third party tools.
Theft appeal of our product increases during periods of financial hardship and uncertainty. The high-impact nature of these crimes may place team members and customers at risk and result in financial loss, operational disruption and damage to property.	The safety and security of our staff and customers is our most important priority. We are investing in initiatives and processes which improve the overall security of our stores and contribute to the safety of our staff and customers. We are working with both local and national law enforcement bodies and other external parties to better the overall retail environment for our staff and customers. The Group continues to operate a dedicated executive led taskforce responding to the increasing escalation of theft and violence in all operating environments, with the remit of developing tailored and appropriate actions to keep our team members and customers safe.
Competition between mined and laboratory created diamonds, vendor consolidation and changing market perceptions may impact pricing of our range and could influence consumer behaviours to the detriment of one or both precious stones.	The Group regularly reviews its product range to ensure it satisfies consumer demand and offers choices in the markets we operate. This is supported by a long-standing vendor relationships with key jewellery manufacturers and buyers who have global insights and can advise on market trends. Further, the Group has vendor and product strategies focused on market demand, margin management and product education. Both mined and laboratory created diamonds feature in our core range and collections targeted to specific consumer preferences.
Breach of regulation or law in one of our jurisdictions in an increasingly complex compliance environment.	The Group has in-house legal and compliance teams who are focused on compliance in our three markets and utilise external firms for specialised advice when required. Any new legislative requirements or rectification initiatives have dedicated teams focused on ensuring our compliance and training our teams appropriately.
Ability to respond to rapidly changing customer demographics, requirements and behaviours.	The Group regularly conducts range reviews to ensure product mix is on trend and meets customer demands and customer demographics. We are investing in customer and product analytic platforms to better understand our current and future customers and tailoring our channels and product mix to meet the desired customer demands.

DIRECTORS' REPORT, CONTINUED.

NON-IFRS FINANCIAL INFORMATION

This report contains certain non-IFRS financial measures of historical financial performance. Non-IFRS financial measures are financial measures other than those defined or specified under all relevant accounting standards. The measures therefore may not be directly comparable with other companies' measures. Many of the measures used are common practice in the industry in which the Group operates. Non-IFRS financial information should be considered in addition to, and is not intended to be a substitute for, or more important than, IFRS measures. The presentation of non-IFRS measures is in line with Regulatory Guide 230 issued by Australian Securities and Investments Commission (ASIC) to promote full and clear disclosure for investors and other users of financial information, and minimise the possibility of those users being misled by such information.

The measures are used by management and directors for the purpose of assessing the financial performance of the Group and individual segments. The directors also believe that these non-IFRS measures assist in providing additional meaningful information on the drivers of the business, performance and trends, as well as the position of the Group. Non-IFRS financial measures are also used to enhance the comparability of information between reporting periods by adjusting for non-recurring or controllable factors which affect IFRS measures, to aid the user in understanding the Group's performance. Consequently, non-IFRS measures are used by the directors and management for performance analysis, planning, reporting and incentive setting. These measures are not subject to audit.

The non-IFRS measures used in describing the business performance include:

- Comparable EBIT
- Cost Of Doing Business (CODB)
- Gross Margin
- Gross Margin Return On Investment (GMROI)

COMPARABLE EBIT

Comparable EBIT has been calculated as follows:

	2026 \$'000	2025 \$'000
Profit before income tax	17,692	2,193
Finance expenses (excluding interest on lease liabilities)	3,979	5,739
Interest income	(296)	(243)
Impact of AASB16 Leases	(2,322)	(264)
Impact of IFRIC SaaS-related guidance	(2,488)	929
Litigation judgement	(313)	(3,031)
Strategic review and simplification	6,128	-
Brand impairment	-	7,400
Bevilles integration costs	-	1,029
Transition costs	1,088	436
Employee restructure costs	575	1,157
Comparable EBIT	24,043	15,345

ENVIRONMENTAL REGULATIONS AND CLIMATE REPORTING

The Group has determined that its operations are not subject to any particular and significant environmental regulation requiring disclosure in this Directors' Report. The Directors continue to monitor the Group's compliance with applicable environmental laws and regulatory requirements. The Group's FY26 Sustainability Report contains the Group's climate statements prepared in accordance with the Corporations Act 2001 (Cth) and Australian Sustainability Reporting Standard AASB S2 Climate-related Disclosures. The Sustainability Report has been separately released and lodged in accordance with applicable requirements and is available at <https://investor.michaelhill.com/financial-reports/annual-reports>. It includes the directors' declaration and the auditor's report in respect of the Sustainability Report.

Under the Financial Markets Conduct (Climate-related Disclosures for Overseas Climate Reporting Entities) Exemption Notice 2026 (New Zealand) (Notice), Michael Hill International Limited relies on the exemption in clause 6 of the Notice for FY26. The effect of the exemption is that the Company is not required to prepare climate statements under the New Zealand climate-related disclosure regime for FY26. The Group's FY26 Sustainability Report, prepared under the Australian reporting regime, is available at <https://investor.michaelhill.com/financial-reports/annual-reports>.

INFORMATION ON DIRECTORS

Information on the directors of Michael Hill International Limited in office during the financial year and until the date of this report (unless otherwise noted) are set out below.

ROBERT FYFE

CNZM, BE(Hons), DCom,
DistFEngNZ

EXPERIENCE AND DIRECTORSHIPS

Rob was appointed as a director of the Company on 9 June 2016 having previously served as director of Michael Hill's listed entity in New Zealand commencing 6 January 2014. He was appointed Chair of the Board in June 2021. Prior to joining the Company, Rob served as CEO of Air New Zealand between 2005 and 2012, a period that saw a resurgence of Air New Zealand to become one of the most recognised and awarded airlines in the world and one of the best performers in a tough industry. Rob also has extensive general management and board experience in various retail businesses operating in New Zealand, Australia and Great Britain, across sectors including retail banking, telecommunications, pay television, sport, manufacturing and outdoor apparel. In 2015 Rob was awarded an Honorary Doctor of Commerce from University of Canterbury and on New Year's Eve 2020, Rob was appointed as a Companion of the New Zealand Order of Merit for services to business and tourism.

Rob is also a director of Air Canada. He has not had any other directorships of listed entities in the last three years.

SPECIAL RESPONSIBILITIES

Chair

Non-Executive and Independent Director

Member of ARMC

Member of PDRC

DIRECTOR'S INTERESTS IN SHARES AND OPTIONS

1,953,578 Ordinary Shares



SIR RICHARD (MICHAEL) HILL

K.N.Z.M.

EXPERIENCE AND DIRECTORSHIPS

Sir Michael was the founder of Michael Hill, and his visionary leadership laid the foundation for the Company's listing on the New Zealand Stock Exchange (NZX) in 1987 and successful international expansion. Sir Michael's dedication to the jewellery retailing industry and his commitment to excellence was evident throughout his career. He had 23 years of jewellery retailing experience before establishing Michael Hill in 1979, and his strategic decisions and innovative approaches have played a significant role in the growth and success of Michael Hill. Sir Michael led the Group as Chairman from when it listed on NZX in 1987 until 2015, and was appointed a director of the Company on 9 June 2016 until his passing on 29 July 2025. Sir Michael's contribution to both business and the arts has been widely recognised and celebrated. In 2008, he was recognised as Ernst & Young's 'Entrepreneur of the Year' and in 2011 was appointed a Knight Companion of the New Zealand Order of Merit for services to business and the arts. His leadership inspired those within the company and the industry as a whole.

Sir Michael was not a director of any other listed entities and did not have any directorships of listed entities in the last three years.

SPECIAL RESPONSIBILITIES

Non-Executive Director

DIRECTOR'S INTERESTS IN SHARES AND OPTIONS

Nil Ordinary Shares



INFORMATION ON DIRECTORS, CONTINUED.

EMMA HILL

B.Com, M.B.A.

EXPERIENCE AND DIRECTORSHIPS

Emma was appointed as a director of the Company on 9 June 2016 having previously served as director of Michael Hill's listed entity in New Zealand commencing 22 February 2007. She served as Deputy Chair of the Group from 2011 until 2015 and as Chair from 2015 until June 2021. Emma has over 30 years' experience working in various roles within the Group, commencing on the shop floor in Whangarei, New Zealand. She held a number of management positions in the Australian company before successfully leading the expansion of the Group into Canada as Retail General Manager in 2002. Emma holds a Bachelor of Commerce degree and an MBA from Bond University.

Emma is not a director of any other listed entities and has not had any directorships of listed entities in the last three years.

SPECIAL RESPONSIBILITIES

Non-Executive Director
Chair of PDRC

DIRECTOR'S INTERESTS IN SHARES AND OPTIONS

167,487,526 Ordinary Shares



GARY SMITH

B.Com, F.C.A., F.A.I.C.D.

EXPERIENCE AND DIRECTORSHIPS

Gary was appointed as a director of the Company on 24 February 2016 having previously served as director of Michael Hill's listed entity in New Zealand commencing 2 November 2012. Gary has extensive director experience across a range of boards and tourism related industry bodies. He is Chairman of Flight Centre Travel Group Ltd, one of Australia's top public companies and is a member of their Audit and Remuneration sub-committees. He is also a director of the National Roads and Motorists' Association (NRMA) and is a Chartered Accountant and a Fellow of the Australian Institute of Company Directors.

Gary is a director of Flight Centre Travel Group Limited (ASX: FLT). He has not had any other directorships of listed entities in the last three years.

SPECIAL RESPONSIBILITIES

Non-Executive and Independent Director
Chair of ARMC
Member of PDRC

DIRECTOR'S INTERESTS IN SHARES AND OPTIONS

102,000 Ordinary Shares



DAVID WHITTLE

B.A., B.Com

EXPERIENCE AND DIRECTORSHIPS

Dave was appointed as a director of the Company on 2 August 2023. Dave has considerable brand, data, technology, omni-channel retail and digital transformation experience. He is a founder of Lexer, a global AI led software company helping brands and retailers genuinely understand and engage their customers. In 2015, Dave became the youngest ASX 200 non-executive director when he joined the board of Myer (ASX: MYR). Previously, Dave spent 10 years with global advertising group M&C Saatchi in several local and international leadership roles, culminating in three years as Managing Director in Australia. He is currently a non-executive director of Metcash Limited (ASX: MTS) and Challenger Limited (ASX: CGF), and has held several directorships and advisory roles for private, Government and not-for-profit organisations. Dave served as a non-executive director of MYER Holdings Limited from November 2015 until December 2024. He has not had any other directorships of listed entities in the last three years.

SPECIAL RESPONSIBILITIES

Non-Executive and Independent Director
Member of ARMC

DIRECTOR'S INTERESTS IN SHARES AND OPTIONS

70,431 Ordinary Shares



CLAUDIA BATTEN

LLB (Hons), B.Com

EXPERIENCE AND DIRECTORSHIPS

Claudia was appointed as a director of the Company on 30 August 2024. Claudia started her professional career at law firm Russell McVeagh specialising in contract, IP, and technology law before moving to New York in 2002. Claudia was a member of the founding team of Massive Incorporated, a network for advertising in video games which helped pioneer "digital" as a media buy. Massive was sold to Microsoft in 2006, where Claudia spent 3 years scaling the in-game network. In 2009 she co-founded Victors & Spoils, the first advertising agency built on the principles of crowdsourcing which was acquired by French holding company Havas Worldwide just two years later.

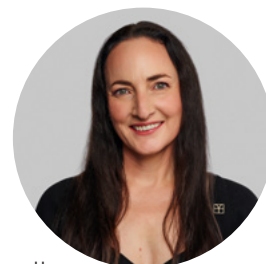
Claudia has been widely recognised for her work supporting the technology and start up scene in New Zealand and spent three years running North American operations for NZTE, supporting disruptive thinking for the growth of NZ exports in North America. Claudia is a graduate of Victoria University of Wellington with degrees in Law (Hons) and Commerce. Claudia is currently a director of Air New Zealand Limited (ASX/NZX: AIZ), Vista Group International Limited (NZX: VGL) and is Chair of Serko Limited (ASX/NZX: SKO). She has not had any other directorships of listed entities in the last three years.

SPECIAL RESPONSIBILITIES

Deputy Chair
Non-Executive and Independent Director
Member of PDRC

DIRECTOR'S INTERESTS IN SHARES AND OPTIONS

Nil Ordinary Shares



INFORMATION ON DIRECTORS, CONTINUED.

ANDREA SLINGSBY

B.A., PPL (HBS)

EXPERIENCE AND DIRECTORSHIPS

Andrea was appointed as an alternate director of the Company on 14 April 2025 and ceased as alternate director on 29 July 2025.

Andrea was then appointed as a director of the Company on 8 September 2025. Andrea has extensive Board governance, C-Suite executive, consulting and advisory experience across a range of industry sectors including global retail. Andrea brings expertise in both domestic and international growth and sustainable scaling of Australian brands such as Flight Centre and Blackmores. Andrea's previous executive roles with the Company include Interim Chief People Officer from August 2018 to December 2018 and Chief Operating Officer from January 2019 to January 2021.

Andrea is currently a director of Prime Financial Group (ASX: PFG). She has not had any other directorships of listed entities in the last three years.

SPECIAL RESPONSIBILITIES

Alternate director to Sir Richard Michael Hill from 14 April 2025 to 29 July 2025

Non-Executive and Independent Director

DIRECTOR'S INTERESTS IN SHARES AND OPTIONS

Nil Ordinary Shares



COMPANY SECRETARY

Kate Palethorpe, who was also the General Counsel of the Group, was appointed to the position of Company Secretary on 18 March 2024 and resigned as Company Secretary on 17 March 2026. Kate is an experienced ASX company secretary and governance professional, starting her career at top-tier law firm Minter Ellison before moving to in-house roles including Aesop, Aussie Farmers Direct and Australian Dairy Nutritionals. Kate holds a Bachelor of Laws (Hons), Bachelor of Science (Biochemistry) (Hons), Graduate Diploma in Legal Practice, and Graduate Diploma of Applied Corporate Governance and Risk Management.

Matthew Kremastos, who also holds the position of Senior Legal Counsel for the Group, was appointed to the position of Company Secretary on 17 March 2026 and resigned as Company Secretary on 2 July 2026. Matthew has been a part of the Michael Hill team since March 2023 and is an experienced senior lawyer. Matthew holds a Bachelor of Laws, Bachelor of Justice (Policing) (Dist), and Graduate Diploma of Legal Practice.

Catherine (Cathy) Hoyle, who also holds the role of General Counsel of the Group, was appointed Company Secretary of the Company on 2 July 2026. Cathy is an experienced General Counsel and Company Secretary with extensive expertise supporting ASX-listed and international organisations. She brings deep capability in ASX Listing Rules compliance, continuous disclosure, board and shareholder governance. Cathy is a practicing Solicitor in New South Wales Australia, a Graduate of the Australian Institute of Company Directors, and holds several degrees including a Master of Laws from the Australian National University.

MEETINGS OF DIRECTORS

The numbers of meetings of the Company's Board of Directors and of each Board committee held during the year ended 28 June 2026, and the numbers of meetings attended by each director were:

	FULL MEETINGS OF DIRECTORS		MEETING OF COMMITTEES			
			Audit and Risk Management		People Development and Remuneration	
	A	B	A	B	A	B
R I Fyfe	8	8	3	4	4	5
Sir R M Hill ^A	1	1	-	-	-	-
E J Hill	8	8	-	-	5	5
G W Smith	7	8	4	4	5	5
D Whittle	8	8	4	4	-	-
C Batten	8	8	-	-	5	5
A Slingsby ^A	6	7	-	-	-	-

A Number of meetings attended.

B Number of meetings held during the time the director held office or was a member of the committee during the year.

^A A Slingsby was appointed as an alternate director to Sir Richard Michael Hill on 14 April 2025 and attended the relevant meeting as his alternate director. A Slingsby was then appointed as a director effective 8 September 2025.

COMMITTEE MEMBERSHIP

As at the date of this report, Michael Hill International Limited has an Audit and Risk Management Committee and a People Development and Remuneration Committee.

AUDIT AND RISK MANAGEMENT COMMITTEE

Gary Smith (Chair)
Robert Fyfe
David Whittle

PEOPLE DEVELOPMENT AND REMUNERATION COMMITTEE

Emma Hill (Chair)
Robert Fyfe
Gary Smith
Claudia Batten



AUDITED REMUNERATION REPORT

The Directors present the 2026 Michael Hill International Limited remuneration report, outlining key aspects of our remuneration policy and framework, and remuneration awarded during FY26. The information provided in this remuneration report has been audited as required by section 308(3C) of the *Corporations Act 2001*.

LETTER FROM THE CHAIR OF THE PEOPLE DEVELOPMENT AND REMUNERATION COMMITTEE

Dear Shareholders,

On behalf of the Board and the People Development and Remuneration Committee (PDRC), I am pleased to present Michael Hill International's FY26 Remuneration Report.

FY26 was shaped by significant leadership and organisational change. The year began with the Board continuing the Chief Executive Officer succession process following the sudden passing of Daniel Bracken in February 2025. In July 2025, the Group also mourned the passing of its Founder and Director, Sir Michael Hill. Their respective contributions and legacies continue to be deeply felt across Michael Hill.

Jonathan Waecker commenced as Chief Executive Officer in August 2025, with a mandate to accelerate performance, simplify execution, and position the group for its next phase of growth. This marked the beginning of a new chapter for the Group.

Following Jonathan's commencement, we reviewed the Group's organisational structure and leadership requirements. This resulted in several changes to the Executive Leadership Team, including the removal of the Chief Retail Officer role and a reduction in the size of the Executive team to sharpen operational focus, clarify accountability, improve transparency and accelerate decision-making across our markets. During the year Elodie Guillaumond joined the Executive as Chief Financial Officer, Tonia Zehrer joined as Chief Product Officer and Tanya Atkinson joined as Executive General Manager Bevilles, all appointments bringing elevated experience and expertise to the Group. With this refreshed Executive team, led by Jonathan, the Board believes the Group has the leadership experience, commercial discipline and customer focus required to improve business performance and deliver sustainable value for shareholders.

These leadership and organisational changes took place against a challenging external backdrop. Across our markets, consumers continued to experience cost-of-living pressures and the lingering effects of elevated inflation and higher interest rates. Geopolitical uncertainty and volatile commodity markets also affected consumer confidence and discretionary spending, creating difficult trading conditions for many retailers, including Michael Hill.

In this environment, the Board remained focused on maintaining financial discipline and ensuring that Executive remuneration continued to be closely linked to company performance, individual accountability and the creation of sustainable long-term shareholder value. In determining remuneration outcomes, the Board considered both the results achieved and the broader experience of shareholders during the year.

FY26 also saw meaningful progress in strengthening our organisational culture and leadership capability throughout the company. Despite the extent of leadership and organisational change, team member engagement increased to 84%. This result demonstrates positive momentum in employee experience, leadership effectiveness, and organisational alignment.

During the year, the PDRC also reviewed the way we communicate remuneration outcomes to shareholders. Following engagement with shareholders and proxy advisors, we have enhanced the transparency of this report by providing greater disclosure of performance measures, incentive outcomes and the relationship between Executive remuneration and company performance. We believe these changes improve the readability of the report and provide shareholders with a clearer understanding of how remuneration decisions are made.

Our remuneration philosophy remains unchanged. We seek to attract and retain talented leaders, reward the achievement of strategic and financial objectives, and ensure a meaningful proportion of Executive remuneration is linked to the delivery of sustainable long-term shareholder value. The Board believes the remuneration outcomes outlined in this report appropriately reflect company performance, Executive accountability, and the broader operating environment experienced during FY26.

On behalf of the PDRC, I extend gratitude to our team members across Australia, New Zealand and Canada for their dedication, resilience and commitment throughout another year of change and opportunity. Their passion for serving our customers and supporting one another continues to be a defining strength of Michael Hill.

Regards,



Emma Hill

Chair of the People Development and Remuneration Committee
Michael Hill International Limited

AUDITED REMUNERATION REPORT, CONTINUED.

REMUNERATION OVERVIEW

This report sets out the remuneration arrangements for Michael Hill International's key management personnel (KMP). Our KMP have the authority and responsibility for planning, directing and controlling the activities of the entity. All KMP listed below have held their positions for the entire reporting period unless indicated otherwise underneath each chart.

Jonathan Waecker commenced as CEO on 27 August 2025. Prior to that time, Andrew Lowe served as the only Executive KMP, holding the roles of Interim CEO and Group CFO. Upon the commencement of Mr. Waecker, Mr. Lowe reverted to his substantive role as Chief Financial and Supply Chain Officer. On the resignation of Mr. Lowe, a thorough search was conducted to find a suitable replacement, with Elodie Guillaumond commencing with the business on 2 February 2026 as Chief Financial Officer.

Name	Position	Commencement as KMP
Non-Executive Directors		
Robert Fyfe	Chair and Non-Executive Director	2016
Claudia Batten	Deputy Chair and Non-Executive Director	2025
Andrea Slingsby ¹	Non-Executive Director	2025
David Whittle	Non-Executive Director	2024
Emma Hill	Non-Executive Director	2016
Gary Smith	Non-Executive Director	2016
Sir Richard Michael Hill ²	Founder and Non-Executive Director	2016
CEO		
Jonathan Waecker ⁵	Chief Executive Officer	2025
Andrew Lowe	Interim CEO and Group CFO	2025
Daniel Bracken ³	Managing Director and Chief Executive Officer	2019
Executive		
Elodie Guillaumond ⁶	Chief Financial Officer	2026
Andrew Lowe ⁴	Interim CEO	2025
	Chief Financial Officer and Supply Chain Officer	2017

¹ Andrea Slingsby was appointed as Non-Executive Director on 8 September 2025.

² Sir Richard Michael Hill ceased as a Director on 29 July 2025.

³ Daniel Bracken ceased as a Director on 26 February 2025.

⁴ Andrew Lowe has held the position of CFO since 2017 and was appointed Interim CEO on 6 March 2025 until 26 August 2025. Mr Lowe resigned the position of Chief Financial and Supply Chain Officer, leaving the business in February 2026.

⁵ Jonathan Waecker commenced as CEO on 27 August 2025.

⁶ Elodie Guillaumond commenced as CFO on 2 February 2026.

PEOPLE DEVELOPMENT AND REMUNERATION COMMITTEE (PDRC)

The primary objective of the People Development and Remuneration Committee (PDRC) is to assist the Board to fulfil its corporate governance and oversight responsibilities in relation to the Company's people strategy including remuneration components, performance measurements and accountability frameworks, recruitment, engagement, retention, talent management and succession planning.

The following Non-Executive Directors are members of the PDRC for the 2026 reporting period:

- Emma Hill - Chair of the PDRC
- Robert Fyfe - Chair of the Board of Directors
- Gary Smith - Chair of the Audit and Risk Committee
- Claudia Batten - Deputy Chair and Committee member

USE OF REMUNERATION CONSULTANTS

The PDRC obtains independent advice every three years to assess the appropriateness of the Group's remuneration practices, having regard to market trends, comparable companies and the objectives of the Group's remuneration strategy. In FY25, the Chair of PDRC engaged PayIQ to benchmark Executive team remuneration and review Short Term and Long Term bonus frameworks compared to market peers. Following this review, the Board approved changes to the Executive KMP remuneration framework for FY26 to more closely align with market practice and the Company's pay-for-performance philosophy.

The revised framework increased the proportion of remuneration delivered through at-risk and deferred incentives while reducing the proportion of fixed remuneration. STI design changes included a modest increase in target incentive opportunity and a reduction in the maximum STI payout from 200% to 150% of target for CEO and CFO. To strengthen alignment with business financial performance, the weighting of Financial KPIs increased from 60% to 70% of the STI scorecard.

Consistent with the objective of increasing executive alignment with long-term shareholder outcomes, LTI opportunity was increased to 105% of fixed remuneration for CEO and to 50% for CFO. Collectively, these changes ensured that KMP reward was aligned with company performance and shareholder value creation.

The engagement of PayIQ was done directly with the Chair of PDRC, providing assurance to the Board that the advice provided by PayIQ was provided free from undue influence by the members of the key management personnel to whom the recommendation relates.



AUDITED REMUNERATION REPORT, CONTINUED.

REMUNERATION FRAMEWORK

Our remuneration philosophy is guided by our vision to make modern luxury accessible. The structure of compensation is designed with a mix of market competitive fixed remuneration, short-term incentives (STIs) which reward annual performance and long-term incentives (LTIs) to align financial performance and shareholder value creation.

OUR VALUES

WE CARE

•

WE ARE PROFESSIONAL

•

WE ARE INCLUSIVE AND DIVERSE

•

WE CREATE OUTSTANDING EXPERIENCES

OUR REMUNERATION PHILOSOPHY

ATTRACT, MOTIVATE AND RETAIN HIGH QUALITY AND
HIGH PERFORMING EXECUTIVE TALENT

•

REWARD THE ACHIEVEMENT OF STRATEGIC OBJECTIVES

•

ALIGN TO SHAREHOLDER VALUE CREATION

OUR REMUNERATION FRAMEWORK – FY26

	FIXED REMUNERATION	SHORT-TERM INCENTIVE (STI)	LONG-TERM INCENTIVE (LTI)
How is it set?	Fixed Remuneration is set with reference to market competitive rates in comparative companies for similar positions, adjusted to account for the experience, ability and effectiveness of the individual Executive.	Executives participate in the Group's STI program prioritising Board approved On-Target and Outperformance Targets.	The Company has established an LTI plan as deferred compensation.
How was it delivered?	Base salary plus any fixed elements including superannuation and leave entitlements.	Cash for On-Target performance and for Outperformance.	An annual issue of share rights is made to Executive KMP. The rights vest at the end of the relevant performance period if certain performance hurdles and vesting conditions are met. Under the LTI Plan Rules, the Board also has discretion to settle an issue of vested shares via an equivalent cash payment.
What is the objective?	Attract and retain key Executive talent.	Drive annual profit growth and align Executive reward with achievement of performance targets that underpin Group strategy and drive shareholder value creation.	Reward Executives for sustainable long term growth aligned to shareholders' interests.

RELATIONSHIP OF REMUNERATION TO GROUP PERFORMANCE

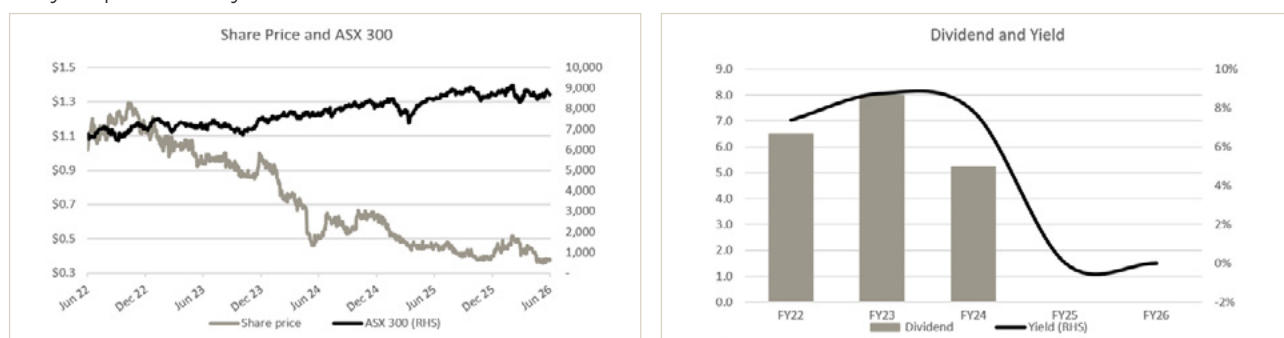
The remuneration framework operates to create a clear link between Executive remuneration and the Group's performance. The overall level of remuneration takes into consideration the performance of the Group over several years. The performance of the Group over the past five years is summarised below:

	2026	2025	2024	2023	2022
Revenue (\$'000)	655,679	643,655	644,929	629,562	595,210
Comparable EBIT* (\$'000)	24,043	15,345	15,898	58,889	62,870
Profit for the year attributable to owners of the Company (\$'000)	9,995	2,099	(479)	35,182	46,712
Earnings per share (cents)	2.60c	0.55c	(0.12c)	9.20c	12.03c
Dividends paid during the financial year ¹ (\$'000)	-	-	20,195	30,719	25,239
Market capitalisation (\$'000)	126,998	159,700	173,081	339,822	361,105
Share price at year end (\$)	0.33	0.42	0.45	0.90	0.93
Compound annual growth rate	(28.4)%	(23.3)%	(18.5)%	(2.2)%	13.9%
Return on average total assets	2.0%	0.4%	(0.1)%	6.7%	9.3%

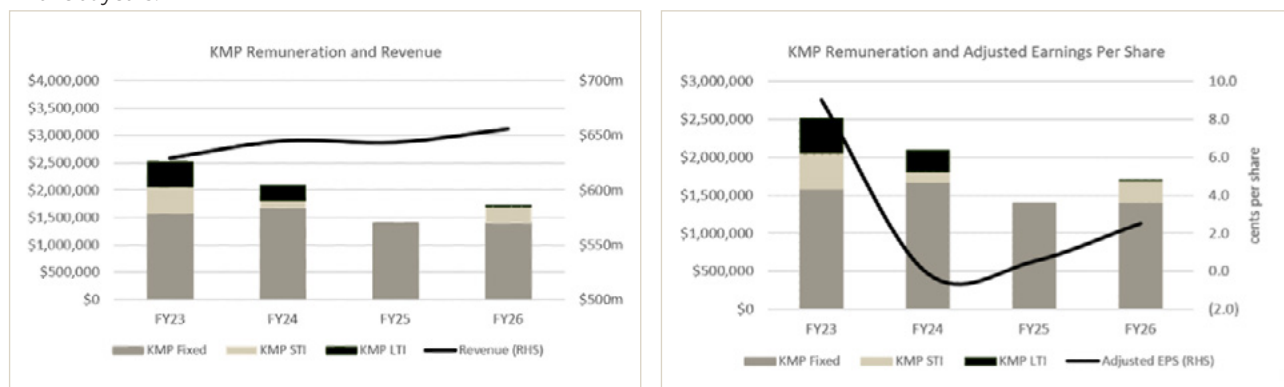
* Comparable EBIT is unaudited Non-IFRS Information. Please refer to unaudited Non-IFRS Information in the Directors' Report for an explanation of unaudited Non-IFRS information and a reconciliation of Comparable EBIT.

¹ The dividends paid in FY22 are the postponed interim dividend for FY21 and the interim dividend for FY22.

The first graph below shows the share price movement compared to the ASX300 whilst the second graph shows the dividend paid and yield per financial year.



The graphs below show the relationship of KMP remuneration to revenue and Adjusted Earnings Per Share¹ for the last four financial years.



¹ Adjusted Earnings Per Share is calculated similarly to statutory Earnings Per Share except EBIT is adjusted to Comparable EBIT as set out in the Directors' Report.

AUDITED REMUNERATION REPORT, CONTINUED.

FY26 EXECUTIVE KEY MANAGEMENT PERSONNEL (KMP) REMUNERATION

As per our Remuneration Policy, formal benchmarking of KMP remuneration is conducted every three years. As noted above, at the end of FY25 PayIQ were engaged to conduct a market review of the Executive remuneration framework including fixed remuneration and the STI and LTI framework. The findings from this activity were used to inform the FY26 KMP remuneration framework.

CEO REMUNERATION

The following table details the nature and amount of CEO remuneration paid over a 5 year period.

Year	CEO	Fixed Pay	STI Earned	LTI Accrued ³	Total
FY26	Jonathan Waecker	717,337	192,606	15,410	925,353
	Andrew Lowe ¹	150,714	-	-	150,714
	Daniel Bracken ²	34,435	-	-	34,435
FY25	Andrew Lowe ¹	252,788	-	-	252,788
	Daniel Bracken ²	756,859	-	(75,076)	681,783
FY24	Daniel Bracken	1,176,765	100,160	150,822	1,427,747
FY23	Daniel Bracken	1,090,437	342,850	290,033	1,723,320
FY22	Daniel Bracken	1,077,552	535,544	156,176	1,769,272

¹ Mr Lowe was Interim CEO from 6 March 2025 to 26 August 2025.

² Personal leave paid to the Estate of Daniel Bracken, paid on probate September 2025. Note the lapsing of FY25 LTIs on a pro rata basis, due to the passing of Daniel the previous year.

³ LTI vests on satisfaction of conditions.

COMPANY PERFORMANCE

Year	Total Shareholder Return (TSR)	Earnings Per Share (EPS)	Dividend Per Share	Share Price
FY26	(0.09)	2.60c	AUD 2.00c	0.33
FY25	(0.04)	0.55c	-	0.42
FY24	(0.39)	(0.12c)	AUD 1.75c	0.45
FY23	0.05	9.20c	AUD 7.50c	0.90
FY22	0.17	12.03c	AUD 7.50c	0.93

REMUNERATION MIX

The total remuneration for Executive KMPs comprises both fixed remuneration and at-risk components in the form of an On-Target and Outperformance STI as well as an LTI opportunity. Maximum STI and LTI incentives are calculated as a percentage of the relevant Executive KMPs fixed remuneration component, with the actual amount awarded to the KMP being subject to the satisfaction of clear and measurable performance conditions. The remuneration mix is designed to compensate KMP in a way that strongly correlates to Group performance. The Outperformance STI gives the KMPs the ability to earn an additional 50% of On-Target STI value, paid in cash. The table below shows how the Executive remuneration is structured, noting ineligibility for Elodie Guillaumond and Andrew Lowe for 2026.

KMP	Fixed Remuneration	Maximum STI	LTI	Total
Jonathan Waecker	35.7%	26.8%	37.5%	100.0%
Elodie Guillaumond	45.5%	27.2%	27.3%	100.0%
Andrew Lowe ²	45.5%	27.2%	27.3%	100.0%

¹ Ms Guillaumond is only eligible to participate in the FY27 STI and FY28 LTI programs.

² Mr Lowe held the role of Interim CEO and CFO from 6th March 2025, returning to his substantive role of Chief Financial and Supply Chain Officer (CFSCO) on 27 August 2025. Mr Lowe subsequently resigned from the business, departing on 17 February 2026. Ms Guillaumond stepped into the CFO role on 2 February 2026.

FIXED REMUNERATION

Fixed remuneration is reviewed annually, and our policy is to consider the consumer price index (CPI), wage price index (WPI) and the Mercer retail increase report in the annual remuneration review. In addition, base remuneration is set with reference to market competitive rates in comparable companies for similar positions adjusted for experience, capability, and effectiveness of the individual KMP. Fixed remuneration includes base salary and superannuation contributions at the rate of the concessional contributions cap.

For the FY26 financial year, the Board approved an uplift of 3% to base remuneration, following a full executive remuneration market review conducted by PayIQ the prior financial year. This increase has been applied effectively from 7 July 2025.

AUDITED REMUNERATION REPORT, CONTINUED.

SHORT-TERM INCENTIVE (STI) SCHEME

The Group's STI program is designed to reward delivery of annual profit targets and ensure achievement of strategic and operational objectives. The maximum STI is calculated as a percentage of the relevant KMP's fixed remuneration component and detailed in performance scorecards set by the PDRC. The scorecards detail the performance targets, indicators, and weightings for each Executive across the key performance areas of Financial, Strategic and Customer. The CEO's scorecard is comprised of core objectives to drive the business forward, and aligned with relevant Executives, who further cascade the STIs throughout the business to drive focused performance.

The STI program is supported by a performance management system giving visibility and transparency of progress by each Executive. Performance against key performance indicators (KPIs) is measured annually but reviewed on an informal basis, in regular meetings and at half-year end.

The STI program in FY26 for KMP was structured as follows:

Performance period	Annual award for Financial, Strategic and Customer KPIs, subject to the Group meeting an annual financial performance hurdle.
Opportunity	CEO – Maximum 75% of Fixed Remuneration comprised of 50% for On-Target performance, and maximum of 75% for Outperformance. CFO and Interim CEO – Maximum 60% of Fixed Remuneration comprised of 40% for On-Target performance, and 60% for Outperformance.
How the STI is paid?	In cash for both On-Target performance and Outperformance.
On-Target performance measures	All On-Target performance subject to financial performance hurdle. Financial KPI 70% weighting. Strategic and Customer KPIs 30% weighting.
Performance measure for Outperformance component	The Incentive payout begins once 90% of Comparable EBIT is achieved, with 100% of the At Target payout made upon reaching Comparable EBIT. For performance exceeding the target, an additional incentive (Outperformance STI) is paid on a linear scale for Comparable EBIT performance between 100% and 150% of the target.
How is STI assessed?	The PDRC reviews the CEO's performance against the performance targets set for that year. The CEO assesses the performance of his direct reports, including the CFO. The PDRC reviews assessed performance for Board endorsement.

STI OUTCOMES

The following tables detail the FY26 scorecard KPIs applied to the current CEO. Note: Ms Guillaumond, current CFO, was not entitled to participate in the FY26 STI program. Ms Guillaumond is eligible to receive a sign-on bonus of \$120,000, payable in August 2026 on completion of 6-months service.

CEO Opportunity	KPI	Threshold	Target	Achieved	Incentive Award
Financial 70%	Group Comparable EBIT	\$24.4m	\$27.1m	\$24.0m	35% Awarded
Strategic 10%	Online Sales growth	Gate opened for KPI awards	+ 10%	+ 10.9%	10% Awarded
Strategic 10%	Bevilles Performance		Budget	Not Achieved	0%
Customer 10%	Brilliance Profit Growth (all segments)		+ 8.4%	+ 14%	10% Awarded
Total 100% opportunity					55% of target awarded

The FY26 result has delivered a 57% uplift in Comparable EBIT compared to prior year, with increased sales and profit across all markets. The Board consider that the Comparable EBIT outcome, alongside the strong cost management focus, delivery of key strategic enablers and the decrease in net debt by 85%, place MHJ in a strong financial position moving into FY27. This result is supported further by the Bevilles delivery during the second half. The Board was accordingly satisfied that the Group's underlying trajectory supported the exercise of discretion to open the gate for eligible Executives, resulting in 55% of STI awarded.

The former Interim CEO and CFO, whose scorecard was comprised of 60% Group Comparable EBIT Target and 40% successful conclusion of the Group's bank refinancing arrangements was not awarded STI as the Comparable EBIT hurdle gate of 90% was not met.

Andrew took carriage of both the CEO and Interim CEO duties during a very difficult time for the business. Prior to his departure Andrew supported the leadership transition and renegotiated the company refinance. In recognition of Andrew's significant contribution, the Board have awarded Mr Lowe with a one-off discretionary payment of \$68,022.

FY26 SHORT TERM INCENTIVE OUTCOMES

	STI at Target		STI Stretch Opportunity		STI Awarded		% of Base Target Awarded	STI forfeited	
	% of Fixed Pay	\$	% of Fixed Pay	\$	% of Fixed Pay	\$	%	% of Fixed Pay	\$
Jonathan Waecker*	50.0%	350,192	75.0%	525,288	27.5%	192,606	55.0%	47.5%	338,682

* Pro-rata

AUDITED REMUNERATION REPORT, CONTINUED.

FY26 LONG TERM INCENTIVE (LTI) FRAMEWORK

The Board has simplified LTI disclosures to clearly show performance hurdles, actual outcomes, and vesting results. This approach improves transparency and readability for shareholders while maintaining all required disclosures.

Instrument	Performance Rights
Performance period	3 years
Measures	Total Shareholder Return (TSR) and Earnings per Share (EPS) – 50% equally
Vesting	Sliding scale between threshold and stretch
Service condition	Participants are required to remain employed by the business in order for Rights to vest to Shares. Where a participant has died, becomes totally and permanently disabled, is retrenched or retires, the number of Rights retained by the participant will be reduced pro-rata (at the Board's discretion) and will be tested in the ordinary course.
Absolute TSR	The Absolute TSR condition requires the Company to achieve a specified level of total shareholder return over the performance period, measured independently of other companies. It is designed to align executive rewards with shareholder outcomes by focusing on absolute value creation through share price growth and dividends.
Normalised EPS	The Normalised EPS condition requires the Company to achieve specified EPS growth over the 3-year performance period. This measure focuses on executives delivering sustainable earnings growth from the underlying business and supports alignment between executive rewards and long-term shareholder value creation.

Absolute TSR 50% Eligibility		Normalised EPS 50% Eligibility	
TSR compound annual growth rate (CAGR)	% Share Rights Vesting	EPS compound annual growth rate (CAGR)	% Share Rights Vesting
Less than 10% TSR CAGR	Nil	Less than 20% EPS CAGR	Nil
Between 10% TSR CAGR and 20% TSR CAGR	10% vesting for each 1% increase in TSR CAGR performance	Between 20% EPS CAGR and 30% EPS CAGR	10% vesting for each 1% increase in EPS CAGR performance
Equal to or above 20% TSR CAGR	100%	Equal to or above 30% EPS CAGR	100%

LTI OUTCOMES

FY26 LTI

Only the CEO was eligible to participate in the FY26 LTI program in accordance with the LTI program detailed in the preceding table. The new CFO, as per her contract of employment, is entitled to a guaranteed LTI grant (in the form of Share Rights) after 18 months of service. For the CEO, the grant of share rights under the FY26 LTI plan was approved by shareholders at the 2025 Annual General Meeting held on 22 October 2025.

FY23 LTI Grant (assessed in FY26)

Performance Measure	Weighting	Threshold	Target	Actual	Vesting Outcome
TSR CAGR	50%	10% CAGR	20% CAGR	(27%)	0%
EPS CAGR	50%	5% CAGR	10% CAGR	(37%)	0%
Total	100%			(64%)	0%

FY23 LTI Grant (assessed in FY26)

Executive	Rights Granted	% of Rights Vested	Rights Vested	Rights Forfeited	Vesting Outcome
Daniel Bracken ¹	906,699	0%	-	750,956	0%
Andrew Lowe	195,411	0%	-	195,411	0%
Total	1,102,110	0%	-	946,367	0%

¹ 155,743 rights were not retained on Daniel's passing, due to a pro-rata of outstanding amounts as per LTI policy.

OTHER BENEFITS

Executive KMP does not receive any additional benefits, such as non-cash benefits, other than superannuation and leave entitlements, as part of the terms and conditions of their appointment. Loans are not provided.

SERVICE CONTRACTS

It is the Group's policy that service contracts for KMP are unlimited but can terminate on six months' notice. Noting that the Group retains the right to terminate a KMP contract immediately, by making payment equal to six months' pay in lieu of notice. KMP are also entitled to receive on termination of employment their statutory entitlements of accrued annual and long service leave, together with any superannuation benefits.

AUDITED REMUNERATION REPORT, CONTINUED.

FY26 NON-EXECUTIVE DIRECTOR REMUNERATION

Total compensation for all Non-Executive Directors, voted upon by shareholders on 14 November 2023, is not to exceed \$1,200,000 per annum. Directors' base fees for FY26 were \$114,118 per annum. The Board Chair receives the base fee twice. The Deputy Board Chair receives a premium on the base fee. Additional fees are paid where a Director is Chair of a committee.

Committee Chair fees	\$
People Development and Remuneration	23,576
Audit and Risk	35,366

It is the Company's policy to undertake an annual review of Non-Executive Director fees, taking into consideration internal market benchmarking, movements in the Consumer Price Index (CPI), and the Wage Price Index (WPI). Following this review, the Board approved an increase of 3% to Non-Executive Director fees for FY26, consistent with the annualised CPI increase for the March 2025 quarter. The fee increase became effective on 7 July 2025.

All non-executive directors enter into a service agreement with the Company in the form of a letter of appointment. The letter contains Board policies and terms, including remuneration, relevant to the office of director. Non-executive directors do not receive performance-related compensation.

Directors' fees cover all main Board activities and membership of committees. Non-executive directors are not provided with retirement benefits apart from statutory superannuation.



DIRECTOR AND EXECUTIVE REMUNERATION OUTCOMES FOR FY26

Details of the nature and amount of each major element of remuneration of each Director of the Company and other KMP of the consolidated entity are:

	Short-term			Long-term	Post-employment	Termination benefits	Share-based payments (share rights)	Total	Proportion remuneration performance related	Value of rights as proportion of remuneration
	Salary & fees*	STI cash bonus	Total	Long service leave	Super-annuation benefits					
Name	\$	\$	\$	\$	\$	\$	\$	\$	%	%
NON-EXECUTIVE DIRECTORS										
Robert Ian Fyfe										
2026	228,238	-	228,238	-	-	-	-	228,238	-	-
2025	225,189	-	225,189	-	-	-	-	225,189	-	-
Claudia Batten										
2026	149,485	-	149,485	-	-	-	-	149,485	-	-
2025**	161,202	-	161,202	-	-	-	-	161,202	-	-
Emma Jane Hill										
2026	137,696	-	137,696	-	-	-	-	137,696	-	-
2025	135,856	-	135,856	-	-	-	-	135,856	-	-
Sir Richard Michael Hill (until his passing on 29 July 2025)										
2026	9,067	-	9,067	-	-	-	-	9,067	-	-
2025	112,594	-	112,594	-	-	-	-	112,594	-	-
Gary Warwick Smith										
2026	133,469	-	133,469	-	16,016	-	-	149,485	-	-
2025	130,017	-	130,017	-	15,114	-	-	145,131	-	-
David Whittle										
2026	111,062	-	111,062	-	3,057	-	-	114,119	-	-
2025	99,257	-	99,257	-	11,538	-	-	110,795	-	-
Andrea Slingsby (appointed 14 April 2025 and resigned 29 July 2025 as Alternative Director and reappointed to Non-Executive Director 8 September 2025)										
2026	101,331	-	101,331	-	12,160	-	-	113,491	-	-
2025	20,880	-	20,880	-	2,442	-	-	23,322	-	-
TOTAL NON-EXECUTIVE DIRECTOR REMUNERATION										
2026	870,348	-	870,348	-	31,233	-	-	901,581	-	-
2025	884,995	-	884,995	-	29,094	-	-	914,089	-	-

* Salary and fees include the net leave entitlement accrual, calculated as leave accrued less leave taken.

** Includes consulting fees.

AUDITED REMUNERATION REPORT, CONTINUED.

Name	Short-term			Long-term	Post-employment	Termination benefits	Share-based payments (share rights)	Total	Proportion remuneration performance related	Value of rights as proportion of remuneration
	Salary & fees*	STI cash bonus	Total	Long service leave	Super-annuation benefits					
	\$	\$	\$	\$	\$	\$	\$	\$	%	%
EXECUTIVE DIRECTOR										
Daniel Bracken**, CEO (until his passing on 26 February 2025)										
2026	33,511	-	33,511	-	924	-	-	34,435	-	-
2025	737,244	-	737,244	-	101,906	19,615	75,076	579,877	-	-12.95%
TOTAL DIRECTOR REMUNERATION										
2026	903,859	-	903,859	-	32,157	-	-	936,016	-	-
2025	1,622,239	-	1,622,239	101,906	48,709	-	75,076	1,493,966	-	-5.03%
EXECUTIVE KMP										
Jonathan Waecker, CEO (commenced 27 August 2025)										
2026	687,337	192,606	879,943	10,923	30,000	-	15,410	936,276	20.6%	1.65%
2025	-	-	-	-	-	-	-	-	-	-
Elodie Guillaumond#, CFO (commenced 2 February 2026)										
2026	233,228	97,702	330,930	3,508	26,308	-	-	360,746	27.1%	-
2025	-	-	-	-	-	-	-	-	-	-
Andrew Lowe, CFO (resigned 17 February 2026)***										
2026	391,704	-	391,704	100,833	19,615	68,022	14,797	363,711	-	-4.07%
2025	656,217	-	656,217	41,398	30,000	-	38,251	765,866	-	4.99%
TOTAL EXECUTIVE KMP REMUNERATION										
2026	1,312,269	290,308	1,602,577	86,402	75,923	68,022	613	1,660,733	17.5%	0.04%
2025	656,217	-	656,217	41,398	30,000	-	38,251	765,866	-	4.99%
TOTAL DIRECTOR AND EXECUTIVE KMP REMUNERATION										
2026	2,216,128	290,308	2,506,436	86,402	108,080	68,022	613	2,596,749	11.2%	0.02%
2025	2,278,456	-	2,278,456	60,508	78,709	-	36,825	2,259,832	-	-1.63%

* Salary and fees include the net leave entitlement accrual, calculated as leave accrued less leave taken.

CFO Elodie Guillaumond is not eligible for the FY26 LTI share offer.

** Paid to the Estate of Daniel Bracken in September 2025 upon finalisation of probate.

*** Andrew Lowe was paid a one-off discretionary payment in recognition of past service. Andrew was entitled to retain a pro-rata portion of unvested share rights, as approved by the Board.

ADDITIONAL STATUTORY INFORMATION

EQUITY INSTRUMENTS

All options or rights refer to options or rights over ordinary shares of Michael Hill International Limited, which are exercisable on a one-for-one basis under the Company's Equity Incentive Plan (Plan).

MODIFICATION OF TERMS OF EQUITY-SETTLED SHARE-BASED PAYMENT TRANSACTIONS

The terms of the Plan were approved by shareholders at the Company's 2023 Annual General Meeting held on 14 November 2023. The Plan replaced the Group's previous incentive scheme approved by shareholders to address significant changes to the Corporations Act covering employee share schemes. No changes were otherwise made to the terms of the Plan during the reporting period.

The Plan applies to any rights or shares issued after 14 November 2023 as part of the Company's LTI remuneration strategy.

The terms of equity-settled share-based payment transactions (including options and rights granted as compensation to a KMP) entered into prior to 14 November 2023 have not been altered or modified by the Company during the reporting period or the prior period. Upon exercise of any option previously granted with a NZ\$ exercise price, the exercise price will be converted to AU\$ with reference to the Reserve Bank of Australia foreign exchange rate on that date. The exercise price of any future option grants will be set by using the same method, with reference to the Australian Securities Exchange ('ASX').

ANALYSIS OF OPTIONS AND RIGHTS OVER EQUITY INSTRUMENTS GRANTED AS COMPENSATION

No options were granted to KMP as compensation for the financial year.

SHARE RIGHTS

The number of share rights issued to KMP and senior management during FY26 was 2,664,527 share rights. Of these, share rights issued to KMP are set out below. Refer to Note D3 of the accompanying financial report for further details.

	Issued during the year	Fair value per share right
KMP	Number	\$
Jonathan Waecker	2,664,527	0.18

ADDITIONAL STATUTORY INFORMATION, CONTINUED.

RECONCILIATION OF OPTIONS AND SHARE RIGHTS HELD BY KMP

No options are held by KMP. The number of rights over ordinary shares held during the financial year by KMP, including the number issued, vested, exercised and forfeited is set out below.

	Balance at start of the year							Balance at end of the year	
	Vested and Exercisable	Unvested	Issued	Forfeited	Vested	Exercised	Other changes	Vested and Exercisable	Unvested
ANDREW LOWE¹									
FY20 LTI Plan									
Tranche three	-	12,847	-	-	12,847	(12,847)	-	-	-
FY23 LTI Plan									
Single Issue	-	195,411	-	(195,411)	-	-	-	-	-
FY24 LTI Plan									
Single Issue	-	241,871	-	(43,412)	-	-	(198,459)	-	-
FY25 LTI Plan									
Single Issue	-	452,168	-	(222,030)	-	-	(230,138)	-	-
JONATHAN WAECKER*									
FY26 LTI Plan									
Single Issue	-	-	2,664,527	-	-	-	-	-	2,664,527
TOTAL	-	902,297	2,664,527	(460,853)	12,847	(12,847)	(428,597)	-	2,664,527

¹ Ceased as KMP on his resignation on 17 February 2026. Andrew was entitled to retain a pro-rata portion of unvested share rights (FY24 LTI Plan: 198,458, FY25 LTI Plan: 230,138), as approved by the Board.

* Share rights granted to Jonathan Waecker during the reporting period were approved by shareholders at the Company's 2025 AGM as required by ASX Listing Rule 10.14.

SHAREHOLDINGS

The number of ordinary shares held during the financial year by KMP is set out below:

	Balance at start of the year	Received on exercise of rights	Other changes	Balance at end of the year
NON-EXECUTIVE DIRECTORS	Number	Number	Number	Number
Emma Hill	167,487,526	-	-	167,487,526
Sir Richard (Michael) Hill* ¹	148,330,600	-	(148,330,600)	-
Gary Smith	102,000	-	-	102,000
Robert Fyfe	1,953,578	-	-	1,953,578
David Whittle	70,431	-	-	70,431
Claudia Batten	-	-	-	-
Andrea Slingsby	-	-	-	-
NON-DIRECTOR				
Andrew Lowe ²	818,377	12,847	(831,224)	-
Jonathan Waecker	-	-	-	-
Elodie Guillaumond	-	-	-	-

* Includes common shareholding.

¹ Ceased as KMP on his passing on 29 July 2025.

² Ceased as KMP on his resignation on 17 February 2026.

VOTING OF SHAREHOLDERS AT LAST YEAR'S ANNUAL GENERAL MEETING

The Company received 98.37% of "For" votes on its remuneration report for FY25. The Company did not otherwise receive any specific feedback at the AGM or throughout the year on its remuneration practices.

End of remuneration report.

INSURANCE OF OFFICERS AND INDEMNITIES

The Company's Constitution provides that it may indemnify any person who is, or has been, an officer of the Group, including the directors, the Secretaries and other officers, against liabilities incurred whilst acting as such officers to the extent permitted by law. The Company has entered into a Deed of Indemnity, Insurance and Access with each of the Company's directors, Company Secretaries and certain other officers. No director or officer of the Company has received benefits under an indemnity from the Company during or since the end of the year.

The Company has paid a premium for insurance for officers of the Group. This insurance is against a liability for costs and expenses incurred by officers in defending civil or criminal proceedings involving them as such officers, with some exceptions. The contract of insurance prohibits disclosure of the nature of the liability insured against and the amount of the premium paid.

To the extent permitted by law, the Company has agreed to indemnify its auditor, Ernst & Young, as part of the terms of its audit engagement agreement against claims by third parties arising from the audit (for an unspecified amount). No payment has been made to indemnify Ernst & Young during or since the financial year.

NON-AUDIT SERVICES

There were no non-audit services provided by the entity's auditor, Ernst & Young (Australia).

AUDITOR'S INDEPENDENCE DECLARATION

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 (Cth) is included in this report.

ROUNDING OF AMOUNTS

The Company is of a kind referred to in ASIC Legislative Instrument 2016/191, relating to the 'rounding off' of amounts in the Directors' Report. Amounts in the Directors' Report have been rounded off in accordance with the instrument to the nearest thousand dollars, or in certain cases, to the nearest dollar.

This report is made on 28 August 2026 in accordance with a resolution of directors as required by section 298 of the *Corporations Act 2001*.



R I Fyfe

Chair

Brisbane

28 August 2026



Ernst & Young
111 Eagle Street
Brisbane QLD 4000 Australia
GPO Box 7878 Brisbane QLD 4001

Tel: +61 7 3011 3333
Fax: +61 7 3011 3100
ey.com/au

Auditor's independence declaration to the directors of Michael Hill International Limited

As lead auditor for the audit of the financial report of Michael Hill International Limited and for the review of the selective sustainability information in the sustainability report for the financial year ended 28 June 2026, I declare to the best of my knowledge and belief, there have been:

- a. No contraventions of the auditor independence requirements of *the Corporations Act 2001* in relation to the audit and review;
- b. No contraventions of any applicable code of professional conduct in relation to the audit and review; and
- c. No non-audit services provided that contravene any applicable code of professional conduct in relation to the audit and review.

This declaration is in respect of Michael Hill International Limited and the entities it controlled during the financial year.

Ernst & Young

Rebecca Burrows
Partner
28 August 2026



FINANCIAL STATEMENTS

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

CONSOLIDATED STATEMENT OF PROFIT OR LOSS	Notes	2026 \$'000	2025 \$'000
Revenue from contracts with customers	A2	655,679	643,655
Other income		3,130	1,901
Cost of goods sold		(259,338)	(254,217)
Employee benefits expense	D1	(183,163)	(179,707)
Occupancy costs		(16,111)	(15,055)
Marketing expenses		(35,991)	(37,455)
Selling expenses		(25,333)	(24,796)
Impairment of property, plant and equipment and other assets		(2,347)	(2,841)
Impairment of intangible assets	F5	-	(7,400)
Depreciation and amortisation expense	F1	(63,006)	(65,536)
Loss on disposal of property, plant and equipment and intangibles		(3,642)	(518)
Administrative expenses		(17,728)	(18,596)
Other expenses		(20,753)	(20,335)
Finance expenses	F1	(13,705)	(16,907)
Profit before income tax		17,692	2,193
Income tax expense	F8	(7,697)	(94)
Profit for the year		9,995	2,099

OTHER COMPREHENSIVE INCOME	Notes	2026 \$'000	2025 \$'000
Item that may be reclassified subsequently to profit or loss:			
Currency translation differences arising during the year		(7,353)	1,301
Other comprehensive income for the year, net of tax		(7,353)	1,301
Total comprehensive income for the year		2,642	3,400
Total comprehensive income for the year is attributable to:			
Owners of Michael Hill International Limited		2,642	3,400

EARNINGS PER SHARE FOR PROFIT/(LOSS) ATTRIBUTABLE TO THE ORDINARY EQUITY HOLDERS OF THE COMPANY:	Notes	2026 cents	2025 cents
Basic earnings per share	F2	2.60	0.55
Diluted earnings per share	F2	2.52	0.53

The above Consolidated Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

ASSETS	Notes	2026 \$'000	2025 \$'000
CURRENT ASSETS			
Cash and cash equivalents	B1	14,461	10,248
Trade and other receivables	F3	14,669	14,653
Inventories	A3	189,742	199,099
Current tax receivables		2,014	7,419
Contract assets	A2	436	438
Other current assets		6,981	6,217
Total current assets		228,303	238,074
NON-CURRENT ASSETS			
Trade and other receivables	F3	1,471	1,232
Right-of-use assets	A4	109,800	121,470
Property, plant and equipment	F4	50,995	52,938
Intangible assets	F5	41,262	47,463
Deferred tax assets	F8	53,149	56,911
Contract assets	A2	61	123
Other non-current assets		190	184
Total non-current assets		256,928	280,321
Total assets		485,231	518,395
LIABILITIES			
CURRENT LIABILITIES			
Trade and other payables	F6	81,497	68,685
Lease liabilities	A4	35,901	38,784
Contract liabilities	A2	14,980	16,785
Provisions	F7	10,127	10,215
Current tax liabilities		172	827
Deferred revenue		322	270
Total current liabilities		142,999	135,566
NON-CURRENT LIABILITIES			
Lease liabilities	A4	90,568	102,601
Contract liabilities	A2	49,150	49,984
Borrowings	B2	20,000	52,100
Provisions	F7	9,398	7,525
Total non-current liabilities		169,116	212,210
Total liabilities		312,115	347,776
Net assets		173,116	170,619
EQUITY			
Contributed equity	F10	12,858	12,850
Reserves		(6,056)	1,450
Retained profits		166,314	156,319
Total equity		173,116	170,619

The above Consolidated Statement of Financial Position should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

ATTRIBUTABLE TO OWNERS OF MICHAEL HILL INTERNATIONAL LIMITED	Notes	Contributed Equity	Share Based Payments Reserve	Foreign Currency Translation Reserve	Retained Profits	Total Equity
		\$'000	\$'000	\$'000	\$'000	\$'000
Balance at 30 June 2024		12,763	1,078	(1,180)	154,220	166,881
Profit for the year		-	-	-	2,099	2,099
Currency translation differences		-	-	1,301	-	1,301
Total comprehensive income/(loss) for the year		-	-	1,301	2,099	3,400
Transactions with members in their capacity as owners:						
Issue of share capital on exercise of share rights	F10	87	(87)	-	-	-
Share-based payments expense	D1	-	338	-	-	338
		87	251	-	-	338
Balance at 29 June 2025		12,850	1,329	121	156,319	170,619
Profit for the year		-	-	-	9,995	9,995
Currency translation differences		-	-	(7,353)	-	(7,353)
Total comprehensive income/(loss) for the year		-	-	(7,353)	9,995	2,642
Transactions with members in their capacity as owners:						
Issue of share capital on exercise of share rights	F10	8	(8)	-	-	-
Share-based payments expense	D3	-	(145)	-	-	(145)
		8	(153)	-	-	(145)
Balance at 28 June 2026		12,858	1,176	(7,232)	166,314	173,116

The above Consolidated Statement of Changes in Equity should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF CASH FLOWS

CASH FLOWS FROM OPERATING ACTIVITIES	Notes	2026 \$'000	2025 \$'000
Receipts from customers (inclusive of GST and sales taxes)		741,243	726,427
Payments to suppliers and employees (inclusive of GST and sales taxes)		(588,862)	(603,363)
		152,381	123,064
Interest received		296	243
Other revenue received		177	647
Interest paid		(3,584)	(5,247)
Leasing interest paid		(9,726)	(11,167)
Income tax received/(paid)		324	(11,699)
Net GST and sales taxes paid		(40,743)	(40,770)
Net cash inflow from operating activities	B1	99,125	55,071
CASH FLOWS FROM INVESTING ACTIVITIES			
Payments for property, plant and equipment		(12,853)	(8,787)
Payments for intangible assets		(1,328)	(1,343)
Net cash (outflow) from investing activities		(14,181)	(10,130)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from borrowings		100,500	69,400
Repayment of borrowings		(132,600)	(76,200)
Principal portion of lease payments		(47,965)	(48,067)
Net cash (outflow) from financing activities		(80,065)	(54,867)
Net increase/(decrease) in cash and cash equivalents		4,879	(9,926)
Cash and cash equivalents at the beginning of the financial year		10,248	20,174
Effects of exchange rate changes on cash and cash equivalents		(666)	-
Cash and cash equivalents at the end of the financial year	B1	14,461	10,248

The above Consolidated Statement of Cash Flows should be read in conjunction with the accompanying notes.

NOTES TO THE FINANCIAL STATEMENTS

CORPORATE INFORMATION

The consolidated financial statements of Michael Hill International Limited and its subsidiaries (collectively, the Group) for the 52 weeks ended 28 June 2026 were authorised for issue in accordance with a resolution of the directors on 28 August 2026. Michael Hill International Limited (the Company or Parent) is a for profit company limited by shares incorporated in Australia.

The Company is listed on the Australian Securities Exchange ('ASX') as its primary listing, and maintains a secondary listing on the New Zealand Stock Exchange ('NZX').

A. FINANCIAL OVERVIEW

A1. SEGMENT INFORMATION

Management have determined the operating segments based on the reports reviewed by the Board and Executive Management team (Chief Operating Decision Makers (CODM)) that are used to make strategic decisions. The Board and Executive Management team consider, organise and manage the business primarily from a geographic perspective, being the country of origin where the sale and service was performed.

The amounts provided to the Board and Executive Management team in respect of total assets and liabilities are measured in a manner consistent with the financial statements. These reports do not allocate total assets or total liabilities based on the operations of each segment or by geographical location.

The Group's operations are in three geographical segments: Australia, Canada and New Zealand.

The Corporate segment includes revenue and expenses that do not relate directly to the relevant Michael Hill Group retail segments. These predominately relate to refining income, head office staff sales, corporate costs and Australian based support costs, but also include manufacturing activities, warehouse and distribution, interest and company tax. Inter-segment pricing is at arm's length or market value and inter-segment revenue is eliminated on consolidation.

TYPES OF PRODUCTS AND SERVICES

Michael Hill International Limited and its controlled entities operate predominately in the sale of jewellery and related services.

MAJOR CUSTOMERS

Michael Hill International Limited and its controlled entities sell goods and provide services to a number of customers from which revenue is derived. There is no single customer from which the Group derives more than 10% of total consolidated revenue.

SEGMENT RESULTS

The CODM assesses the performance of the Group's operating segments based on Comparable EBIT.

NOTES TO THE FINANCIAL STATEMENTS

A1. SEGMENT INFORMATION, CONTINUED.

	Reportable Segments				
	Australia	Canada	New Zealand	Corporate	Group pre-adjustments
Year ended 28 June 2026	\$'000	\$'000	\$'000	\$'000	\$'000
Revenue from external customers	371,787	186,337	97,125	430	655,679
Gross Profit	225,826	112,523	56,389	2,240	396,978
Operating expenses	(176,563)	(82,113)	(41,002)	(47,066)	(346,744)
Depreciation and amortisation	(12,993)	(6,848)	(3,220)	(3,130)	(26,191)
Comparable EBIT	36,270	23,562	12,167	(47,956)	24,043
Adjusted for:					
Employee restructure costs					(575)
Transition costs					(1,088)
Strategic review & simplification					(6,128)
Litigation judgement					313
Impact of IFRIC SaaS guidance					2,488
Impact of AASB 16 Leases					2,322
Interest income					296
Finance expenses (excluding interest on lease liabilities)					(3,979)
Group net profit before tax					17,692
Year ended 29 June 2025*					
Revenue from external customers	362,646	179,798	99,429	1,782	643,655
Gross Profit	215,446	108,034	57,954	8,004	389,438
Operating expenses	(175,072)	(80,064)	(41,748)	(50,161)	(347,045)
Depreciation and amortisation	(13,387)	(7,102)	(3,710)	(2,849)	(27,048)
Comparable EBIT	26,987	20,868	12,496	(45,006)	15,345
Adjusted for:					
Employee restructure costs					(1,157)
Transition costs					(436)
Bevilles integration costs					(1,029)
Bevilles brand impairment					(7,400)
Litigation judgement					3,031
Impact of IFRIC SaaS guidance					(929)
Impact of AASB 16 Leases					264
Interest income					243
Finance expenses (excluding interest on lease liabilities)					(5,739)
Group net profit before tax					2,193

* The measures disclosed in the prior year have been re-presented in the table above on a consistent basis with the current period.

NOTES TO THE FINANCIAL STATEMENTS

A2. REVENUE

	2026 \$'000	2025 \$'000
Revenue from sale of goods and repair services	626,561	609,597
Revenue from Professional Care Plans (PCP)	27,144	32,030
Interest and other revenue from in-house customer finance program	644	590
Revenue from Lifetime Diamond Warranty (LTDW)	1,330	1,438
Total revenue from contracts with customers	655,679	643,655

DISAGGREGATION OF REVENUE FROM CONTRACTS WITH CUSTOMERS

The Group derives revenue from the transfer of goods and services over time and at a point in time in the following geographical regions:

2026	Australia	Canada	New Zealand	Corporate & other	Total
Timing of revenue recognition	\$'000	\$'000	\$'000	\$'000	\$'000
At a point in time	355,896	177,484	92,752	429	626,561
Over time	15,891	8,853	4,373	1	29,118
	371,787	186,337	97,125	430	655,679

2025	Australia	Canada	New Zealand	Corporate & other	Total
Timing of revenue recognition	\$'000	\$'000	\$'000	\$'000	\$'000
At a point in time	344,392	169,631	93,793	1,780	609,596
Over time	18,254	10,167	5,636	2	34,059
	362,646	179,798	99,429	1,782	643,655

NOTES TO THE FINANCIAL STATEMENTS

A2. REVENUE, CONTINUED.

ASSETS AND LIABILITIES RELATED TO CONTRACTS WITH CUSTOMERS

	2026 \$'000	2025 \$'000
Right of return assets	379	347
Deferred PCP bonuses	118	214
Total contract assets	497	561
Deferred service revenue - PCP	57,301	60,146
Deferred service revenue - Lifetime Diamond Warranty	6,127	5,968
Rights of return liabilities	702	655
Total contract liabilities	64,130	66,769

REVENUE RECOGNISED IN RELATION TO CONTRACT LIABILITIES

The following table shows how much of the revenue recognised in the current reporting year relates to carried-forward contract liabilities and how much relates to performance obligations that were satisfied or partially satisfied in a prior year:

	2026 \$'000	2025 \$'000
Revenue recognised that was included in the contract liability balance at the beginning of the year	21,575	22,404
Impact on revenue recognised relating to performance obligations satisfied in previous years	(1,345)	2,676

Revenue recognition patterns are regularly reassessed based on new and historical trends resulting in remeasurement of revenue recognised in previous years.

ACCOUNTING POLICIES AND SIGNIFICANT ESTIMATES

(i) Sale of goods

Sales of goods are recognised when a Group entity delivers a product to the customer. Retail sales are usually by cash, payment and instalment plans or debit and credit cards. The recorded revenue is the gross amount of sale (excluding taxes), including any fees payable for the transaction and net amounts deferred under AASB15 *Revenue from Contracts with Customers* such as significant financing components and potential customer returns.

(ii) Repair services

Sales of services for repair work performed is recognised in the accounting period in which the services are performed.

(iii) Deferred service revenue and expenses

The Group offers a PCP product which is considered deferred revenue until such time that service has been provided. A PCP is a plan under which the Group offers future services, such as cleaning, repairs and resizing, to customers based on the type of plan purchased. The Group subsequently recognises the income in revenue in the Consolidated Statement of Profit or Loss and Other Comprehensive Income once these services are performed. An estimate based on the timing and quantum of expected services under the plans is used as a basis to establish the amount of service revenue to recognise in the Consolidated Statement of Profit or Loss and Other Comprehensive Income.

(iv) Lifetime Diamond Warranty

LTDW is a warranty provided to customers with the purchase of jewellery items set with a diamond (excluding watches). This has been deemed a service-type warranty and is calculated with reference to the estimated value of service provided to customers and the stand-alone value of customers obtaining the service independently. Income in relation to the LTDW is recognised in line with the estimated pattern of customers utilising this service-type warranty.

A3. INVENTORIES

	2026 \$'000	2025 \$'000
Raw materials	5,243	5,839
Finished goods	179,002	186,775
Packaging and other consumables	5,497	6,485
	189,742	199,099

Finished goods are held at the lower of cost and net realisable value (NRV). During the year, finished goods have been reduced by \$1,382,000 (2025: \$474,000) as a result of the write-down to NRV. This is recognised in cost of goods sold in the Consolidated Statement of Profit or Loss and Other Comprehensive Income. During the year, packaging and other consumables have been reduced by \$1,275,000 (2025: \$553,000) to reflect obsolescence. This is recognised in the Consolidated Statement of Profit or Loss and Other Comprehensive Income in impairment of other assets.

NOTES TO THE FINANCIAL STATEMENTS

A4. LEASES

RIGHT-OF-USE ASSETS		2026 \$'000	2025 \$'000
Right-of-use assets		400,573	374,163
Less: Accumulated depreciation		(290,773)	(252,693)
		109,800	121,470
RECONCILIATION OF RIGHT-OF-USE ASSETS	Notes	2026 \$'000	2025 \$'000
Opening carrying value		121,470	133,988
Additional right-of-use assets relating to leases entered into during the year		29,379	28,386
Lease modifications agreed during the year		9,034	6,458
Depreciation expense	F1	(46,317)	(47,988)
Foreign currency translation		(3,766)	626
Closing carrying value		109,800	121,470
LEASE LIABILITIES		2026 \$'000	2025 \$'000
Current		35,901	38,784
Non-current		90,568	102,601
		126,469	141,385
RECONCILIATION OF LEASE LIABILITIES	Notes	2026 \$'000	2025 \$'000
Opening carrying value		141,385	154,581
Additional lease liabilities entered into during the year		29,503	28,749
Lease modifications agreed during the year		7,665	5,508
Interest expense	F1	9,726	11,167
Lease repayments		(57,815)	(59,234)
Foreign currency translation		(3,995)	614
Closing carrying value		126,469	141,385

The incremental borrowing rate used in determining the lease liability ranged between 3.04% and 9.59% (2025: 2.52% and 10.06%).

NOTES TO THE FINANCIAL STATEMENTS

A4. LEASES, CONTINUED.

ACCOUNTING POLICIES AND SIGNIFICANT JUDGEMENTS

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Group as a lessee

The Group leases property, as well as machinery and office equipment. The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets, which are recognised in the profit or loss. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

Right-of-use assets

The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the lease term.

The right-of-use assets are also subject to impairment. Refer to the accounting policies in Note I1(F).

If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

Lease liabilities

At commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments

that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payment (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

The Group has several lease contracts that include extension options. These options are negotiated by management to provide flexibility in managing the leased-asset portfolio and align with the Group's business needs. Management exercises significant judgement in determining whether these extension options are reasonably certain to be exercised (refer to Note I1).

Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases of property, machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are expensed on a straight-line basis over the lease term.

The expense related to short-term property leases was \$4,084,000 in the current year (2025: \$3,057,000).

NOTES TO THE FINANCIAL STATEMENTS

B. CASH MANAGEMENT

B1. CASH AND CASH EQUIVALENTS

		2026 \$'000	2025 \$'000
Cash at bank and on hand		14,461	10,248
RECONCILIATION OF PROFIT AFTER INCOME TAX TO NET CASH INFLOW FROM OPERATING ACTIVITIES			
	Notes	2026 \$'000	2025 \$'000
Profit/(loss) for the year		9,995	2,099
Adjustment for:			
Depreciation of property, plant and equipment	F4	12,907	13,363
Depreciation of right-of-use assets	A4	46,317	47,988
Amortisation of intangible assets	F5	4,096	4,185
Impairment of property, plant and equipment and other assets		2,347	2,066
Impairment of other intangible assets	F5	-	(97)
Impairment of Bevilles brand intangibles assets	F5	-	7,400
Non-cash employee benefits expense - share-based payments	D3	(145)	338
Make good interest		392	149
Net loss on disposal of non-current assets		3,642	518
Gain on lease modification		(1,369)	-
Net exchange differences		(4,283)	(2,065)
Change in operating assets and liabilities			
(Increase)/decrease in trade and other receivables		(334)	8
(Increase)/decrease in inventories		8,494	(3,274)
(Increase)/decrease in deferred tax assets		3,762	(4,405)
(Increase)/decrease in other non-current assets		53	343
(Increase)/decrease in other current assets		(727)	1,867
Decrease in current tax receivable/(decrease) in current tax liability		4,750	(6,700)
(Decrease)/increase in trade and other payables		12,622	2,445
(Decrease)/increase in provisions		(708)	(5,612)
(Decrease)/increase in contract liabilities		(2,686)	(5,545)
Net cash inflow from operating activities		99,125	55,071

NOTES TO THE FINANCIAL STATEMENTS

B2. BORROWINGS

	2026			2025		
	Current	Non-current	Total	Current	Non-current	Total
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Bank loans	-	20,000	20,000	-	52,100	52,100
Total secured borrowings	-	20,000	20,000	-	52,100	52,100

In December 2025, the Company refinanced its debt facility for an additional availability period of two years, maturing on 31 August 2028. This facility is funded by ANZ Banking Group and Commonwealth Bank of Australia. The financial arrangement is a \$90m core working capital facility that temporarily increases to \$110m each year from 15 September to 14 January, in line with the prior financial year. The CBA facility agreement includes a \$3m contingent liability facility. Each subsidiary of the Group guarantees the Company's obligations under the facility.

The facility also contains terms that are typical for a transaction of this nature including conditions for repayment, financial covenants, guarantee provisions, representations and warranties made by the borrowers, information undertakings, cancellation and termination of the facility and events of default. Refer Note C3 Capital Management.

B3. DIVIDENDS

ORDINARY SHARES	2026 \$'000	2025 \$'000
No final dividend was declared for the year ended 29 June 2025 (2024: no final dividend declared)	-	-
No interim dividend was declared for the year ended 28 June 2026 (2025: no interim dividend declared)	-	-
DIVIDENDS NOT RECOGNISED AT THE END OF THE REPORTING PERIOD	2026 \$'000	2025 \$'000
Since year-end, the Directors have recommended a 2.0 cents (2025: nil) per fully paid share final dividend.	7,697	-
FRANKING AND IMPUTATION CREDITS	2026 \$'000	2025 \$'000
Franking credits available for subsequent reporting periods based on a tax rate of 30.0% (2025: 30.0%)	9,194	16,613
Imputation credits (NZ\$) available for subsequent reporting periods based on New Zealand tax rate of 28.0% (2025: 28.0%)	6,483	4,597

The franking credit amounts represent the balance of the franking account as at the end of the financial year, adjusted for franking credits that will arise from the payment and refund of income tax payable.

The above imputation credit amounts represent the balance of the imputation account as at the end of the financial year, adjusted for imputation credits that will arise from the payment and refund of income tax payable.

The dividend recommended by the Directors since year-end, but not recognised as a liability at year-end, will be partially franked and partially imputed. The impact of this is estimated to be a reduction in the franking credit account of \$1.6m (2025: Nil) and a reduction in the imputation credit of NZ\$1.5m (2025: Nil).

NOTES TO THE FINANCIAL STATEMENTS

C. FINANCIAL RISK MANAGEMENT

C1. FINANCIAL RISK MANAGEMENT

The Group's activities expose it to a range of financial risks, including foreign exchange risk, interest rate risk, credit risk and liquidity risk. The Group's risk management framework is designed to manage financial market volatility and minimise potential adverse effects on the Group's financial performance.

The Group manages its financial risks in accordance with its Treasury Policy. Any derivatives are used exclusively for risk management purposes and not for trading or speculative purposes.

RISK	EXPOSURE ARISING FROM	MEASURE	MANAGEMENT MAY INCLUDE
Market risk			
- foreign exchange	Future commercial transactions Recognised financial assets and liabilities not denominated in AUD	Cash flow forecasting and sensitivity analysis	Forward exchange contracts (FEC)
- interest rate	Long-term borrowings at variable rates	Sensitivity analysis	Interest rate swaps
Credit risk	Cash and cash equivalents and trade receivables	Ageing analysis	Diversification of bank deposits, credit limits and letters of credit
Liquidity risk	Borrowings and other liabilities	Rolling cash flow forecasts	Availability of committed credit lines and borrowing facilities

The Group's overall risk management program includes a focus on financial risk including the unpredictability of financial markets and foreign exchange risk.

The policies are overseen by the Board and executed by management who undertake regular reviews to enable prompt identification of financial risks so that appropriate actions may be taken.

FOREIGN EXCHANGE RISK

Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities that are denominated in a currency that is not the entity's functional currency and net investments in foreign operations.

The Group operates internationally and is exposed to foreign exchange risk arising from various currency exposures, including the purchase of inventory. Where it is considered appropriate, the Group enters into forward foreign exchange contracts to buy specified amounts of various foreign currencies in the future at a pre-determined exchange rate.

The Group currently does not use derivative financial instruments to hedge its exposures to foreign currency risk arising from intercompany loans. Exchange rates and the carrying amounts of the loan are monitored to assess the ongoing impact on the Group's financial performance.

Exposure

The Group's exposure to foreign currency risk at the end of the reporting year, expressed in the presentation currency, was as follows:

	2026					2025				
	USD \$'000	NZD \$'000	CAD \$'000	EUR \$'000	SGD \$'000	USD \$'000	NZD \$'000	CAD \$'000	EUR \$'000	THB \$'000
Cash and cash equivalents	385	-	5	1	-	26	5	10	27	-
Trade receivables	87	24	13	-	-	117	4	30	6	-
Trade payables	(17,273)	(1,888)	-	(1,497)	(256)	(11,495)	(1,455)	(139)	(1,194)	(6,522)
Forward exchange contracts:										
Buy foreign currency	12,090	-	-	2,260	-	6,000	-	-	-	-
Net foreign currency exposure	(4,711)	(1,864)	18	764	(256)	(5,352)	(1,446)	(99)	(1,161)	(6,522)

NOTES TO THE FINANCIAL STATEMENTS

C1. FINANCIAL RISK MANAGEMENT, CONTINUED.

Sensitivity

The following table summarises the sensitivity of the Group's financial assets and financial liabilities to foreign currency risk. The foreign exchange sensitivities are based on the Group's exposure existing at balance date. Sensitivity figures are pre-tax.

	Impact on pre-tax profit		Impact on other components of equity	
	2026	2025	2026	2025
Foreign exchange rate sensitivities	\$'000	\$'000	\$'000	\$'000
AUD increases 10%	667	1,064	-	2,561
AUD decreases 10%	(815)	(1,300)	-	(3,130)

INTEREST RATE RISK

The Group is exposed to interest rate risk principally through cash balances and variable-rate borrowings. Variable-rate borrowings expose the Group to cash flow interest rate risk, while fixed-rate borrowings expose the Group to fair value interest rate risk. 100% (2025: 100%) of the Group's borrowings are variable rate borrowings.

The Group's current external funding arrangement is a working capital facility domiciled in and denominated in Australian dollars, and there is no corporate long-term debt. The Group does not currently use interest rate swaps. At 28 June 2026, the Group had no corporate long-term debt and no interest rate swaps in place (2025: no corporate long-term debt and no interest rate swaps in place). If additional debt facilities are established, including in Canada or New Zealand, the Group may consider the use of interest rate swaps or other appropriate derivative instruments to manage the associated interest rate risk, in accordance with its Treasury Policy.

To manage variable interest rate borrowings risk, the Group may enter into interest rate swaps in which the Group agrees to exchange, at specified intervals, the difference between fixed and variable rate interest amounts calculated by reference to an agreed-upon notional principal amount. At 28 June 2026, the Group had no corporate long term debt and there were no swaps in place (2025: no corporate long term debt and no swaps in place).

The details of the variable rate borrowings outstanding are outlined below.

	28 June 2026		29 June 2025	
	Weighted average interest rate	Balance	Weighted average interest rate	Balance
	%	\$'000	%	\$'000
Bank overdrafts and bank loans	5.53%	20,000	6.48%	52,100
Net exposure to cash flow interest rate risk		20,000		52,100

Sensitivity

Profit or loss is sensitive to higher/lower interest income from cash and cash equivalents as a result of changes in interest rates. All other non-derivative financial liabilities have a contractual maturity of less than 6 months.

	Impact on pre-tax profit		Impact on other components of equity	
	2026	2025	2026	2025
	\$'000	\$'000	\$'000	\$'000
Interest rates - increase by 100 basis points	(55)	(419)	-	-
Interest rates - decrease by 100 basis points	55	419	-	-

NOTES TO THE FINANCIAL STATEMENTS

CREDIT RISK

Credit risk is managed on a Group basis and refers to the risk of a counterparty failing to discharge an obligation. In the normal course of business, the Group incurs credit risk from trade receivables and transactions with financial institutions. The Group places its cash and short term deposits with only high credit quality financial institutions. Sales to retail customers are required to be settled via cash, major credit cards or passed onto various credit providers in each country.

At the reporting date, no material credit risk exposure existed in relation to potential counterparty failure on financial instruments. The Group provides interest-free consumer credit in Canada as a secondary product and the credit risk exposure which exists against this financial instrument is detailed in Note F3. Other than the loss allowance recognised in trade and other receivables in Note F3, no financial assets were impaired or past due. The maximum exposure to credit risk at the end of the reporting year is the carrying amount of each class of financial assets disclosed in Note F3.

LIQUIDITY RISK

The Group maintains prudent liquidity risk management with sufficient cash and the availability of funding through an adequate amount of committed credit facilities.

Financing arrangements

The Group's objectives when managing capital are to ensure sufficient liquidity to support its financial obligations and execute the Group's operational and strategic plans. The Group continually assesses its capital structure and makes adjustments to it with reference to changes in economic conditions and risk characteristics associated with its underlying assets.

In FY26, the Group had access to an overdraft facility and a \$90m core working capital facility that temporarily increases to \$110m each year from 15 September to 14 January, in line with the prior financial year. The following were undrawn from these facilities at the end of the reporting year:

FLOATING RATE	2026 \$'000	2025 \$'000
- Expiring beyond one year (bank overdrafts)	1,818	1,925
- Expiring beyond one year (bank loans)	70,000	37,900
	71,818	39,825

The maturity date of the financing facilities provided to the Group by both Australia and New Zealand Banking Group Limited and Commonwealth Bank of Australia Limited is 31 August 2028.

Maturities of financial liabilities

The tables below analyse the Group's financial liabilities into relevant maturity groupings based on their contractual maturities for:

- all non-derivative financial liabilities, and
- net and gross settled derivative financial instruments for which the contractual maturities are essential for an understanding of the timing of the cash flows.

The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

NOTES TO THE FINANCIAL STATEMENTS

C1. FINANCIAL RISK MANAGEMENT, CONTINUED.

CONTRACTUAL MATURITIES OF FINANCIAL LIABILITIES	Less than 6 months	6-12 months	Between 1 and 2 years	Between 2 and 5 years	Over 5 years	Total contractual cash flow
At 28 June 2026	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Non-derivatives						
Lease liabilities	22,796	20,570	32,536	49,132	36,095	161,129
Trade payables	81,497	-	-	-	-	81,497
Borrowings	553	553	1,106	20,184	-	22,396
Total non-derivatives	104,846	21,123	33,642	69,316	36,095	265,022
Derivatives						
Outward payments FECs	20,792	-	-	-	-	20,792
Inward receipts FECs	(21,238)	-	-	-	-	(21,238)
Net FECs	(446)	-	-	-	-	(446)
At 29 June 2025						
Non-derivatives						
Lease liabilities	25,275	22,173	36,572	54,526	43,285	181,831
Trade payables	68,685	-	-	-	-	68,685
Borrowings	1,688	1,688	52,663	-	-	56,039
Total non-derivatives	95,648	23,861	89,235	54,526	43,285	306,555
Derivatives						
Outward payments FECs	9,188	-	-	-	-	9,188
Inward receipts FECs	(9,166)	-	-	-	-	(9,166)
Net FECs	22	-	-	-	-	22

C2. DERIVATIVE FINANCIAL INSTRUMENTS

The Group is exposed to certain risks relating to its ongoing business operations. The primary risks managed using derivative instruments are foreign currency risk and interest rate risk. The Group does not apply hedge accounting.

C3. CAPITAL MANAGEMENT

For the purpose of the Group's capital management, capital includes issued capital, and all equity reserves attributable to the equity holders of the parent.

The Group actively manages its capital structure, taking account of changes in economic conditions, operational requirements and the financial covenant requirements of its debt facilities.

The Group's objectives when managing capital are to safeguard its ability to continue as a going concern, thereby enabling it to provide returns to shareholders and benefits to other stakeholders, and to maintain an appropriate capital structure that supports an efficient cost of capital.

To maintain or adjust its capital structure, the Group may adjust dividends paid to shareholders, return capital to shareholders, issue new shares or dispose of assets to reduce debt.

The Group's debt facilities, including its working capital facility, are subject to external bank financial covenants. Compliance with these covenants is calculated and reported to the relevant lenders quarterly on a pre-AASB 16 *Leases* basis. The principal covenants relevant to capital management comprise the fixed charge cover ratio, debt-to-EBITDA ratio, gross debt-to-capitalisation ratio and borrowing base ratio. For the purposes of the covenant calculations, net debt comprises interest-bearing loans and borrowings less cash and short-term deposits.

Non-compliance with financial covenants may, unless remedied or waived in accordance with the facility documentation, constitute an event of default. In those circumstances, the lenders may be entitled to declare loans and borrowings immediately due and payable. The Group complied with its financial covenants for all applicable quarterly testing periods up to and including 28 June 2026.

NOTES TO THE FINANCIAL STATEMENTS

D. REWARD AND RECOGNITION

D1. EMPLOYEE BENEFITS

EMPLOYEE BENEFITS	2026 \$'000	2025 \$'000
Employee wages	159,720	156,046
Employee wages on-costs and post-retirement benefits	23,588	23,323
Employee share-based payments expense	(145)	338
	183,163	179,707

D2. KEY MANAGEMENT PERSONNEL

	2026 \$	2025 \$
Short-term employee benefits	2,506,436	2,278,456
Long-term benefits	(86,402)	(60,508)
Post-employment benefits	108,080	78,709
Termination benefits	68,022	-
Share-based payments	613	(36,825)
	2,596,749	2,259,832

D3. SHARE-BASED PAYMENTS

OPTIONS

Options are granted from time to time at the discretion of Directors to senior executives within the Group. Motions to issue options to related parties of Michael Hill International Limited are subject to the approval of shareholders at the Annual General Meeting in accordance with the Company's constitution.

Options are granted under the plan for no consideration. Options expire ten years after granted, vest over five years, are exercisable at any time during the final five years and vesting is subject to remaining employed by the Group.

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

NOTES TO THE FINANCIAL STATEMENTS

D3. SHARE-BASED PAYMENTS, CONTINUED.

	2026		2025	
Set out below are summaries of options granted under the plan:	Average exercise price per option	Number of options	Average exercise price per option	Number of options
Opening balance NZD options	1.17	100,000	1.40	200,000
Expired during the year	1.14	(100,000)	1.63	(100,000)
Closing balance NZD options	-	-	1.17	100,000
Opening balance AUD options	1.56	300,000	1.56	300,000
Closing balance AUD options	1.56	300,000	1.56	300,000

Options outstanding at the end of the year have the following expiry dates and exercise prices:

Grant date	Expiry date	Exercise price	2026	2025
22 January 2016	30 September 2025	NZ\$1.14	-	100,000
22 September 2016	30 September 2026	AU\$2.12	100,000	100,000
5 October 2017	30 September 2027	AU\$1.44	100,000	100,000
22 September 2018	30 September 2028	AU\$1.11	100,000	100,000
			300,000	400,000

The weighted average remaining contractual life of share options outstanding at the end of the period was 1.3 years (2025: 1.8 years).

SHARE RIGHTS

The Company's Equity Incentive Plan was approved by shareholders at the 2023 Annual General Meeting held on 14 November 2023 (Plan). The Plan allows the Board to issue share rights to executive directors, executives and other senior leaders eligible to participate in the Plan.

Each share right represents a right to receive one ordinary share in the Company, subject to the terms and conditions of the Plan including satisfaction of certain performance metrics. An allocation of share rights is made to an eligible participant on an annual basis typically calculated as a percent of the value of their total fixed remuneration. 50% of a participants share rights are allocated to an earnings per share (EPS) performance hurdle and 50% of share rights are allocated to a total shareholder return (TSR) performance

NOTES TO THE FINANCIAL STATEMENTS

hurdle. Vesting of the share rights is subject to the Company achieving a minimum compound annual growth rate (CAGR) in EPS or TSR (as the case requires) over three years (Performance Period). Subject to the participant remaining an employee of the Group at the end of the Performance Period, the share rights vest based on the following vesting schedule:

EPS CAGR	TSR CAGR	VESTING OUTCOME
2023 ISSUE		
Less than 5% CAGR	Less than 10% CAGR	No share rights vest
Between 5% CAGR and <10% CAGR	Between 10% CAGR and <20% CAGR	EPS: 10% of share rights vest for each 1% increase in CAGR TSR: 10% of share rights vest for each 1% increase in CAGR
Equal to or greater than 10% CAGR	Equal to or greater than 20% CAGR	100% of share rights vest
2024 ISSUE		
Less than 5% CAGR	Less than 10% CAGR	No share rights vest
Between 5% CAGR and <10% CAGR	Between 10% CAGR and <20% CAGR	EPS: 20% of share rights vest for each 1% increase in CAGR TSR: 10% of share rights vest for each 1% increase in CAGR
Equal to or greater than 10% CAGR	Equal to or greater than 20% CAGR	100% of share rights vest
2025 AND 2026 ISSUE		
Less than 20% CAGR	Less than 10% CAGR	No share rights vest
Between 20% CAGR and <30% CAGR	Between 10% CAGR and <20% CAGR	EPS: 10% of share rights vest for each 1% increase in CAGR TSR: 10% of share rights vest for each 1% increase in CAGR
Equal to or greater than 30% CAGR	Equal to or greater than 20% CAGR	100% of share rights vest

During the year, the Board agreed to grant 8,325,263 share rights to eligible participants.

	2026		2025	
	Average fair value per share right	Number of share rights	Average fair value per share right	Number of share rights
Opening balance	1.35	8,926,315	1.09	7,434,253
Granted	0.17	8,325,263	0.39	5,943,791
Exercised	0.74	(23,326)	0.44	(195,313)
Forfeited	0.54	(4,308,656)	0.37	(4,256,416)
Closing balance	1.23	12,919,596	1.35	8,926,315

NOTES TO THE FINANCIAL STATEMENTS

D3. SHARE-BASED PAYMENTS, CONTINUED.

The number of share rights in each tranche is based on the prescribed dollar value for each tranche divided by the volume weighted average share price ("VWAP") of Michael Hill International Limited shares over ten trading days following the shares trading subsequent to the final Annual results announcement.

Share rights issued during the current financial year used the Monte Carlo model to determine the fair value of share rights using the following inputs:

	2026	2025
Number of rights	8,325,263	5,943,791
Share price	\$0.33	\$0.59
Annualised volatility	40%	40%
Expected dividend yield	8.5%	5.7%
Risk free rate	3.87%	3.95%
Fair value of share right	\$0.17	\$0.39
	2026	2025
	\$	\$
Expenses arising from share-based payment transactions	(144, 550)	338,479

ACCOUNTING POLICY

Options

The fair value was measured at grant date and is recognised over the period during which the employees become unconditionally entitled to the options. The fair value at grant date for options issued during prior financial years was independently determined using a Binomial option pricing model, which is an iterative model for options that can be exercised at times prior to expiry. The model takes into account the grant date, exercise price, market performance conditions, the impact of dilution, the non-tradeable nature of the option, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk-free interest rate for the term of the option. It also assumes the options will be exercised at the mid-point of the exercise period. The fair value of options granted is recognised as an employee benefits expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the options granted:

- including any market performance conditions (e.g. the entity's share price)
- excluding the impact of any service and non-market performance vesting conditions (e.g. profitability, sales growth targets and remaining an employee of the entity over a specified period), and
- including the impact of any non-vesting conditions (e.g. the requirement for employees to save or holdings shares for a specific period of time).

The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each year, the entity revises its estimates of the number of options that are expected to vest based on the non-market vesting and service conditions. It recognises the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment to equity.

Upon the exercise of options, the balance of the share-based payments reserve relating to those options is transferred to share capital.

Share rights

The fair value of rights granted is recognised as an employee benefit expense with a corresponding increase in equity.

The fair value was measured at grant date and is recognised over the period during which the employees become unconditionally entitled to the rights.

The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each year, the entity revises its estimates of the number of share rights that are expected to vest based on the non-market vesting and service conditions. It recognises the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment to equity.

Upon the exercise of the share rights, the balance of the share-based payments reserve relating to those rights is transferred to share capital.

E. RELATED PARTIES

RELATED PARTY TRANSACTIONS	2026	2025
	\$	\$
Contribution to Michael Hill Violin Charitable Trust ¹	-	36,544

¹ Ceased to be a related party in the current reporting period.

NOTES TO THE FINANCIAL STATEMENTS

F. OTHER INFORMATION

F1. EXPENSES

DEPRECIATION AND AMORTISATION	Notes	2026 \$'000	2025 \$'000
Depreciation on property, plant and equipment		12,593	13,363
Depreciation on right-of-use assets	A4	46,317	47,988
Total depreciation		58,910	61,351
Amortisation on software	F5	4,096	4,185
Total amortisation		4,096	4,185
Total depreciation and amortisation		63,006	65,536

FINANCE COSTS	Notes	2026 \$'000	2025 \$'000
Interest on lease liabilities	A4	9,726	11,167
Bank and interest charges		3,587	5,591
Interest on make good provision		392	149
		13,705	16,907

F2. EARNINGS PER SHARE

RECONCILIATION OF EARNINGS USED IN CALCULATING EARNINGS PER SHARE	2026 \$'000	2025 \$'000
Basic earnings per share		
Profit/(loss) attributable to the ordinary equity holders of the Company used in calculating basic earnings per share	9,995	2,099
Diluted earnings per share		
Profit/(loss) from continuing operations attributable to the ordinary equity holders of the Company	9,995	2,099

WEIGHTED AVERAGE NUMBER OF SHARES USED AS THE DENOMINATOR	2026 Number	2025 Number
Weighted average number of ordinary shares used as the denominator in calculating basic earnings per share	384,837,668	384,744,855
Adjustments for calculation of diluted earnings per share:		
Share rights	11,187,240	8,471,976
Weighted average number of ordinary and potential ordinary shares used as the denominator in calculating diluted earnings per share	396,024,908	393,216,831

Options and share rights granted to employees under the Michael Hill International Limited Employee Option Plan are considered to be potential ordinary shares and have been included in the determination of diluted earnings per share to the extent to which they are dilutive. All options outstanding at financial year end were considered to be anti-dilutive. The options and share rights have been excluded in the determination of basic earnings per share. Details are set out in Note D3.

NOTES TO THE FINANCIAL STATEMENTS

F3. TRADE AND OTHER RECEIVABLES

	2026			2025		
	Current	Non-current	Total	Current	Non-current	Total
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Trade receivables	3,618	-	3,618	3,446	-	3,446
Provision for expected credit loss	(21)	-	(21)	(57)	-	(57)
	3,597	-	3,597	3,389	-	3,389
Canadian in-house customer finance	5,767	1,579	7,346	5,401	1,279	6,680
Provision for expected credit loss	(387)	(107)	(494)	(207)	(47)	(254)
	5,380	1,472	6,852	5,194	1,232	6,426
Sundry debtors	5,692	(1)	5,691	6,070	-	6,070
	14,669	1,471	16,140	14,653	1,232	15,885

Trade receivables

Trade receivables from sales made to customers through third party credit providers are non-interest bearing and are generally on 0 - 30 day terms.

Canadian in-house customer finance

Canadian in-house customer finance debtors represent amounts receivable under the Michael Hill Canadian in-house credit programme, which offers customers interest-free instalment payment plans over terms of 6, 12, 18, or 24 months. The outstanding balance includes both accrued interest and annual fee components, with interest charged only on expiry of the promotional period or instances of customer delinquency.

Sundry debtors

Sundry debtors relates to supplier credits, security deposits, insurance recoveries and other sundry receivables. Based on the credit history of these debtors, it is expected that these amounts will be received when due and no impairment is recognised.

Effective interest rates

All receivables are non-interest bearing except for a small portion of in-house customer finance receivables. In-house customer finance receivables are recognised net of significant financing components determined in accordance with AASB15 *Revenue from Contracts with Customers*.

ECL and risk exposure

An ECL analysis is performed at each reporting date. The maximum exposure to credit risk is the carrying value of in-house customer finance program and trade receivables. The Group does not hold collateral as security. The Group evaluates the concentration of risk with respect to these receivables as low. For further details refer to Note C1.

AGEING OF TRADE RECEIVABLES	2026 \$'000	2025 \$'000
Current	3,527	3,248
< 30 days past due	69	129
30 - 60 days past due	15	35
60+ days past due	7	34
	3,618	3,446

MOVEMENTS IN THE PROVISION FOR ECL OF TRADE RECEIVABLES ARE AS FOLLOWS:	2026 \$'000	2025 \$'000
Opening balance	57	127
Additional provisions recognised	21	57
Net amounts written off	(57)	(127)
Closing balance	21	57

AGEING OF CANADIAN IN-HOUSE CUSTOMER DEBTOR FINANCE	2026 \$'000	2025 \$'000
Current, aged 0 - 30 days	6,713	6,153
Past due, aged 31 - 90 days	278	244
Past due, aged more than 90 days	355	283
	7,346	6,680

NOTES TO THE FINANCIAL STATEMENTS

F3. TRADE AND OTHER RECEIVABLES, CONTINUED.

MOVEMENTS IN THE PROVISION FOR ECL OF CANADIAN IN-HOUSE CUSTOMER DEBTOR FINANCE ARE AS FOLLOWS:	2026 \$'000	2025 \$'000
Opening balance	254	217
Additional provisions recognised	896	895
Net amounts written off	(656)	(858)
Closing balance	494	254

F4. PROPERTY, PLANT AND EQUIPMENT

	Plant and equipment	Fixtures and fittings	Leasehold improvements	Display materials	Total
Notes	\$'000	\$'000	\$'000	\$'000	\$'000
At 30 June 2024					
Cost	45,104	41,086	102,283	10,527	199,000
Accumulated depreciation and impairment	(32,335)	(31,747)	(68,622)	(6,589)	(139,293)
Net book amount	12,769	9,339	33,661	3,938	59,707
Year ended 29 June 2025					
Opening net book amount	12,769	9,339	33,661	3,938	59,707
Exchange difference	57	67	199	20	343
Additions	1,547	3,167	3,858	557	9,129
Disposals	(293)	(167)	(338)	(14)	(812)
Depreciation charge	(3,184)	(2,411)	(6,672)	(1,096)	(13,363)
Impairment write-back/(loss)	(249)	(244)	(1,566)	(7)	(2,066)
Closing net book amount	10,647	9,751	29,142	3,398	52,938
At 29 June 2025					
Cost	44,634	41,991	102,343	10,778	199,746
Accumulated depreciation and impairment	(33,987)	(32,240)	(73,201)	(7,380)	(146,808)
Net book amount	10,647	9,751	29,142	3,398	52,938
At 28 June 2026					
Opening net book amount	10,647	9,751	29,142	3,398	52,938
Exchange difference	(455)	(470)	(1,011)	(149)	(2,085)
Additions	4,826	2,431	5,916	1,732	14,905
Disposals	(553)	(269)	(223)	(401)	(1,446)
Depreciation charge	(3,300)	(2,428)	(6,315)	(864)	(12,907)
Impairment loss	(70)	(50)	(288)	(2)	(410)
Closing net book amount	11,095	8,965	27,221	3,714	50,995
At 28 June 2026					
Cost	42,980	39,147	98,521	10,226	190,874
Accumulated depreciation and impairment	(31,885)	(30,182)	(71,300)	(6,512)	(139,879)
Net book amount	11,095	8,965	27,221	3,714	50,995

NOTES TO THE FINANCIAL STATEMENTS

F4. PROPERTY, PLANT AND EQUIPMENT, CONTINUED.

Impairment loss

As per the Group's accounting policies, the Group impairs assets where the recoverable amount is less than the carrying amount and reverses the impairment if no longer applicable. This also includes assets held at stores facing closure. Any assets held at an impaired store that are able to be redeployed throughout the Group are not impaired.

The Group treats each store as a separate cash-generating unit for impairment testing of property, plant and equipment and right-of-use assets. A review of impairment indicators was performed. Where an indicator was identified a Value in Use "VIU" assessment was performed resulting in an impairment loss being recorded. The accounting policy for this is disclosed in Note I1(F).

Current year

The recoverable amount of each store has been determined based on the value-in-use approach. As a result of the annual impairment assessment performed, a total impairment expense of \$410,000 was recognised in relation to the stores within the Group.

	Australia	Canada	New Zealand	Michael Hill Group
Impairment loss - 2026	306	-	104	410
Impairment loss - 2025	1,296	525	82	1,903

Key assumptions used for value-in-use

The pre-tax discount rates used in determining the recoverable amount ranged between 7.45% and 14.25%, depending on both the geographical segment of the assets and the underlying brand to which the assets are deployed. These assumptions have been used for the analysis of each CGU, in line with the expected long-term inflation of each geographical location and store EBIT with no terminal value.

Impact of possible changes in key assumptions

A reasonably possible change in key assumptions will not lead to a further impairment.

Depreciation methods and useful lives

Depreciation is calculated using the straight-line method to allocate the cost or revalued amounts of the assets, net of their residual values, over their estimated useful lives or, in the case of leasehold improvements and certain leased plant and equipment, the shorter lease term as follows:

- Plant and equipment 4 - 7 years
- Motor vehicles 3 - 5 years
- Fixtures and fittings 6 - 10 years
- Leasehold improvements 6 - 10 years
- Display materials 2 - 5 years

NOTES TO THE FINANCIAL STATEMENTS

F5. INTANGIBLE ASSETS

	Goodwill	Brand, Loyalty Programs & Trademarks	Computer software	Total
Notes	\$'000	\$'000	\$'000	\$'000
At 30 June 2024				
Cost	19,223	20,500	40,001	79,724
Accumulated amortisation and impairment	-	-	(21,921)	(21,921)
Net book amount	19,223	20,500	18,080	57,803
Year ended 29 June 2025				
Opening net book amount	19,223	20,500	18,080	57,803
Exchange difference	-	-	(1)	(1)
Additions	-	-	1,343	1,343
Impairment	-	(7,400)	(97)	(7,497)
Amortisation charge	-	-	(4,185)	(4,185)
Closing net book amount	19,223	13,100	15,140	47,463
At 29 June 2025				
Cost	19,223	20,500	41,326	81,049
Accumulated amortisation	-	(7,400)	(26,186)	(33,586)
Net book amount	19,223	13,100	15,140	47,463
Year ended 28 June 2026				
Opening net book amount	19,223	13,100	15,140	47,463
Additions	-	-	1,328	1,328
Disposals	-	-	(3,433)	(3,433)
Amortisation charge	-	(336)	(3,760)	(4,096)
Closing net book amount	19,223	12,764	9,275	41,262
At 28 June 2026				
Cost	19,223	20,500	37,720	77,443
Accumulated amortisation and impairment	-	(7,736)	(28,445)	(36,181)
Net book amount	19,223	12,764	9,275	41,262

NOTES TO THE FINANCIAL STATEMENTS

F5. INTANGIBLE ASSETS, CONTINUED.

Impairment testing of goodwill and indefinite life intangibles (brand names)

The Group tests goodwill and indefinite life intangibles (brand names) annually for impairment, in accordance with the accounting policy stated in note I1(K). For all cash-generating units (CGUs) which contain goodwill or indefinite life intangibles and all other CGUs which show an indicator of impairment, the recoverable amounts have been determined based on the higher of fair value less costs of disposal or value-in-use calculations.

Goodwill acquired through business combinations is allocated to the group of stores operating in Australia (group of CGUs). The brand intangible asset with an indefinite useful life is allocated to the group of stores operating in Australia (group of CGUs) for which the brand operates.

Current year

Goodwill

There was no impairment of goodwill in the current year.

Indefinite life brand names

The recoverable amount of the Bevilles brand has been determined based on a fair value less costs of disposal, using the income approach (specifically the relief from royalty method), to fair value the brand. As a result of the annual assessment performed, no impairment loss is recognised in relation to the Bevilles brand name. The carrying value of the Bevilles brand remains unchanged at \$11.9m.

BRAND, LOYALTY PROGRAMS & TRADEMARKS	2026 \$'000	2025 \$'000
Bevilles brand	11,929	11,929
Loyalty Programs and Trademarks	1,171	1,171
Total Brand, Loyalty Programs and Trademarks	13,100	13,100

Key assumptions used for value-in-use / fair value less cost to sell calculations

Goodwill

The recoverable amount has been calculated using the value-in-use method. This is a level 3 estimate. A pre-tax discount rate of 10.61% (2025: 7.58%) was applied. For the purposes of impairment testing, a long-term growth rate of 2.5% (2025: 2.4%) was used to extrapolate cash flows beyond the budget period and calculate a terminal value, in line with the Australian expected long-term inflation.

The basis of estimation of the five-year cash flows uses the following key operating assumptions:

- Five-year budgeted EBITDA is based on management's forecasts of revenue;
- Revenue forecasts take into account historical revenue and consider external factors such as market sector and geography; and
- Costs are calculated taking into account historical margins, forecast increases and estimated inflation rates over the period.

NOTES TO THE FINANCIAL STATEMENTS

F5. INTANGIBLE ASSETS, CONTINUED.

Indefinite life brand names

The recoverable amount has been calculated using the fair value less cost of disposal, using the income approach, specifically the relief from royalty method. This is a level 3 estimate. The basis of estimation of the ten-year cash flows uses the following key operating assumptions:

- EBITDA within the assessment period is based on management's forthcoming year budget and subsequent years forecasts of revenue, taking into account the expected growth in the business in the coming years as a result of operational effectiveness and market sentiment of both retail and online operations;
- Revenue forecasts take into account historical revenue and consider external factors such as market sector and geography. These financial revenue estimates are projected for a further nine years based on an average growth rate of 4.97%;
- Costs are calculated taking into account historical margins, forecast increases and estimated inflation rates over the period, consistent with the locations in which Bevilles operate;
- Long-term EBIT margins have been applied to forecasts beyond FY30 ranging from 7.07% to 8.49%;
- A long-term growth rate of 2.50% (2025: 2.50%) has been used to calculate a terminal value; and
- The royalty rate has been applied at 2.20% (2025: 2.4%), indicating the hypothetical royalties the Group would have to pay for the use of the brand asset if it did not own it.

A post-tax discount rate of 14.25% (2025: 13.75%) was applied. The discount rate is based on available market data and data from comparable listed companies within the jewellery industry and is determined using the weighted average cost of capital.

Impact of reasonably possible changes in key assumptions

Goodwill

The carrying value of goodwill is not sensitive to changes in key assumptions.

Indefinite life brand names

The carrying value of the brand approximates its recoverable value. Any adverse change in key assumptions will lead to a further impairment.

F6. TRADE AND OTHER PAYABLES

	2026 \$'000	2025 \$'000
Trade payables	48,128	40,763
Annual leave liability	8,469	8,718
Accrued expenses	3,982	1,527
Consumption taxes payable	4,296	3,174
Other payables	16,622	14,503
	81,497	68,685

F7. PROVISIONS

	2026			2025		
	Current	Non-current	Total	Current	Non-current	Total
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Employee benefits	7,794	1,873	9,667	7,801	2,127	9,928
Assurance-type warranties	1,871	-	1,871	1,678	-	1,678
Make good provision	163	7,525	7,688	244	5,398	5,642
Restructuring costs	299	-	299	492	-	492
	10,127	9,398	19,525	10,215	7,525	17,740

NOTES TO THE FINANCIAL STATEMENTS

F7. PROVISIONS, CONTINUED

	Employee benefits	Assurance- type warranties	Make good provision	Restructuring costs	Total
Movements in provisions	\$'000	\$'000	\$'000	\$'000	\$'000
Opening carrying amount	9,928	1,678	5,642	492	17,740
Changes in provisions recognised	848	194	2,417	300	3,759
Amounts incurred and charged	(950)	-	(228)	(492)	(1,670)
Exchange differences	(159)	(1)	(143)	(1)	(304)
Closing carrying amount	9,667	1,871	7,688	299	19,525

ACCOUNTING POLICIES AND SIGNIFICANT ESTIMATES

Employee benefits

Employee benefits includes provision for long service leave and the provision for remediation. Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting year.

The liability for long service leave 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 using the projected unit credit method.

Make good provision

The Group has an obligation to restore certain leasehold sites to their original condition upon store closure or relocation. This provision represents the present value of the expected future make good commitment. Amounts charged to the provision represent both the cost of make good costs incurred and the costs incurred which mitigate the final liability prior to the closure or relocation.

F8. TAX

INCOME TAX EXPENSE	2026 \$'000	2025 \$'000
Current tax		
Current tax on profits for the year	4,831	4,669
Adjustments for current tax of prior periods	34	(185)
Total current tax expense	4,865	4,484
Deferred income tax		
(Increase)/decrease in deferred tax assets	2,846	(4,348)
Adjustments for deferred tax of prior periods	(35)	185
Rerecognised tax losses utilised during the year	21	(227)
Total deferred tax expense/(benefit)	2,832	(4,390)
Income tax expense	7,697	94

NOTES TO THE FINANCIAL STATEMENTS

F8. TAX, CONTINUED.

NUMERICAL RECONCILIATION OF INCOME TAX EXPENSE TO PRIMA FACIE TAX PAYABLE	2026 \$'000	2025 \$'000
Profit before income tax expense	17,692	2,193
Tax at the Australian tax rate of 30.0% (2025: 30.0%)	5,308	658
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
Non-deductible expenditure/non-assessable income	821	403
Assessable income	2,094	-
	8,223	1,061
Difference in overseas tax rates	(545)	(774)
Adjustments for current tax of prior periods	33	(187)
Adjustments for deferred tax of prior periods	(35)	185
Utilisation of tax losses not recognised	-	(191)
Tax losses not recognised	21	-
Income tax expense at the effective tax rate of 44% (2025: 4%)	7,697	94

UNRECOGNISED POTENTIAL DEFERRED TAX ASSETS	2026 \$'000	2025 \$'000
Unused United States tax losses for which no deferred tax asset has been recognised	35,860	37,922
Potential tax benefit @ 21.0% (2025: 25%)	7,531	9,481
Unused New Zealand tax losses for which no deferred tax asset has been recognised	1,405	1,574
Potential tax benefit @ 28.0% (2025: 28%)	393	441

The unused tax losses incurred in the United States and New Zealand are available indefinitely for offsetting against future taxable profits of the countries in which the losses arose. Deferred tax assets have not been recognised in respect of these losses as it is unknown when the New Zealand losses may be used to offset taxable profits and the United States losses are not expected to be used.

NOTES TO THE FINANCIAL STATEMENTS

F8. TAX, CONTINUED.

DEFERRED TAX BALANCES	2026 \$'000	2025 \$'000
The balance comprises temporary differences attributable to:		
Expected credit loss provision	135	78
Fixed assets and intangibles	11,328	12,935
Intangible assets from intellectual property transfer	12,256	13,837
Deferred expenditure	(34)	(61)
Prepayments	-	16
Deferred service revenue	21	859
Right-of-use assets	(31,842)	(35,363)
Lease liabilities	39,155	44,178
Provisions	13,720	14,343
Unrealised foreign exchange losses	101	(20)
Sundry items	(33)	(26)
Inventories	38	42
Tax losses recognised	8,304	6,093
Net deferred tax assets	53,149	56,911
Expected settlement:		
Deferred tax assets expected to be recovered within 12 months	28,219	32,138
Deferred tax assets expected to be recovered after more than 12 months	24,930	24,773
	53,149	56,911
Movements:		
Opening balance at 30 June 2025	56,911	52,507
Credited/(charged) to the income statement	(2,846)	4,348
Prior year adjustment	35	(185)
Foreign exchange differences	(930)	241
Derecognised tax losses	(21)	-
Closing balance at 28 June 2026	53,149	56,911

F9. AUDITORS' REMUNERATION

During the year the following fees were paid or payable for services provided by the auditor of the parent entity, Michael Hill International Limited, its related practices and non-related audit firms:

ERNST & YOUNG (AUSTRALIA)	2026 \$	2025 \$
Fees for auditing the statutory financial report of the Company and its subsidiaries*	676,636	549,581
Fees for other services:		
Regulatory sustainability report assurance	30,000	-
	706,636	549,581

* Inclusive of the December half-year review

NOTES TO THE FINANCIAL STATEMENTS

F10. CONTRIBUTED EQUITY

SHARE CAPITAL	2026 Shares	2025 Shares	2026 \$'000	2025 \$'000
Ordinary shares - fully paid	384,842,602	384,819,276	12,858	12,850
Total share capital	384,842,602	384,819,276	12,858	12,850

MOVEMENTS IN ORDINARY SHARES	Number of shares	Total \$'000
Opening balance at 1 July 2024	384,623,963	12,763
Rights converted	195,313	87
Balance at 29 June 2025	384,819,276	12,850
Rights converted	23,326	8
Balance at 28 June 2026	384,842,602	12,858

Ordinary shares

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

On a show of hands every holder of ordinary shares present at a meeting in person or by proxy, is entitled to one vote, and on a poll each share is entitled to one vote.

Options

Information relating to the Michael Hill International Employee Option Plan, including details of options issued, exercised and lapsed during the financial year and options outstanding at the end of the financial year, is set out in Note D3.

Rights issue

Information relating to share rights issued under the Company's deferred compensation plan, including details of rights issued, exercised and lapsed during the financial year and rights outstanding at the end of the financial year, is set out in Note D3.

F11. RESERVES

NATURE AND PURPOSES OF OTHER RESERVES

Share-based payments

The share-based payments reserve is used to recognise the value of equity-settled share-based payments provided to employees, including key management personnel, as part of their remunerations. Refer to Note D3 for further details of these plans.

Foreign currency translation

Exchange differences arising on translation of foreign controlled entities are recognised in other comprehensive income as described in Note I1(C) and accumulated in a separate reserve within equity. The cumulative amount is reclassified to profit or loss when the net investment is disposed of.

NOTES TO THE FINANCIAL STATEMENTS

G. GROUP STRUCTURE

G1. INTERESTS IN OTHER ENTITIES

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiaries in accordance with the accounting policy described in Note I1(B):

	Country of incorporation	Ownership interest held by the group	
		2026 %	2025 %
Michael Hill Jeweller (Australia) Pty Ltd	Australia	100	100
Michael Hill Wholesale Pty Ltd	Australia	100	100
Michael Hill Manufacturing Pty Ltd	Australia	100	100
Michael Hill Franchise Pty Ltd	Australia	100	100
Michael Hill Franchise Services Pty Ltd	Australia	100	100
Michael Hill Finance A Ltd Partnership	Australia	100	100
Michael Hill Group Services Pty Ltd	Australia	100	100
Michael Hill Charms Pty Ltd	Australia	100	100
MH Bespoke Diamonds AU Pty Ltd	Australia	100	100
Fine Jewellery Retail AU Pty Ltd	Australia	100	100
Medley Jewellery Pty Ltd	Australia	100	100
Durante Holdings Pty Ltd	Australia	100	100
Michael Hill New Zealand Ltd	New Zealand	100	100
Michael Hill Jeweller Ltd	New Zealand	100	100
Michael Hill Finance (NZ) Ltd	New Zealand	100	100
MHJ (US) Ltd	New Zealand	100	100
Michael Hill Wholesale NZ Ltd	New Zealand	100	100
Michael Hill Jeweller (Canada) Ltd	Canada	100	100
Michael Hill LLC	United States	100	100

G2. DEED OF CROSS GUARANTEE

Pursuant to ASIC Class Order 2016/785, the Australian wholly-owned subsidiaries listed below are relieved from the *Corporations Act 2001* requirements for preparation, audit and lodgement of financial reports and directors' report in Australia.

The subsidiaries subject to the deed are: Durante Holdings Pty Ltd, Michael Hill Group Services Pty Ltd, Michael Hill Jeweller (Australia) Pty Ltd, Michael Hill Manufacturing Pty Ltd, Michael Hill Wholesale Pty Ltd, Michael Hill Franchise Services Pty Ltd, Michael Hill Franchise Pty Ltd, Michael Hill New Zealand Ltd, Michael Hill Jeweller Ltd, Michael Hill Finance (NZ) Ltd, MH Bespoke Diamonds AU Pty Ltd, Michael Hill Charms Pty Ltd, Fine Jewellery Retail AU Pty Ltd, Medley Jewellery Pty Ltd, Michael Hill Online Holdings Ltd and Michael Hill Wholesale NZ Limited.

The Class Order requires the Parent Company and each of the subsidiaries to enter into a Deed of Cross Guarantee. The effect of the deed is that the Company guarantees each creditor payment in full of any debt in the event of winding up of any of the subsidiaries under certain provisions of the *Corporations Act 2001*. If a winding up occurs under other provisions of the *Corporations Act 2001*, the Company will only be liable in the event that after six months any creditor has not been paid in full. The subsidiaries have also given similar guarantees in the event that the Company is wound up.

The above companies represent a Closed Group for the purposes of the Class Order and, as there are no other parties to the Deed of Cross Guarantee that are controlled by Michael Hill International Limited, they also represent the Extended Closed Group.

NOTES TO THE FINANCIAL STATEMENTS

G2. DEED OF CROSS GUARANTEE, CONTINUED.

CONSOLIDATED STATEMENT OF PROFIT OR LOSS, STATEMENT OF COMPREHENSIVE INCOME AND SUMMARY OF MOVEMENTS IN CONSOLIDATED RETAINED EARNINGS

Set out below is a consolidated statement of profit or loss, a consolidated statement of comprehensive income and a summary of movements in consolidated retained earnings for the year ended 28 June 2026 of the closed group consisting of Michael Hill International Limited and the entities noted above.

CONSOLIDATED STATEMENT OF PROFIT OR LOSS	2026 \$'000	2025 \$'000
Revenue from sales of goods and services	469,341	463,867
Other income	17,942	14,056
Cost of goods sold	(188,373)	(184,452)
Employee benefits expense	(144,790)	(141,275)
Occupancy costs	(10,270)	(9,765)
Marketing expenses	(25,692)	(27,459)
Selling expenses	(15,336)	(15,889)
Administrative expenses	(13,390)	(14,237)
Impairment of intangible assets	-	(7,400)
Depreciation and amortisation expense	(51,104)	(52,701)
Loss in disposal of property, plant and equipment	(3,591)	(188)
Other expenses	(17,589)	(19,481)
Finance costs	(10,741)	(13,563)
Profit/(loss) before income tax	6,407	(8,487)
Income tax (expense)/benefit	(4,118)	2,683
Profit/(loss) for the year	2,289	(5,804)

OTHER COMPREHENSIVE INCOME	2026 \$'000	2025 \$'000
Items that may be reclassified to profit or loss		
Exchange differences on translation of foreign operations	(6,365)	1,784
Other comprehensive income/(loss) for the period, net of tax	(6,365)	1,784
Total comprehensive income/(loss) for the year	(4,076)	(4,020)

STATEMENT OF CHANGES IN EQUITY	2026 \$'000	2025 \$'000
Equity at the beginning of the financial year	407,346	411,028
Total comprehensive income/(loss)	(4,076)	(4,020)
Share rights through share-based payments reserve	(145)	338
Total equity at the end of the financial year	403,125	407,346

NOTES TO THE FINANCIAL STATEMENTS

G2. DEED OF CROSS GUARANTEE, CONTINUED.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

Set out below is a consolidated statement of financial position as at 28 June 2026 of the Closed Group consisting of Michael Hill International Limited and the entities noted above.

CURRENT ASSETS	2026 \$'000	2025 \$'000
Cash and cash equivalents	8,321	6,264
Trade receivables	7,474	7,964
Inventories	139,905	148,674
Other current assets	5,863	5,630
Current tax asset	1,790	7,238
Total current assets	163,353	175,770
NON-CURRENT ASSETS		
Property, plant and equipment	37,639	40,327
Right-of-use assets	89,239	98,623
Investments in subsidiaries	23,651	44,521
Loans to related parties	249,243	234,166
Other non-current assets	237	271
Intangible assets	41,262	47,463
Deferred tax assets	48,172	50,665
Total non-current assets	489,443	516,036
Total assets	652,796	691,806
CURRENT LIABILITIES		
Trade and other payables	60,308	52,903
Lease liabilities	26,749	28,495
Contract liabilities	10,443	11,742
Provisions	9,517	9,603
Total current liabilities	107,017	102,743
NON-CURRENT LIABILITIES		
Lease liabilities	76,626	85,477
Contract liabilities	36,630	36,615
Provisions	9,398	7,525
Borrowings	20,000	52,100
Total non-current liabilities	142,654	181,717
Total liabilities	249,671	284,460
Net assets	403,125	407,346
EQUITY		
Contributed equity	297,318	297,310
Reserves	7,927	14,443
Retained profits	97,880	95,593
Total equity	403,125	407,346

NOTES TO THE FINANCIAL STATEMENTS

G3. PARENT ENTITY FINANCIAL INFORMATION

SUMMARY FINANCIAL INFORMATION

The individual financial statements for Michael Hill International Limited (the Parent) show the following aggregate amounts.

STATEMENT OF FINANCIAL POSITION	2026 \$'000	2025 \$'000
Current assets	144	158
Non-current assets	369,015	349,603
Total assets	369,159	349,761
Net assets	369,159	349,761
Issued capital	293,070	292,993
Reserves	32,050	32,272
Retained earnings	44,039	24,496
Total equity	369,159	349,761

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME	2026 \$'000	2025 \$'000
Profit/(loss) for the year	19,543	(4,332)
Total comprehensive profit/(loss)	19,543	(4,332)

GUARANTEES ENTERED INTO BY THE PARENT ENTITY

The Parent has issued the following guarantees in relation to the debts of its subsidiaries:

- (i) Pursuant to Class Order 2016/785, Michael Hill International Limited and the subsidiaries listed below entered into a deed of cross guarantee on 30 June 2016. The effect of the deed is that Michael Hill International Limited has guaranteed to pay any deficiency in the event of winding up of any controlled entity or if they do not meet their obligations under the terms of overdrafts, loans, leases or other liabilities subject to the guarantee. The controlled entities have also given a similar guarantee in the event that Michael Hill International Limited is wound up or if it does not meet its obligations under the terms of overdrafts, loans, leases or other liabilities subject to the guarantee.
- (ii) Refer to Note G2 for subsidiaries subject to the deed.

CONTINGENT LIABILITIES OF THE PARENT ENTITY

The Parent entity had no material contingent liabilities as at balance date.

H. UNRECOGNISED ITEMS

H1. CONTINGENCIES AND COMMITMENTS

CONTINGENT LIABILITIES

From time to time, Companies within the Group are party to various legal actions as well as inquiries from regulators and government bodies that have arisen in the normal course of business. The Directors have given consideration to such matters which are or may be subject to claims or litigation at year end and are of the opinion that that any liabilities arising over and above already provided in the financial statements from such action would not have a material effect on the Group's financial performance.

The Group had no material contingent liabilities as at balance date (2025: Nil).

NOTES TO THE FINANCIAL STATEMENTS

H1. CONTINGENCIES AND COMMITMENTS, CONTINUED.

CONTINGENT ASSETS

The Group has no material contingent assets existing as at balance date (2025: Nil).

COMMITMENTS

The following sets out the various lease contracts that the Group has entered into and have yet to commence as at 28 June 2026.

	Within one year	One to five years	Greater than five years	Total
	\$'000	\$'000	\$'000	\$'000
Future lease payments for these non-cancellable lease contracts	658	2,805	1,541	5,004

H2. EVENTS OCCURRING AFTER THE END OF THE REPORTING PERIOD

Except for the dividend declared (Note B3), no matters or circumstances have occurred subsequent to year end that has significantly affected, or may significantly affect, the operations of the Group, the results of those operations or the state of affairs of the Group or economic entity in subsequent financial years.

I. SUMMARY OF ACCOUNTING POLICIES AND SIGNIFICANT ESTIMATES AND JUDGEMENTS

I1. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION

(A) BASIS OF PREPARATION

The financial report is a general purpose financial report, which has been prepared in accordance with the requirements of the *Corporations Act 2001*, Australian Accounting Standards and other authoritative pronouncements of the Australian Accounting Standards Board.

The financial statements have been prepared on a historical cost basis, except for derivative financial instruments that have been measured at fair value. The consolidated financial statements provide comparative information in respect of the previous period.

For reporting purposes, the Group adopts a weekly 'retail calendar' closing each Sunday. The current 52 week reporting period ended on 28 June 2026.

The consolidated financial statements of the Group comply with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

(B) PRINCIPLES OF CONSOLIDATION

Subsidiaries are all entities (including special purpose) over which the Group has control. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power to direct the activities of the investee. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

Investments in subsidiaries are accounted for at cost in the individual financial statements of Michael Hill International Limited. Intercompany transactions, balances and unrealised gains on transactions between Group companies are eliminated on consolidation. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the transferred asset.

NOTES TO THE FINANCIAL STATEMENTS

(C) FOREIGN CURRENCY TRANSLATION

Functional currency translation

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

Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Net foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end of monetary assets and liabilities denominated in foreign currencies are recognised as other income or other expenses, except when deferred in equity as qualifying cash flow hedges and qualifying net investment hedges or are attributable to part of the net investment in a foreign operation.

Group companies

The results and financial position of all the Group entities (none of which have the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities for each balance sheet presented are translated at the closing rate at the date of the statement of financial position;
- income and expenses for each statement of profit or loss and statement of comprehensive income are translated at average exchange rates, unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions; and
- all resulting exchange differences are recognised in other comprehensive income.

On consolidation, exchange differences arising from the translation of any net investment in foreign entities, and of borrowings and other financial instruments designated as hedges of such investments, are recognised in other comprehensive income.

(D) TAXES

Current income tax

The income tax expense or credit for the year is the tax payable on the current year's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting year in the countries where the Group operates and generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in

which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Current tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Deferred income tax

Deferred income tax is provided in full, using the liability method, on temporary differences between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. Deferred tax assets and liabilities are classified as non-current assets and deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax liabilities and assets are not recognised for temporary differences between the carrying amount and tax bases of investments in controlled entities where the Parent Entity is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Deferred tax assets and liabilities are offset where there is a legally enforceable right to offset current tax assets and liabilities and where the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Tax consolidation group

Michael Hill International Limited and its wholly-owned Australian controlled entities form a tax consolidation group. As a consequence, one income tax return is completed for the Australian tax group and is treated for income tax purposes as one taxpayer.

The tax balances have been attributed for reporting purposes to each of the entities on the basis of their individual results. Amounts of tax due to and receivable from the Australian Taxation Office are made by Michael Hill International Limited as nominated member of the Australian tax consolidated group. The current tax balance for the Australian tax group has been allocated between the members based on each entity's current tax movement for the period. Where tax losses are incurred by Australian tax group members, these are offset within the group.

NOTES TO THE FINANCIAL STATEMENTS

11. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION, CONTINUED.

(E) GOODS AND SERVICES TAX (GST)

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

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

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the statement of financial position. Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the taxation authority.

Cash flows are included in the statement of cash flows on a gross basis and the GST components of cash flows arising from investing or financing activities which are recoverable from, or payable to, the taxation authority, are presented as operating cash flows.

(F) IMPAIRMENT OF ASSETS

At each annual reporting date (or more frequently if events or changes in circumstances indicate that they might be impaired), the Group assesses whether there is any indication that an asset may be impaired. Where such an indication is identified, the Group estimates the recoverable amount of the asset and recognises an impairment loss where the recoverable amount is less than the carrying amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value-in-use.

Where the recoverable amount exceeds the carrying amount of an asset, an impairment loss is recognised. Right-of-use assets are also incorporated into the calculation. Subsequent to an impairment occurring, if the recoverable amount from assets exceeds the carrying value, the impairment loss is reversed to the extent that it has been recognised.

(G) CASH AND CASH EQUIVALENTS

Cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the statement of financial position when utilised. All uncleared balances from EFT, credit card and debit card point of sales transactions at period end are classified as cash and cash equivalents. Short-term deposits are made for varying periods, depending on the immediate cash requirements of the Group and earn interest at the respective short-term deposit rates.

(H) INVENTORIES

Raw materials 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 (including depreciation), the latter being allocated on the basis of normal operating capacity. Costs are assigned to individual items of inventory on the basis of weighted average costs. 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.

Management review stock holdings based on recoverability at a product level and write-down as appropriate.

(I) FINANCIAL INSTRUMENTS - INITIAL RECOGNITION AND SUBSEQUENT MEASUREMENT

(i) Financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through Other Comprehensive Income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of trade receivables that do not contain a significant financing component, the Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component are measured at the transaction price determined under AASB15 *Revenue from Contracts with Customers*. Refer to the accounting policies in Note A2.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'Solely Payments of Principal and Interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

Subsequent measurement

Whilst there are four categories, two are relevant in the current reporting period for the Group, being:

- Financial assets at amortised cost (debt instruments)
- Financial assets at fair value through profit or loss

NOTES TO THE FINANCIAL STATEMENTS

Financial assets at amortised cost (debt instruments)

This category is the most relevant to the Group. The Group measures financial assets at amortised cost if both of the following conditions are met:

- The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortised cost are subsequently measured using the Effective Interest Rate (EIR) method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

The Group's financial assets at amortised cost include trade receivables included under current and non-current financial assets.

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss include financial assets held for trading, financial assets designated upon initial recognition at fair value through profit or loss, or financial assets mandatorily required to be measured at fair value. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. Derivatives, including separated embedded derivatives, are also classified as held for trading unless they are designated as effective hedging instruments. Financial assets with cash flows that are not solely payments of principal and interest are classified and measured at fair value through profit or loss, irrespective of the business model. Notwithstanding the criteria for debt instruments to be classified at amortised cost or at fair value through OCI, as described above, debt instruments may be designated at fair value through profit or loss on initial recognition if doing so eliminates, or significantly reduces, an accounting mismatch.

Financial assets at fair value through profit or loss are carried in the statement of financial position at fair value with net changes in fair value recognised in the statement of profit or loss.

This category includes derivative instruments which the Group had not irrevocably elected to classify at fair value through OCI.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Group's consolidated statement of financial position) when:

- The rights to receive cash flows from the asset have expired; or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of its continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

Impairment of financial assets

Further disclosures relating to impairment of financial assets are also provided in Note F3.

The Group recognises an allowance for Expected Credit Losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate.

For trade receivables and contract assets, the Group applies a simplified approach in calculating ECLs. Therefore, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

NOTES TO THE FINANCIAL STATEMENTS

11. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION, CONTINUED.

The Group considers a financial asset in default when contractual payments are past due. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

(ii) Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below.

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by AASB9 *Financial Instruments*. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the statement of profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in AASB9 *Financial Instruments* are satisfied. The Group has not designated any financial liability as at fair value through profit and loss.

Loans and borrowings at amortised cost

This is the category most relevant to the Group. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit or loss.

This category generally applies to interest-bearing loans and borrowings. For more information, refer to Note C1.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated statement of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

(J) PROPERTY PLANT AND EQUIPMENT

All property, plant and equipment is stated at historical cost less depreciation and impairment. 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 Group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting year in which they are incurred.

Depreciation on other assets is calculated using the straight line method to allocate their cost or revalued amounts, net of their residual values, over their estimated useful lives (Note F4).

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting year.

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

NOTES TO THE FINANCIAL STATEMENTS

(K) INTANGIBLE ASSETS AND GOODWILL

Goodwill

Goodwill is initially measured at cost (being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests and any previous interest held over the net identifiable assets acquired and liabilities assumed). If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in profit or loss.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

Brand

Brand names are acquired as part of business combinations and are recognised initially at fair value. Where they have an indefinite useful life, they are not subject to amortisation but are tested annually for impairment or more frequently if events or changes in circumstances indicate they may be impaired. Key factors taken into account in assessing useful life of brands are:

- The brands are well established and protected by trademarks; and
- There are currently no legal, technical or commercial obsolescence factors applying to the brands which indicate that the life should be considered limited.

Loyalty program

Loyalty programs associated to brands operate a customer loyalty program which attributes value to the business by offering a returning customer base. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

Software

Acquired computer software licences are capitalised on the basis of the costs incurred to acquire and bring to use the specific software. These costs are amortised over their estimated useful lives (three to five years).

Costs associated with developing or maintaining software programmes are recognised as an expense as incurred.

Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the Group are recognised as intangible assets when the following criteria are met:

- it is technically feasible to complete the software so that it will be available for use;
- management intends to complete the software and use or sell it;
- there is an ability to use or sell the software;
- adequate technical, financial and other resources to complete the development and to use or sell the software are available;
- it can be demonstrated how the software will generate probable future economic benefits; and
- the expenditure attributable to the software during its development can be reliably measured.

In respect to cloud computing arrangements, the Group assesses whether the arrangement contains a lease and if not, whether the arrangement provides the Group with a resource that it can control. Costs associated with implementation are then assessed as to whether they can be capitalised in accordance with relevant accounting standards.

Directly attributable costs that are capitalised as part of the software include employee costs and an appropriate portion of relevant overheads.

Capitalised development costs are recorded as intangible assets and amortised from the point at which the asset is ready for use.

Computer software development costs recognised as assets are amortised over their estimated useful lives (not exceeding ten years).

Useful life

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life i.e. three years for customer loyalty program 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 are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit or loss in the expense category that is consistent with the function of the intangible assets.

NOTES TO THE FINANCIAL STATEMENTS

11. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION, CONTINUED.

(L) PROVISIONS

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting year. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

(M) EMPLOYEE ENTITLEMENTS

Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits and accumulating sick leave that are expected to be settled wholly within 12 months after the end of the year in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting year and are measured at the amounts expected to be paid when the liabilities are settled.

Other long-term employee benefit obligations

The liabilities for long service leave and annual leave that are not expected to be settled wholly within 12 months after the end of the year in which the employees render the related service are measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting year using the projected unit credit method. Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using the Milliman G100 discount rates at the end of the reporting period. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

The obligations are presented as current liabilities in the statement of financial position if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting year, regardless of when the actual settlement is expected to occur.

Profit-sharing and bonus plans

The Group recognises a liability and an expense for bonuses and profit-sharing based on a formula that takes into consideration the profit attributable to the Company's shareholders after certain adjustments. The Group recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

Retirement benefit obligations

The Group provides retirement benefits to employees through a defined contribution superannuation fund. Contributions are recognised as expenses as they become payable.

(N) CONTRIBUTED EQUITY

Ordinary shares are classified as equity.

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

(O) DIVIDENDS

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting year but not distributed at the end of the reporting year.

(P) EARNINGS PER SHARE

Basic earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Company, excluding any costs of servicing equity other than ordinary shares
- by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the year and excluding treasury shares (Note F2).

Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after-income tax effect of interest and other financing costs associated with dilutive potential ordinary shares, and
- the weighted average number of additional ordinary shares that would have been outstanding assuming the conversion of all dilutive potential ordinary shares (Note F2).

(Q) ROUNDING OF AMOUNTS AND COMPARATIVES

The Company is of a kind referred to in ASIC Legislative Instrument 2016/191, relating to the 'rounding off' of amounts in the financial statements. Amounts in the financial statements have been rounded off in accordance with the instrument to the nearest thousand dollars, or in certain cases, the nearest dollar.

The comparative for the measure of segment profit has been updated to Comparable EBIT in line with the current year disclosure.

NOTES TO THE FINANCIAL STATEMENTS

(R) CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

New and amended standards and interpretations

The Group applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after 1 July 2025:

AASB 2026-1 Amendments to Australian Accounting Standards - Disclosures about Uncertainties in the Financial Statements

This Standard amends AASB 136 to add additional examples to illustrate how an entity discloses information about the key assumptions it uses to determine the recoverable amount of assets. This amendment did not have a material impact on the Group's financial statements

Standards and interpretations issued that are not yet effective

Certain new accounting standards and interpretations have been published that are not mandatory or effective for the 28 June 2026 year end. The Group is in the process of determining the impact of these new standards and amendments, which are summarised below:

AASB 2024-2 Amendments to Australian Accounting Standards – Classification and Measurement of Financial Instruments (effective for annual reporting periods commencing 1 January 2026)

The amendment:

- provides clarification of the timing of the recognition and derecognition of financial assets and financial liabilities, particularly when they are settled using electronic payment systems. The amendment also provides an exception if certain criteria are met, for the timing of derecognition of certain financial liabilities settled using an electronic payment system;
- provides further guidance about specific types of financial assets, specifically contractually linked instruments (CLIs);
- provides clarification of the classification of financial assets that are linked to environmental, social and governance (ESG) and similar characteristics; and
- requires additional disclosure requirements with regard to investments in equity instruments measured at fair value through other comprehensive income and financial instruments with contingent features.

AASB 18 Presentation and Disclosure in Financial Statements (effective for annual reporting periods commencing 1 January 2027)

AASB 18 *Presentation and Disclosure in Financial Statements* aims to provide greater consistency in presentation of the income and cash flow statements, and more disaggregated information.

The standard will change how companies present their results on the face of the income statement and disclose information in the notes to the financial statements. Certain 'non-GAAP' measures – management performance measures (MPMs) – will now form part of the audited financial statements.

There will be three new categories of income and expenses, two defined income statement subtotals and one single note on management-defined performance measures.

The Group has not early adopted any standards, interpretations or amendments that have been issued but are not yet effective.

12 SIGNIFICANT ESTIMATES AND JUDGEMENTS

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Group's accounting policies. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are incorporated within the relevant note.

The significant accounting judgements relate to the pattern of PCP revenue recognition (Note A2), the calculation of the net realisable value of inventory (Note A3) and brand intangible impairment (Note F5) testing.

CONSOLIDATED ENTITY DISCLOSURE STATEMENT

ENTITY NAME	Entity type	Trustee, Partner or JV Participant	Place formed or incorporated	% of share capital held (i)	Tax residency	
					Australian or foreign	Foreign jurisdiction
Michael Hill International Limited	Body corporate	No	Queensland	N/A	Australian	N/A
Durante Holdings Pty Ltd	Body corporate	Yes - partner	Queensland	100%	Australian	N/A
MH Bespoke Diamonds AU Pty Ltd	Body corporate	No	Queensland	100%	Australian	N/A
Michael Hill Franchise Pty Ltd	Body corporate	No	Queensland	100%	Australian	N/A
Michael Hill Franchise Services Pty Ltd	Body corporate	No	Queensland	100%	Australian	N/A
Michael Hill Jeweller (Canada) Ltd	Body corporate	No	Canada	100%	Foreign	Canada
Michael Hill Charms Pty Ltd	Body corporate	No	Queensland	100%	Australian	N/A
Fine Jewellery Retail AU Pty Ltd	Body corporate	No	Queensland	100%	Australian	N/A
Medley Jewellery Pty Ltd	Body corporate	No	Queensland	100%	Australian	N/A
Michael Hill Group Services Pty Ltd	Body corporate	No	Queensland	100%	Australian	N/A
Michael Hill Manufacturing Pty Ltd	Body corporate	No	Queensland	100%	Australian	N/A
Michael Hill Wholesale Pty Ltd	Body corporate	No	New South Wales	100%	Australian	N/A
Michael Hill Jeweller (Australia) Pty Ltd	Body corporate	Yes - partner	New South Wales	100%	Australian	N/A
Michael Hill Finance A Ltd Partnership	Partnership	N/A	Queensland	N/A	Australian	N/A
Michael Hill New Zealand Ltd	Body corporate	No	New Zealand	100%	Foreign	New Zealand
Michael Hill Jeweller Ltd	Body corporate	No	New Zealand	100%	Foreign	New Zealand
Michael Hill Finance (NZ) Ltd	Body corporate	No	New Zealand	100%	Foreign	New Zealand
Michael Hill Wholesale NZ Ltd	Body corporate	No	New Zealand	100%	Foreign	New Zealand
MHJ (US) Ltd	Body corporate	No	New Zealand	100%	Foreign	New Zealand
Michael Hill LLC	Body corporate	No	Delaware, US	100%	Foreign	Delaware, US

The above Consolidated Entity Disclosure Statement should be read in conjunction with the accompanying notes.

BASIS OF PREPARATION

The consolidated entity disclosure statement has been prepared in accordance with subsection 295(3A)(a) of the *Corporations Act 2001*. The entities listed in the statement are Michael Hill International Limited and all the entities it controls in accordance with AASB 10 *Consolidated Financial Statements*.

The percentage of share capital disclosed for bodies corporate included in the statement represents the economic interest consolidated in the consolidated financial statements controlled by Michael Hill International Limited either directly or indirectly.

In relation to the tax residency information included in the statement, judgement may be required in the determination of residency of the entities listed.

DIRECTORS' DECLARATION

In the directors' opinion:

- (a) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable;
- (b) the financial statements and notes of the Group for the financial year ended 28 June 2026, are in accordance with the *Corporations Act 2001*, including:
 - (i) complying with Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements,
 - (ii) giving a true and fair view of the consolidated entity's financial position as at 28 June 2026 and of its performance for the financial year ended on that date, and
 - (iii) the consolidated entity disclosure statement required by section 295(3A) of the *Corporations Act 2001* is true and correct;
- (c) as at the date of this declaration, there are reasonable grounds to believe that the members of the extended group identified in Note G1 will be able to meet any obligations or liabilities to which they are, or may become, subject to by virtue of the deed of cross guarantee described in Note G2.

Note I1(A) confirms that the financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board.

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

This declaration is made in accordance with a resolution of the directors.



R I Fyfe

Chair

Brisbane

28 August 2026



Ernst & Young
111 Eagle Street
Brisbane QLD 4000 Australia
GPO Box 7878 Brisbane QLD 4001

Tel: +61 7 3011 3333
Fax: +61 7 3011 3100
ey.com/au

Independent auditor's report to the members of Michael Hill International Limited

Report on the audit of the financial report

Opinion

We have audited the financial report of Michael Hill International Limited (the Company) and its subsidiaries (collectively the Group), which comprises the consolidated statement of financial position as at 28 June 2026, the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, notes to the financial statements, including material accounting policy information, the consolidated entity disclosure statement and the directors' declaration.

In our opinion, the accompanying financial report of the Group is in accordance with the *Corporations Act 2001*, including:

- a. Giving a true and fair view of the consolidated financial position of the Group as at 28 June 2026 and of its consolidated financial performance for the year ended on that date; and
- b. Complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial report* section of our report. We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the financial report of public interest entities in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current year. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, but we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the *Auditor's responsibilities for the audit of the financial report* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial report. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial report.

A member firm of Ernst & Young Global Limited
Liability limited by a scheme approved under Professional Standards Legislation

Existence of inventories

Why significant	How our audit addressed the key audit matter
As at 28 June 2026 the Group's inventories balance totals \$190 million which represents 39% of the Group's total assets. Inventories are primarily kept in the Group's 281 retail stores located in Australia, New Zealand and Canada and the distribution and manufacturing centres. Inventories comprise a large number of physically small but high value items which are subject to misappropriation and loss. The Group accounts for inventories in accordance with the policy disclosed in Note I1(H) and further disclosure is included in Note A4 of the financial report. Inventory is considered a key audit matter due to the nature, size and geographic spread of locations where items are held.	Our audit procedures included the following: • Attended a sample of stocktakes conducted at retail stores across Australia, New Zealand and Canada. • In addition to the retail stores, we attended the stocktakes completed at each of the distribution and manufacturing centres in June 2026 prior to year end. • Tested the operating effectiveness of key controls relevant to the conduct of physical stocktakes, the review and evaluation of inventory variances, and the approval of adjustments made to inventory quantities. • Where stocktakes were attended across the retail stores, distribution and manufacturing centres, we observed compliance with the stocktake instructions and selected a sample of items to re-count to assess the accuracy and completeness of the counts performed by the Group. • Where stocktakes were completed prior to balance date, we performed a roll forward and completed risk assessment analytics across retail store inventory by location and geographical segment to identify stock levels outside of expectation. Where contrary evidence was identified, the variances were assessed and supporting documentation obtained. • Analytics were performed across stores inventory over each geographical segment to identify stores where stock on hand is outside of our expectation. • Assessed the adequacy and appropriateness of the disclosures included in the Notes to the financial statements.

Professional Care Plan (PCP) revenue recognition

Why significant	How our audit addressed the key audit matter
The balance of the deferred PCP revenue liability at 28 June 2026 was \$57 million, and PCP revenue recognised in the consolidated statement of profit or loss and other comprehensive income for the year ended 28 June 2026 was \$27 million as disclosed in Note A2. The recognition of PCP revenue involves a significant degree of estimation in determining the appropriate revenue recognition pattern for lifetime, 10 year and three year plans offered to the Group's customers. Under these plans, revenue is deferred on receipt of the payment from the customer and recognised over time in a manner that reflects the proportion of actual services used by customers relative to the total amount of expected services to be provided under the PCPs. The estimation process for PCP revenue is based on an analysis of actual services performed under these plans since inception, with management judgement applied to take account of emerging trends in customer behaviour, industry data and exceptional circumstances. The result of the estimation process is reviewed by the Group on at least an annual basis. As circumstances change over time, the Group updates its measure of progress, and any adjustments are recognised as a cumulative catch up in revenue recognition (or reversal) in the current year results. Accordingly, this is considered a key audit matter.	Our audit procedures included the following: - Assessed the Group's PCP revenue recognition accounting policies and compliance in accordance with the requirements of Australian Accounting Standards. - Assessed the accuracy of the data used in the PCP revenue estimation calculation and challenged the reasonableness of the key judgements including: - Obtained details of the sales of PCP products to customers during the year, and on a sample basis, we vouched the cash receipts to bank statements and assessed that the revenue was appropriately deferred. - Obtained details of the actual repair services during the year and tested a sample of transactions to understand if repairs are accurately tagged to the associated PCP plan date. - Performed analysis over the historic repairs data, to assess whether the assumptions made by the Group were supportable. - Tested the mathematical accuracy of the PCP revenue estimation model and re-performed the Group's calculation supporting the estimate relating to PCP revenue recognition. - Assessed the adequacy and appropriateness of disclosures included in the Notes to the financial statements.

Impairment assessment of Brand Intangible

Why significant	How our audit addressed the key audit matter
As detailed in Note F5, at 28 June 2026, the Group reported a brand intangible of \$11.9m for the Bevilles business. In accordance with the Group's accounting policy and the requirements of AASB 136 <i>Impairment of Assets</i>, an impairment test is required to be performed at least annually for cash generating units ("CGUs") to which brand intangible has been allocated. Management use a relief from royalty method for measuring the recoverable amount of the brand intangibles for their impairment testing. Impairment assessments are complex and involve judgements and estimation relating to sales and gross margin forecasts and the discount rate applied. Accordingly, impairment testing of brand intangible was considered to be a key audit matter.	Our audit procedures included the following: • Evaluated the method and associated model used by management to test impairment of brand intangibles for consistency with the requirements of Australian Accounting Standards • Agreed the cash flow forecasts used in the impairment models to Board-approved budgets and assessed the historical accuracy of forecasting. • Assessed the reasonableness of future cash flow assumptions and estimates detailed in Note F5 through comparison with current trading performance, and inquiry of management. • Assessed revenue and margin forecasts discount rate and other key assumptions with involvement from EY valuation specialists. • Reviewed the competency, capabilities and objectivity of management's specialist, including the nature and scope of their engagement. • Tested the mathematical accuracy of the impairment model, including recalculating the recoverable amount. • Performed independent sensitivity analysis of key impairment model assumptions. • Assessed the adequacy and appropriateness of disclosure included in the Notes to the financial statements.

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

The directors are responsible for the other information. The other information comprises the information included in the Company's 2026 annual report, but does not include the financial report and our auditor's report thereon and the Company's Sustainability Report.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon, with the exception of the Remuneration Report and our related assurance opinion. We have issued a separate auditor's report on selective sustainability information included in the Sustainability Report.



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:

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

- ▶ The financial report (other than the consolidated entity disclosure statement) that gives a true and fair view and is free from material misstatement, whether due to fraud or error; and
- ▶ The consolidated entity disclosure statement that is true and correct and is free of misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters relating to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- ▶ Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.



- ▶ Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- ▶ Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- ▶ Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- ▶ Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.
- ▶ Plan and perform the Group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the Group financial report. We are responsible for the direction, supervision and review of the audit work performed for the purposes of the Group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated to the directors, we determine those matters that were of most significance in the audit of the financial report of the current year and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on the audit of the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 11 to 23 of the directors' report for the year ended 28 June 2026.

In our opinion, the Remuneration Report of Michael Hill International Limited for the year ended 28 June 2026, complies with section 300A of the *Corporations Act 2001*.

A member firm of Ernst & Young Global Limited
Liability limited by a scheme approved under Professional Standards Legislation



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.

A stylized, handwritten signature of 'Ernst & Young' in black ink.

Ernst & Young

A stylized, handwritten signature of 'Rebecca Burrows' in black ink.

Rebecca Burrows
Partner
Brisbane
28 August 2026



SUSTAINABILITY REPORT

ABOUT THE SUSTAINABILITY REPORT

This Sustainability Report presents climate-related disclosures for Michael Hill International Limited and its controlled entities (the Group) for the financial year ended 28 June 2026, together with the accompanying Directors' Declaration. The disclosures have been prepared in accordance with AASB S2 *Climate-related Disclosures*, the applicable Australian Sustainability Reporting Standard for climate-related financial reporting, and the requirements of the Corporations Act 2001. Consistent with AASB S2 requirements, the report has been prepared for the same reporting entity and reporting period as the Group's consolidated financial statements and should be read alongside those financial statements and the related basis of preparation disclosures. All climate-related financial information is aligned with the Group financial statements presented in Australian dollars, which is the Group's presentation currency. In addition, this report has been prepared using the same underlying data, assumptions and methodologies applied in the preparation of the financial statements.

No matters or circumstances have occurred subsequent to year end that have significantly affected, or may significantly affect, the operations of the Group, the results of those operations or the state of affairs of the Group or economic entity in subsequent financial years.

TRANSITION RELIEF

In preparing these climate-related disclosures, the Group has applied the transitional provisions available under AASB S2 paragraph C4(b), not to disclose Scope 3 greenhouse gas emissions (GHG) in the first year of reporting. In addition, the Group has elected the relief provided by paragraph C3 and has not included comparative information for reporting periods prior to the date of initial application.

FORWARD LOOKING STATEMENTS

This Sustainability Report contains forward-looking statements regarding climate-related risks, opportunities, targets, initiatives and future performance. These statements are based on assumptions, judgements and information available at the date of this report and are subject to uncertainties and factors that may be outside the Group's control. Where management has made significant judgements, estimates and assumptions, this has been disclosed in the report. Actual outcomes may differ materially from those expressed or implied in these statements.

GOVERNANCE

The Board leads the Group's strategic direction by approving the Group's business strategy, targets and risk appetite, and oversees management's execution against these objectives. It is responsible for the 2030 Sustainability Strategy, including climate-related targets, reported under the Planet Pillar.

BOARD AND MANAGEMENT'S ROLE IN GOVERNANCE

The Board oversees climate-related risks and opportunities and considers the potential impacts of climate-related risks and opportunities when overseeing the Group's strategy, significant transactions, trade-offs and investment decisions. In discharging these governance responsibilities, the Board has established two committees: the Audit & Risk Management Committee (ARMC) and the Sustainability Committee.

AUDIT & RISK MANAGEMENT COMMITTEE

The ARMC (chaired by a non-executive director) provides oversight of the Group's financial reporting, internal controls and audit, risk management and compliance obligations. This includes providing recommendations to the Board in relation to:

- Whether the Group's financial statements and disclosures reflect a true and fair view of the financial position and performance of the Group
- Adoption of climate reporting standards.

The ARMC is the primary committee in overseeing management's identification, assessment and management of climate risks and opportunities, including considering their impact on the Group's financial statements and disclosures. These responsibilities are outlined below and in the ARMC Charter [ARMC Charter](#), as well as the Group's Risk Framework.

The Board receives regular reporting from the ARMC on climate-related risks and opportunities. Climate-related matters were discussed at three of the ARMC's four scheduled meetings during FY26. These discussions included updates from management on the company's progress toward the 2026 climate-related reporting obligations, including management insights on the identification and assessment of key climate-related risks and opportunities and other climate-related developments.

SUSTAINABILITY COMMITTEE

The Sustainability Committee is responsible for setting the Group's climate strategy and targets and overseeing progress against the commitments outlined in the 2030 Sustainability Strategy. The strategy and associated climate-related targets were approved by the Board in 2022 following the Committee's recommendation. Future reviews and updates to the Sustainability Strategy and associated targets will consider climate-related risks and opportunities when considering changes to the strategy, targets and related initiatives. The Committee comprises cross-functional representation of executives and senior leaders from across the Group and reports to the Board on initiatives as required.

MANAGEMENT RESPONSIBILITIES

The Sustainability Committee is supported by a dedicated management working group, the Climate Reporting Working Group, which supports the identification, assessment and management of climate-related risks and opportunities (in coordination with the Group Risk Function) and the preparation of climate-related reporting and disclosures, including greenhouse gas (GHG) emissions. The group meets monthly, and as required, and comprises cross-functional representation from Finance, Legal, Risk and Compliance.

The Climate Reporting Working Group is responsible for monitoring and evaluating progress against the Group's climate target. The Climate Reporting Working Group provides verbal progress updates to the Sustainability Committee on an ad hoc basis and reports formally to the ARMC on progress against climate-related targets and the Group's reporting obligations. Finally, the Board receives and reviews updates on progress and approves the Group's climate-related disclosures prior to publication.

In addition, the Board delegates day-to-day responsibility of implementing its Sustainability Strategy, including strategic initiatives in response to identified climate-related risks and opportunities, to members of the Executive Leadership team. The Board exercises oversight of the activities undertaken by these roles through the aforementioned committees. Key executive responsibilities include:

- Chief Executive Officer (CEO) is responsible for the execution of the Group's 2030 Sustainability Strategy and for integrating climate-related matters and considerations into the Group's broader strategic initiatives and agenda.
- Chief Financial Officer (CFO) is responsible for incorporating climate-related matters into financial matters and disclosure activities and executing the Group's climate-related targets.
- Chief Product Officer (CPrO) is responsible for integrating climate-related risks and opportunities into product strategy, including material sourcing aligned with the Group's Sustainability Strategy for sustainable and responsible products.

SUSTAINABILITY REPORT, CONTINUED.

CONTROLS AND PROCEDURES USED BY MANAGEMENT TO SUPPORT OVERSIGHT OF CLIMATE MATTERS

Management oversees climate matters through a number of controls and procedures which are integrated throughout business functions, including:

- Integration with the risk management framework: Climate-related risks and opportunities are identified, assessed and managed through the Group's Risk Management Framework, including risk workshops, risk registers and structured risk assessment methodologies.
- Monitoring and reporting of the Group's carbon emissions data, updates on climate-related risks and disclosures, and alignment with financial reporting processes.
- Execution of climate strategy and targets through the procurement of green energy solutions, to support the delivery of the Group's climate-related goals and targets.

CLIMATE-RELATED SKILLS AND EXPERIENCE

The Board has adopted a Board Skills Matrix and, as part of the annual Board performance review process, evaluates the mix of board skills, experience and independence of its members. This includes assessing both the current capability of the Board and the desired mix of attributes, taking into account the evolving nature of the Group's business and the external environment. This process ensures that the Board has the appropriate balance of skills, knowledge and experience to discharge its obligations effectively and identifies any current or emerging capability gaps.

Each year, the Board identifies a number of essential personal attributes and skills that directors should possess in order to be suitable to serve as a director. The Board recognises that each director will not necessarily possess experience in all areas, so seeks to ensure that the Board is composed of an appropriate mix of directors with skills, knowledge and experience in these areas. Where the Board requires further depth of expertise in any of these areas, or expertise in other areas, it seeks that expertise from within the Group and through external advisors where appropriate.

Sustainability and ESG, including climate-related risks and opportunities, is deemed an essential skill required of directors. In FY26, 50% of directors were assessed as having skills and experience in this area. During FY25, all directors received training on climate reporting requirements, including climate-related risk and opportunities, the intersection with directors' duties, and the process for preparing the Sustainability Report.

A biography for each director and their governance roles and responsibilities is set out on pages 27 to 30 of the 2026 Directors' Report (Information on Directors).

REMUNERATION

Management remuneration is not currently linked to sustainability performance or management of climate-related risks and opportunities.

RISK MANAGEMENT

Climate-related risks are categorised into two categories: physical risks and transition risks. Physical risks arise from the direct impacts of climate change, including acute events such as floods, storms and heatwaves, and longer-term changes in climatic conditions. Transition risks arise from the transition to a lower-carbon economy and may result from changes in regulation, technology, market preferences and stakeholder expectations. Climate-related opportunities refer to the potential positive effects arising from climate change. Both risks and opportunities have the potential to impact the Group's operations and business activities across all locations, either directly or indirectly.

The Board sets the Group's risk appetite, oversees high and extreme risks (Group risks), and monitors the effectiveness of risk management practices. Group risks are identified, assessed and managed in accordance with the Group's Risk Management Policy and Risk Management Framework.

The framework (broadly aligned with ISO 31000: 2018 *Risk Management – Guidelines*) establishes a consistent methodology for identifying, assessing, managing and reporting risks across the Group. It encompasses key risk categories, including strategic, business, financial, compliance, project, and climate-related risks and opportunities. The framework, together with the Risk Appetite Statement and Risk Management Policy, is reviewed annually and submitted to the ARMC for endorsement.

The following risk processes support the framework:

- Tailored risk workshops are conducted at a departmental level to identify and evaluate risks specific to each department, including climate-related risks (physical and transition) and opportunities. These assessments draw on a broad range of internal and external industry data sources to inform risk identification and assessment of departmental risks.
- Risk likelihood and consequence are assessed using the Group Risk Matrix, with each risk assigned a rating, including those related to climate.

- The Group's Audit and Risk team maintains oversight of all departmental and Group risks, including climate-related risks and opportunities. As part of each risk review cycle, risks are stress tested to determine whether ratings need to be updated.
- The Board maintains oversight of the Group's climate-related risks and opportunities in accordance with the Risk Management Framework, the Group's Audit and Risk team review and ensure alignment on ratings. While climate risk is not a standalone high or extreme-rated risk at the Group level, several departmental risks with climate-related impacts are being managed at the departmental level through the departmental Risk Registers, where they are monitored and reviewed in accordance with the Group's Risk Management Framework.

STRATEGY

Michael Hill recognises that both the physical impacts of climate change and the global transition to a low-carbon economy may affect aspects of its operations and value chain. These impacts may manifest as direct risks and opportunities, as well as amplifiers of broader strategic and operational challenges, such as regulatory compliance, supply chain resilience and customer sentiment.

The Group undertook an assessment in FY26, underpinned by the Group's risk management framework, to evaluate how climate-related risks and opportunities may influence the Group's business model, supply chain and strategy over a short, medium and long term time horizon. This exercise identified five climate-related risks and opportunities that could reasonably be expected to affect the Group's prospects, warranting disclosure to support primary users' understanding and decision-making.

Physical risks include the potential for extreme weather events to disrupt the Group's store network and supply chain, and for climate-driven macroeconomic damage to reduce consumer spending power in key markets. Transition risks include the potential for energy-transition-driven demand for precious metals to increase input costs, and for evolving consumer preferences to shift demand toward more sustainable product alternatives. At the same time, the Group sees meaningful opportunities in the growing consumer demand for sustainable, responsible and circular jewellery products.

The Group's strategic response to these risks and opportunities is described in the sections below.

CLIMATE SCENARIO ANALYSIS

The Group has assessed the identified climate-related risks and opportunities using scenario analysis. Scenario analysis is a structured process used to explore a range of plausible future climate states, helping to assess the potential effects of climate-related risks and opportunities on the Group's strategy, business model and financial position, and to test the resilience of the Group's strategy under a range of possible climate futures.

The scenario analysis was conducted during FY26 with the support of an external consultancy.

Scenarios were drawn from the Network for Greening the Financial System (NGFS) scenario set and are set out in the table below. The NGFS scenario framework was selected because it is purpose-built to help organisations understand the financial implications of climate change. Intergovernmental Panel on Climate Change (IPCC) scenarios describe how the climate system evolves, and NGFS scenarios add the economic and market layers, including the cost of carbon, physical damage to economies, and shifts in consumer and business behaviour, that are necessary to assess how climate change could affect Michael Hill's revenues, costs, and operating conditions across Australia, New Zealand and Canada.

Three scenarios were modelled across a warming spectrum. The Medium Warming scenario has been adopted as the Group's Base Case. This scenario, based on the NGFS Nationally Determined Contributions (NDC) scenario, assumes all countries fulfil their current national climate pledges under the Paris Agreement but take no further action beyond those commitments. The NDC scenario was selected as the Base Case because it represents a reasonable central warming trajectory that sits between the more optimistic Net Zero 2050 pathway and the more adverse Current Policies scenario. Management considers the assumptions used in this scenario to represent its best estimate of future conditions at the reporting date. The anticipated effects of identified risks and opportunities described in this report are based on this Base Case scenario and are set out in the Climate-related risks and opportunities section following.

The Low Warming and High Warming scenarios have been used for resilience testing, to assess how the Group's strategy and business model would perform under more ambitious or more adverse climate futures. Refer to the Climate Resilience section.

SUSTAINABILITY REPORT, CONTINUED.

	Low Warming (Net Zero 2050)	Medium Warming (NDC) – Base Case	High Warming (Current Policies)
Scenario mapping and sources	NGFS Net Zero 2050 IEA ¹ Net Zero Emissions by 2050	NGFS Nationally Determined Contributions (NDC) IEA Announced Pledges Scenario	NGFS Current Policies IEA Stated Policies Scenario
IPCC alignment	SSP ² 1-1.9	IPCC SSP2-4.5	IPCC SSP3-7.0
Warming trajectory	~1.5°C by 2100	~2.5 - 3.1°C by 2100	~2.5 - 4.0°C by 2100
Scenario narrative	Rapid and ambitious global decarbonisation. Governments implement strong climate policies and emissions targets. Transition to renewable energy accelerates significantly. Physical climate risks are minimised, but transition risks, including rapid shifts in consumer preference toward sustainable products, are more pronounced in the short to medium term.	Trajectory consistent with currently implemented Nationally Determined Contributions (NDCs). Steady policy implementation results in a balanced mix of escalating physical risks and gradual transitional policy changes. Extreme weather events increase in frequency and severity over the medium to long term.	Delayed or failed global climate action. Countries maintain only currently implemented policies, with limited new mitigation measures. Transition risks are low, but physical risks, including the frequency and severity of extreme weather events, increase significantly over the medium to long term.
Role in MHJ analysis	Resilience testing. Transition risks such as input price pressures from clean energy demand for precious metals are most acute in the near term. Consumer preference shifts toward sustainable jewellery products accelerate.	Base Case for anticipated effects. The Group's identified risks and opportunities are assessed and quantified under this scenario. Physical risks increase gradually, while transition risks and opportunities evolve at a measured pace consistent with current policy settings.	Resilience testing. Physical risks to the Group's store network and supply chain are most severe in the long term. Macro demand drag from climate-driven economic damage is most pronounced. Transition risks are lower with a slower pace of decarbonisation resulting in reduced pressure on precious metal input prices and less impact of customer preference shifts.

¹ IEA: International Energy Agency

² SSP: Shared Socioeconomic Pathway

TIME HORIZONS

The Group has assessed the potential effects of climate-related risks and opportunities over short, medium and long term time horizons. The same time horizons have been used in climate scenario analysis. These time horizons are defined below:

Time horizon	Financial years	Rationale
Short term	0-1 year (to 2027)	Alignment with the Group's annual financial planning, budgeting and operational forecasting cycles.
Medium term	1-3 years (2028-2030)	Alignment with the Group's medium-term strategic planning horizon.
Long term	4+ years (to 2035)	Intended to encompass longer-dated operational and capital allocation decisions.

CLIMATE-RELATED RISKS AND OPPORTUNITIES

The Group identified five climate-related risks and opportunities that could reasonably be expected to affect the Group's prospects, as described above.

The Group has not identified any material effects on its financial position, performance and cash flows for the current reporting period as directly attributable to climate-related risks. In addition, the Group has not identified any significant risk of material adjustment during FY27 to the carrying amounts of assets and liabilities reported in the Group's consolidated financial statements.

The Group has assessed, over the short, medium and long term time horizons, the potential effects of climate-related risks and opportunities on its future performance, including their current and anticipated impacts on its financial position, financial performance and cash flows. The anticipated effects described below are based on the Medium Warming (Base Case) scenario.

Estimates of anticipated impacts involve a high degree of uncertainty, as outcomes are heavily influenced by factors such as macroeconomic developments, consumer behaviour shifts and patterns of severe weather events. Where this uncertainty limits the reliability or usefulness of quantitative disclosures, the Group provides qualitative information about financial effects, including explanations of the anticipated impacts and financial categories impacted (items within the financial statements that are likely to be affected by those climate-related risks or opportunities).

Mitigation and adaptation measures include both direct and indirect efforts as appropriate. Measures described below form part of existing operations and no additional resources are required to achieve these. However, in the case of requiring additional resources, the Group will ensure that sufficient personnel and expertise are made available to support the effective delivery of mitigation and adaptation efforts.

SUSTAINABILITY REPORT, CONTINUED.

Transition Risk: Increased precious metals input price			
Description	Increased cost of goods sold (COGS) from increases in gold, platinum, and silver input prices driven by the energy transition. As cleantech demand for these metals rises, higher commodity prices could directly increase the Group's production costs.		
Time horizon	The effects of increased precious metals input pricing could reasonably be expected to occur over the short to medium term time horizons.		
	Short term 0-1 year (2027)	Medium term 1-3 years (2028-2030)	Long term 4+ years (2035)
Potential impacts on business model & value chain	The Group's business model is directly exposed to this risk through cost of metal, with gold, silver and platinum being core inputs to jewellery manufacturing. The risk is concentrated in the Group's upstream value chain, specifically in the procurement of raw precious metals and finished goods from suppliers in India, Thailand and Italy. Gold dominates the exposure. The risk affects the Group's cost base and gross margin, with potential flow-on effects to retail pricing strategy and product mix decisions.		
Mitigation & adaptation measures	The Group actively monitors external commodity price indicators and macroeconomic conditions, using scenario modelling to assess potential impacts on COGS. Regular monitoring and analysis of sales volumes and gross margins by product category supports decision-making and risk mitigation. The Group performs strategic planning processes, including adjustment or reprioritisation of initiatives for sourcing and product offering if necessary. Historically, the Group has demonstrated a strong ability to maintain gross margins in the face of rising commodity costs, effectively offsetting record-high gold and silver input costs through intelligent product design, enhanced product mix and disciplined pricing execution.		
Current financial impacts	This risk did not have a material impact on the Group's financial position, financial performance or cash flows in 2026. The impact of rising input costs has not been material to margins due to product mix and pricing discipline.		
Anticipated financial impacts	The modelled impact on gross margin from demand-side price increases in gold, platinum and silver driven by the energy transition is assessed to be immaterial across both the short and medium term time horizons. The impact on gross margin from potentially higher metals input prices in the short to medium term is expected to be recovered through product mix and pricing discipline.		
Financial categories impacted	Cost of goods sold (materials); gross profit		

Physical Risk: Operational disruption to facilities and store network			
Description	Lost trading-day revenue from extreme weather events disrupting the Group's store network and operational facilities. Extreme weather events, such as floods and cyclones, can force store closures and disrupt the operation of the distribution centre, causing lost trading-day revenue. The more the world warms, the more frequent and severe these disruption events become.		
Time horizon	The effects of extreme weather events causing disruption to operations could reasonably be expected to occur over the short to long term time horizons.		
	Short term 0–1 year (2027)	Medium term 1–3 years (2028-2030)	Long term 4+ years (2035)
Potential impacts on business model & value chain	Anticipated effects include operational disruption from extreme weather leading to closure of facilities; employee access limitations reducing staffing and productivity; weather-related events deterring customers from visiting physical locations; and increased costs from emergency repairs and temporary closures. The risk is concentrated in the Group's retail store network.		
Mitigation & adaptation measures	The Group performs strategic planning of store locations for its current and future store footprint, with a focus on identifying and mitigating risks in climate-vulnerable areas. The Group leverages risk assessments provided by insurance partners, which include analysis of weather perils such as cyclones, flooding and bushfires, to inform location decisions and support long-term resilience planning. The Group's store network, spanning over 280 locations across Australia, New Zealand and Canada, provides a degree of natural geographic diversification that reduces the likelihood of any single extreme weather event having a significant disruption to the Group's operations. In addition, the Group's omni-channel strategy and e-commerce capability provide the ability to offset in-store sales disruption. Ship-from-store processes enable retail locations to fulfil online orders from store inventory, rather than relying on central distribution centres. Emergency response plans are regularly tested, and the Group has established long-term relationships with multiple contractors who can be mobilised quickly for repairs. In addition, the Australian Distribution Centre is the Group's primary distribution hub and provides contingency support for New Zealand and Canada during supply disruptions.		
Current financial impacts	The Group has tracked the impact of lost trading days due to extreme weather events since 2021, and to date the financial impact of lost sales has not been material. This risk did not have a material impact on the Group's financial position, financial performance or cash flows in 2026.		
Anticipated financial impacts	The macroeconomic models used in the modelling suite to estimate physical climate damage are subject to measurement uncertainty. Additionally, the assumptions used to translate the physical climate hazard signal into operational revenue loss are based on structured expert judgement anchored to the Group's own tracked experience since 2021, rather than empirically derived parameters. Canada and New Zealand have not been separately modelled, with Australia used as the proxy market for the Group as a whole. The modelled impact from lost trading-day revenue from extreme weather is assessed to be immaterial across all selected time horizons. The Group has assessed assets that may be vulnerable to this risk using the results of a global natural catastrophe diagnostic prepared by our insurance brokers during FY25. The diagnostic assessed each site's exposure to twelve natural hazards, including flood, cyclone, earthquake, storm, fire, tornado and volcanic activity. For the purposes of this assessment, a site was considered vulnerable where it received the highest hazard classification for one or more hazards under the diagnostic methodology. Based on this assessment, 15% of the Group's sites were identified as vulnerable to physical climate-related hazards. The risk is concentrated in store sites, with more than half located in Australia. In most cases, these sites were identified due to river flood or coastal flood exposure, where the highest hazard classification represents areas with a 1% annual chance of flooding. These sites had a written-down property, plant and equipment asset value of \$5.1m at the end of FY26, representing 1% of the Group's total assets. These hazard classifications represent the degree of exposure of a site to a particular natural hazard and do not indicate the expected severity of damage, financial loss or business interruption that may result if such an event occurs.		
Financial categories impacted	Revenue; gross profit		

SUSTAINABILITY REPORT, CONTINUED.

Physical Risk: Climate-Driven Macro Demand Drag				
Description	As extreme weather events increasingly impact broader economic productivity, climate-driven macroeconomic damage may reduce national incomes and consumer spending power, affecting demand for discretionary luxury purchases like jewellery.			
Time horizon	Short term 0–1 year (2027)	Medium term 1–3 years (2028-2030)	Long term 4+ years (2035)	
Potential impacts on business model & value chain	The Group's revenue is exposed to macro demand reduction driven by climate-related economic damage. As temperatures rise, the increasing frequency and severity of extreme weather events, including floods, heatwaves and tropical cyclones, damage physical infrastructure and reduce economic productivity. Over time, these effects suppress national income growth below the level it would otherwise have reached, reducing the spending power available to households for discretionary purchases. Jewellery, as a discretionary luxury purchase, may see demand fall by more than the income reduction itself. The exposure is geographically concentrated, with Australia seeing a disproportionate share of projected climate damage.			
Mitigation & adaptation measures	The Group actively monitors external macroeconomic indicators and uses scenario modelling to assess potential impacts on revenue. The Group's strategic planning processes include consideration of geographic market mix and the relative climate exposure of key markets. Furthermore, the brand positioning toward "accessible modern luxury" broadens appeal to customers who become price sensitive during periods of economic pressure. Key initiatives include increased use of lower-cost materials such as vermeil to maintain attractive entry price points. Targeted promotions rather than blanket discounting and inventory agility and demand-led planning, the strategy aims to improve responsiveness to changes in customer demand through AI-enabled assortment planning, improved inventory allocation and more data-driven pricing.			
Current financial impacts	This risk did not have a material impact on the Group's financial position, financial performance or cash flows in 2026.			
Anticipated financial impacts	The macroeconomic models used in the modelling suite to estimate physical climate damage to national incomes are subject to substantial measurement uncertainty. As a result, any quantitative estimate of the anticipated financial effects would be highly uncertain and is not considered useful to users of the report. However, the direction of impact is considered informative, indicating that increased physical climate damage could exert downward pressure on discretionary consumer spending, relative to a no-climate-change world, in key markets over the medium to long term.			
Financial categories impacted	Revenue (all product categories); gross profit			

Transition Risk: Customer Preference Shift			
Description	As climate awareness grows and consumer values evolve, customers may increasingly seek jewellery products they perceive as more sustainable — shifting purchasing behaviour away from products associated with carbon-intensive extraction and mining.		
Time horizon	The effects of customer preference shift could reasonably be expected to occur over the medium to long term time horizons.		
	Short term 0–1 year (2027)	Medium term 1–3 years (2028-2030)	Long term 4+ years (2035)
Potential impacts on business model & value chain	Exposure is concentrated in the Group's diamond-containing product categories, where direct, price-competitive and potentially lower-impact alternatives are available at commercial scale. The Group's natural diamond-containing product revenue is exposed to substitution if consumer preference shifts toward lab-grown alternatives. As climate policy tightens and sustainability awareness grows, customers may increasingly prefer sustainable jewellery options or reduce jewellery purchases due to concerns about the environmental impact of mined raw materials. This could lead to loss of market share and reduced sales, requiring a strategic shift towards sustainable sourcing and product transparency.		
Mitigation & adaptation measures	The Group continues to offer a broad range of products, including lab-grown diamonds, to cater to customers seeking diverse and potentially lower-impact jewellery options. By closely monitoring sales volumes and gross margin performance across product categories, the Group identifies evolving trends and works collaboratively with suppliers to ensure the product offering remains responsive to market demand. Initiatives such as the Re:Cycle Program enable customers to recycle gold jewellery, which helps reduce mining impacts and emissions. Additionally, the Re:Store Program has been expanded to include non-Group jewellery products, providing customers with the opportunity to extend product lifespans and prevent waste. The Group's sustainability strategy remains focused on progressively integrating responsible and circular materials.		
Current financial impacts	This risk did not have a material impact on the Group's financial position, financial performance or cash flows in 2026. Based on the Group's FY26 pricing experience, lab-grown diamond products have achieved average selling prices and margins at or above comparable natural diamond products, reflecting customer trading-up behaviour.		
Anticipated financial impacts	Modelling the financial impact of this risk across the short, medium and long term time horizons is subject to significant measurement uncertainty, particularly concerning: • the pace at which consumer preferences shift toward lower-impact jewellery alternatives, which is not directly or uniformly tied to climate policy settings; • the extent to which customers switching to lab-grown alternatives demand a price discount, or continue to trade up to larger or higher-quality stones at comparable or higher price points; • the degree to which lab-grown diamonds become consistently demonstrated and accepted as a sustainable alternative, which remains unsettled at an industry level. As a result, any quantitative estimate of the anticipated financial effects would be highly uncertain and is not considered useful to users of the report. The Group will continue to monitor market dynamics and reassess this position as the evidence base matures.		
Financial categories impacted	Revenue (diamond product categories); gross profit		

SUSTAINABILITY REPORT, CONTINUED.

Transition Opportunity: Sustainable Product Revenue Uplift			
Description	Growing consumer interest in sustainably sourced and lower-impact jewellery products would present the Group with an opportunity to capture incremental revenue by expanding its offering to meet that demand.		
Time horizon	The effects of sustainable product revenue uplift could reasonably be expected to occur over the medium to long term time horizons.		
	Short term 0–1 year (2027)	Medium term 1–3 years (2028-2030)	Long term 4+ years (2035)
			
Potential impacts on business model & value chain	The opportunity is concentrated in the Group's diamond-containing product categories, where direct, price-competitive, potentially lower-impact alternatives are available at commercial scale and consumer interest is already established. As climate policy tightens and sustainability awareness grows, customers may seek sustainable jewellery options. The Group is well-positioned to capture this shift, with an existing product range, strong customer consideration rates, and the commercial infrastructure to expand its offering of lower-impact alternatives in response to evolving customer preferences.		
Implementation strategies	The Group continues to develop and expand its range of lab-grown diamond products, recognising the growing customer appetite for choice in jewellery options. By working closely with suppliers and monitoring sales volumes and gross margin performance across product categories, the Group is well positioned to identify emerging demand trends and respond with product offerings that suit a diverse customer base. The Group's sustainability direction includes a progressive focus on sourcing lower-impact materials from responsible sources, guided by evolving customer preferences and supply chain capabilities.		
Current financial impacts	Lab-grown diamond revenue has grown strongly in 2026, reflecting a continued shift in product mix. However, multiple factors have contributed to this growth, including pricing, product range expansion and broader consumer trends. As a result, the Group is unable to separately identify the portion attributable to customer sustainability preferences.		
Anticipated financial impacts	As is the case for the counterpart risk (customer preference shift), the Group has determined not to disclose the financial quantification of this opportunity externally due to the level of uncertainty in the modelling approach.		
Financial categories impacted	Revenue (diamond product categories); gross profit		

CLIMATE RESILIENCE

The Group has assessed the resilience of its strategy and business model to climate change by considering the identified climate-related risks and opportunities under both the Low Warming (Net Zero 2050) and High Warming (Current Policies) scenarios described in the Climate Scenario Analysis section above, across short, medium and long-term time horizons.

Although the relative severity of transition and physical risks differs across the two scenarios, with transition risks and opportunities more pronounced under Net Zero 2050 and physical risks more pronounced under Current Policies, the Group's assessment has not identified any implications that fall outside those already described in the climate-related risks and opportunities tables above. The mitigations and adaptive capacity set out in those tables remain applicable across both warming pathways and all assessed time horizons.

Based on this assessment, the Group's business model and strategy are considered resilient to climate-related risks and opportunities across all assessed time horizons. The Group's capacity to adapt is supported by several structural characteristics of its business model, including its diversified geographic footprint across Australia, New Zealand and Canada; its omni-channel retail capability, which provides the ability to offset physical store disruption through online fulfilment; its demonstrated ability to maintain gross margins through disciplined pricing and product mix management in the face of commodity cost pressures; and its active management of its product range to respond to

evolving consumer preferences. Disruption to diamond supply due to cutting, polishing or sourcing activities in India is managed through strong supplier partnerships and inventory flexibility initiatives, including increased use of consignment arrangements and risk-sharing models with suppliers. These measures assist in reducing supply disruption impacts should sourcing challenges occur in a particular region. Furthermore, the Group experienced no disruption to product availability or cost increases as a result of the 2024 Surat flooding events, supported by sufficient inventory levels maintained throughout the supply chain.

The significant areas of uncertainty disclosed in the climate-related risks and opportunities tables above remain applicable to the scenario analysis outcomes described in this section. While the outcomes of the resilience assessment reflect the Group's current understanding of climate-related risks and opportunities, the Group acknowledges that there could be unknown risks and uncertainties that may cause actual outcomes to differ from those described. The Group will continue to monitor key climate indicators and integrate these insights into its ongoing strategic planning processes.

TRANSITION PLAN

The Group has not developed a formal transition plan at this stage; however, it continues to consider climate-related matters as part of its ongoing strategic planning activities and will revisit its 2030 Sustainability Strategy in the coming years, including consideration of whether a transition plan is appropriate.

METRICS AND TARGETS

GREENHOUSE GASES: 2026 RESULTS

OPERATIONAL GHG EMISSIONS

TOTAL CARBON EMISSIONS (TCO ₂ E)	2026
Scope 1	26
Scope 2	
Location-based	2,172
Market-based	36
Total Scope 1 and 2 (location-based)	2,198
Total Scope 1 and 2 (market-based)	62
Carbon credits retired (tCO ₂ e)	63
Net Scope 1 and 2 (market-based) post offset	-

SUSTAINABILITY REPORT, CONTINUED.

The Group's absolute gross Scope 1 and 2 GHG emissions for FY26 were 2,198 tonnes of carbon dioxide equivalent (tCO₂e), using the location-based method. This included 26 tCO₂e Scope 1 and 2,172 tCO₂e Scope 2 (location-based) emissions.

Scope 1 emissions are direct GHG emissions that occur from sources controlled by the Group. This consists of emissions from refrigerants used in air conditioning units and fridges and gas used in manufacturing and repairs facilities.

Scope 2 emissions are indirect GHG emissions from purchased or acquired electricity and heating. The Group has calculated Scope 2 emissions using both location-based and market-based methodologies. The location-based method estimates emissions using an average emissions intensity for grids where the electricity consumption occurs. The market-based method estimates emissions in the context of the Group's investments in different electricity products, such as voluntary purchases of renewable energy certificates. These contractual arrangements include GreenPower and Large-scale Generation Certificates (LGCs) in Australia, New Zealand Energy Certificates (NZ-ECs) in New Zealand and certified renewable energy certificates in Canada. The Group set a target to achieve net zero Scope 1 and 2 emissions by the end of 2025 (refer to the Climate-Related Targets section) and has used the total Scope 1 and 2 market-based emissions metric to track progress towards this goal.

Total gross Scope 1 and 2 emissions using the market-based method of 62 tCO₂e represent operational emissions unrelated to electricity use. These residual emissions have been offset through the procurement of certified carbon credits (refer to Climate-Related Targets section on page 120 for details of offsets purchased), resulting in net zero Scope 1 and 2 emissions for FY26.

METHODOLOGY FOR THE CALCULATION OF GHG EMISSIONS

CALCULATION STANDARD

The GHG emissions inventory for the Group for FY26 has been calculated in accordance with The Greenhouse Gas Protocol: A Corporate Accounting and Reporting Standard (2004).

The operational control approach has been used to determine the organisational boundary for the Group's emissions inventory. All sites and assets under the Group's direct operational control are included within the reporting boundary. This includes all Michael Hill and Bevilles stores across Australia, New Zealand and Canada and Michael Hill and Bevilles support office locations (including the manufacturing and distribution centre and repairs site) in Brisbane. The Group wholly owns these operations, so the emissions boundary is aligned with the Group for financial reporting purposes. The distribution centres in Canada and New Zealand are operated by third-party logistics providers and, as the Group does not hold operational control over these facilities, they fall outside the organisational boundary and will be included in Scope 3 emissions.

Direct operational control also refers to assets under the Group's management control. Equipment which is maintained and under the management control of the landlord is not included within the Group's reporting boundary.

Scope 1 and 2 emissions are measured as follows:

Scope	Emissions category	Activity	Data source	GWP and Emissions factor	Methodology, estimates, uncertainty
Scope 1	Fugitive emissions	Top-up of refrigerants used in air conditioning units and fridges maintained by the Group	Maintenance records	GWP values from IPCC Sixth Assessment Report 2020 (AR6)	GHG Protocol guidance “Lifecycle Stage Approach” methodology for HFC emissions is used. Under this method, the relevant refrigerant GWP is applied to refrigerant used in servicing equipment or lost in disposal of equipment.
	Stationary combustion	Combustion of LPG from a small number of gas bottles used in the Group's manufacturing and repairs facilities	Invoices	DCCEEW Australian National Greenhouse Accounts Factors 2025	Usage of gas (based on invoice data for replacement of gas bottles) is multiplied by the relevant emissions factor.
Scope 2	Purchased electricity (location-based)	Electricity consumption	kWh data sourced: AU and NZ sites - Smart Power e-smart online reporting (supplier and landlord invoices). CA sites - Smart Power e-smart online reporting (supplier invoices) and landlord invoices/ confirmation for embedded networks. kWh usage accruals are made where data is not available within reporting timeframes.	DCCEEW Australian National Greenhouse Accounts Factors 2025 NZ Ministry of Environment Guidance 2025 Environment and Climate Change Canada (ECCC)'s National Inventory Report (NIR) 1990 – 2023	kWh electricity consumed is multiplied by state (AU), province (CA) or national (NZ) average emissions factors for all electricity consumed from those grids. Medium uncertainty in some activity data for CA. In some cases (10 stores in FY26), kWh activity data has been estimated for embedded network retail sites where data was not available from landlords.
	Purchased electricity (market-based)	Electricity consumption	kWh data as for purchased electricity (location-based) Invoice data for kWh GreenPower purchases	DCCEEW Australian National Greenhouse Accounts Factors 2025, Residual Mix Factors	For AU, NZ and CA, electricity usage matched with GreenPower purchases or LGC/NZEC retirements is deducted from total kWh electricity consumed.

SUSTAINABILITY REPORT, CONTINUED.

Scope	Emissions category	Activity	Data source	GWP and Emissions factor	Methodology, estimates, uncertainty
			Invoice data for LGC and NZ-EC purchases	NZ Brave Trace Residual Supply Factors Environment and Climate Change Canada (ECCC)'s National Inventory Report (NIR) 1990 – 2023	Renewable energy grid mix (RPP and JRPP) is also deducted for Australia. A residual mix factor is applied to the remaining electricity consumption to calculate market-based emissions. For CA, as no renewable electricity instruments have been purchased in FY25 or prior years, location-based emissions have been used for those years.
	Purchased heat	Gas usage for provision of store heating (CA retail locations)	Gas usage data from direct supplier invoices	Environment and Climate Change Canada (ECCC)'s National Inventory Report (NIR) 1990 – 2023	m ³ gas usage is multiplied by province emission factors.

USE OF ESTIMATES

In some instances, actual usage of electricity and heating was not available from supplier invoice data. In these cases, consumption has been estimated based on average consumption for sites of a similar size and location, or historical consumption for that site.

OTHER CROSS-INDUSTRY METRICS

INTERNAL EMISSIONS PRICE

The Group does not currently have a methodology to calculate or apply an internal emissions price to incentivise lower carbon practices or guide investment decisions.

CLIMATE-RELATED TARGETS

NET ZERO SCOPE 1 AND SCOPE 2 EMISSIONS TARGET

The Group set a target to achieve net zero GHG emissions from its own operations (Scope 1 and 2 emissions with Scope 2 emissions measured using the market-based method) by the end of 2025 (calendar year target). This target applies to the Group as a whole and was set in 2022 as part of the Group's 2030 Sustainability Strategy. The target was set with the intention that 100% of the Group's electricity usage would be matched with zero-emissions renewable energy. Any remaining emissions, calculated under the Scope 2 market-based method, would be offset with carbon credits.

The target was developed internally with reference to the goals of the Paris Agreement and with guidance from an external specialist sustainability consultancy. The target was not validated by a third party. The Group's target is a net GHG emissions target, with an objective to minimise scope 1 and 2 emissions. The Group has not set a gross GHG emissions target. Greenhouse Gas Protocol metrics are used to measure this absolute target, specifically carbon dioxide equivalent (CO₂e) measured in tonnes of CO₂e.

PERFORMANCE AGAINST CLIMATE-RELATED TARGETS

The Group successfully achieved its net zero target for Scope 1 and 2 emissions in December 2025 and has continued to meet this target for the full FY26 reporting period.

To achieve the Group's net zero goal in Australia, the Group voluntarily purchases GreenPower and surrenders renewable energy generation certificates (LGCs) to match electricity use above Australia's Renewable Power Percentage (RPP). The RPP is the portion of electricity that the Clean Energy Regulator (CER) requires to be from renewable sources under the Renewable Energy Target.

In New Zealand, the Group voluntarily purchases and redeems New Zealand Energy Certificates (NZ-ECs) via the New Zealand Energy Certificate System. These NZ-ECs are equivalent to 100% of the Group's electricity use, ensuring that consumption is matched with certified renewable energy generated in New Zealand.

In Canada, the Group purchases EcoLogo certified renewable energy certificates (RECs), that meet strict environmental standards, to match 100% of Canadian store electricity usage.

Investment in these products means the amount of electricity used from the grid in Australia, New Zealand and Canada is matched with electricity produced from certified renewable sources. This allows the Group to report our market-based Scope 2 electricity emissions as zero, using the market-based methodology as per the GHG Protocol Scope 2 Guidance.

USE OF CARBON CREDITS TO ACHIEVE TARGETS

The Group has achieved the net zero Scope 1 and 2 emissions target primarily through renewable energy procurement as described above. However, some operational emissions not related to electricity use remain. These residual emissions have been offset through the procurement of certified carbon credits aligned with our broader nature restoration goals.

The Group purchased a total of 63 tonnes of CO₂e offsets (equivalent to 3% of the Group's total Scope 1 and 2 emissions for FY26) to cover these residual emissions:

- Australia: 27 tonnes of CO₂e offsets were purchased through Clima to cover Scope 1 fugitive emissions. The underlying offsets are Australian Carbon Credit Units (ACCU) generated from the Limestone Plantation Forestry project, which establishes and manages high-quality commercial timber plantations in Victoria, Australia drawing down significant carbon stocks.
- Canada: 36 tonnes of CO₂e offsets were purchased through Carbonzero to cover Scope 2 emissions associated with gas usage for store heating. The underlying offsets are generated from the Niagara Escarpment Forest Carbon Project, which promotes and maintains the function and diversity of forest ecosystems in Ontario. This project is publicly listed on the CSA CleanProjects Registry and is third-party verified under ISO-14064-2 by Carbon Consult Group.

DIRECTORS' DECLARATION

In the opinion of the directors of Michael Hill International Limited (collectively, 'the Group'), I state that the Group has taken reasonable steps to ensure that the substantive provisions of the Sustainability Report of the Group and its subsidiaries for the year ended 28 June 2026, as presented on pages 106 to 121, are in accordance with the Corporations Act 2001, including:

- (a) Complying with Australian Sustainability Reporting Standard AASB S2 Climate-related Disclosures and any further requirements determined under section 296C(2) of the Corporations Act 2001; and
- (b) Containing the climate statement disclosures required by section 296D of the Corporations Act 2001. Made in accordance with a resolution of the directors of Michael Hill International Limited pursuant to section 296A(6) of the Corporations Act 2001, as modified by section 1707C(2) of the Corporations Act 2001.

On behalf of the Board,



R I Fyfe

Chair

Brisbane

28 August 2026

Independent auditor's review report to the members of Michael Hill International Limited

Conclusion

We have conducted a review of the following information in the Sustainability Report of Michael Hill International Limited (the Company), and its subsidiaries (collectively the Group) for the year ended 28 June 2026 (the 'selective sustainability information') as required by Australian Standard on Sustainability Assurance ASSA 5010 *Timeline for Audits and Reviews of Information in Sustainability Reports under the Corporations Act 2001* issued by the Auditing and Assurance Standards Board (AUASB):

Selective sustainability information	Criteria: Reporting requirement of AASB S2 Climate-related Disclosures (AASB S2) (including related general disclosures required by Appendix D)	Location in Sustainability Report
Governance	Paragraph 6	Governance section (pages 3 to 5)
Strategy (risk and opportunities)	Subparagraphs 9(a), 10(a) and 10(b)	Climate-related risk and opportunity tables, limited to risk/opportunity descriptions and classification as physical or transition (pages 8 to 12).
Scope 1 and 2 emissions	Subparagraphs 29(a)(i)(1) to (2) and 29(a)(ii) to (v)	Metrics and Targets section (pages 14 to 16), ending with the "Use of estimates" subsection

The requirements of AASB S2 identified in the table above form the criteria relevant to the selective sustainability information and apply under Division 1 of Part 2M.3 of the *Corporations Act 2001* (the Act).

We have not become aware of any matter in the course of our review that makes us believe that the selective sustainability information specified in the table above does not comply with Division 1 of Part 2M.3 of the *Corporations Act 2001*.

Basis for conclusion

Our review has been conducted in accordance with Australian Standard on Sustainability Assurance ASSA 5000 *General Requirements for Sustainability Assurance Engagements* (ASSA 5000) issued by the AUASB. Our review includes obtaining limited assurance about whether the selective sustainability information is free from material misstatement.

In applying the relevant criteria, we note that subsection 296C(1) of the Act includes a requirement to comply with AASB S2.



**Shape the future
with confidence**

Our conclusion is based on the procedures we have performed and the evidence we have obtained in accordance with ASSA 5000. The procedures in a review vary in nature and timing from, and are less in extent than for, an audit. Consequently, the level of assurance obtained in a review is substantially lower than the assurance that would have been obtained had an audit been performed. See the *Summary of the Work performed* section of our report.

Our responsibilities under ASSA 5000 are further described in the *Auditor's responsibilities* section of our report.

We are independent of the Group in accordance with the auditor independence requirements of the Act and the ethical requirements of *APES 110 Code of Ethics for Professional Accountants (including Independence Standards)* issued by the Accounting Professional & Ethical Standards Board Limited (November 2018 incorporating all amendments to June 2024) (the Code) that are relevant to reviews of the selective sustainability information of public interest entities in Australia. We have also fulfilled our other ethical responsibilities in accordance with these requirements and the Code.

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

Our firm applies Australian Standard on Quality Management ASQM 1 *Quality Management for Firms that Perform Audits or Reviews of Financial Reports and Other Financial Information or Other Assurance or Related Services Engagements*, which requires the firm to design, implement and operate a system of quality management, including policies and procedures regarding compliance with ethical requirements, professional standards, and applicable legal and regulatory requirements.

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

Other matter

Comparative information was not subject to an assurance engagement in the prior period. In connection with our review on the selective sustainability information, our responsibility is to determine whether the comparative information is appropriately presented, by evaluating its consistency with the disclosures presented in the prior period and the consistency of the criteria with the criteria applied in the current period. Our conclusion is not modified in respect of this matter.

Other information

The directors of the Company are responsible for the other information. The other information comprises the Company's Annual Report, including the Financial Report and the Sustainability Report, but does not include the selective sustainability information and our review report thereon.

Our conclusion on the selective sustainability information does not cover the other information and we do not express any form of assurance conclusion thereon.

A member firm of Ernst & Young Global Limited
Liability limited by a scheme approved under Professional Standards Legislation



In connection with our review of the selective sustainability information, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the selective sustainability information, or our knowledge obtained when conducting the review, 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 for the selective sustainability information

The directors of the Company are responsible for:

- The preparation of the selective sustainability information in accordance with the Act; and
- Designing, implementing and maintaining such internal control necessary to enable the preparation of the selective sustainability information, in accordance with the Act that is free from material misstatement, whether due to fraud or error.

Inherent limitations

As discussed on page 8 of the Report, climate-related risk management is an emerging area, and often uses data and methodologies that are developing and uncertain. The Report contains forward looking statements, including climate-related scenarios, targets, assumptions, climate projections, forecasts, statements of future intentions and estimates and judgements that have not yet occurred and may never occur. We do not provide assurance on the achievability of this prospective information.

Greenhouse gas emissions quantification is subject to significant measurement uncertainty, which arises because of incomplete scientific knowledge used to determine emissions factors and the values needed to combine emissions of different gases. The comparability of sustainability information between entities and over time may be affected by inconsistencies in the methods to estimate or measure those emissions, due to different, but acceptable, methods applied.

Auditor's responsibilities

Our objectives are to plan and perform the review to obtain limited assurance about whether the selective sustainability information, defined in the *Conclusion* section of our report, is free from material misstatement, whether due to fraud or error, and to issue a review report that includes our conclusion. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence decisions of users taken on the basis of the selective sustainability information.

As part of a review in accordance with ASSA 5000, we exercise professional judgement and maintain professional scepticism throughout the engagement. We also:

- Perform risk assessment procedures, including obtaining an understanding of internal control relevant to the engagement, to identify and assess the risks of material misstatements, whether due to fraud or error, at the disclosure level but not for the purpose of providing a conclusion on the effectiveness of the entity's internal control.

A member firm of Ernst & Young Global Limited
Liability limited by a scheme approved under Professional Standards Legislation



**Shape the future
with confidence**

- Design and perform procedures responsive to assessed risks of material misstatement at the disclosure level. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

Summary of the work performed

A review is a limited assurance engagement and involves performing procedures to obtain evidence about the selective sustainability information. The nature, timing and extent of procedures selected depend on professional judgement, including the assessed risks of material misstatement at the disclosure level, whether due to fraud or error.

In conducting our review, the procedures we performed included, but were not limited to:

- Considered the completeness of Michael Hill International Limited's assessment of climate-related risks and opportunities
- Conducted interviews with key personnel to understand the process for collecting, collating and reporting the selective sustainability information during the reporting period
- Read minutes of relevant committees to understand matters discussed and decisions made with respect to climate-related disclosures
- Assessed the appropriateness of the reporting boundaries applied
- Undertook analytical review procedures to support the reasonableness of the selective sustainability information
- Evaluated the appropriateness of emission factors applied in the greenhouse gas emission processes
- Agreed the selective sustainability information disclosures made in the report with the underlying records
- Evaluated the presentation and disclosure of the selective sustainability information against the requirements of AASB S2

A stylized, handwritten signature of 'Ernst & Young' in black ink.

Ernst & Young

A stylized, handwritten signature of 'Rebecca Burrows' in black ink.

Rebecca Burrows
Partner
Brisbane
28 August 2026

A member firm of Ernst & Young Global Limited
Liability limited by a scheme approved under Professional Standards Legislation



ADDITIONAL SHAREHOLDER INFORMATION

AS AT 31 AUGUST 2026

The Company has one class of shares on issue (being ordinary shares). The Company's shares are listed on the Australian Securities Exchange and the New Zealand Stock Exchange.

	Number
Issued capital	384,842,602
Number of shareholders	3,743
Minimum parcel price	\$0.375
Holders with less than a marketable parcel	709

TWENTY LARGEST SHAREHOLDERS			
Rank	Shareholder Name	Number of Fully Paid Ordinary Shares	% of Fully Paid Ordinary Shares
1	HOGLETT HAMLETT LIMITED*	145,740,600	37.87
2	CITICORP NOMINEES PTY LIMITED	34,666,782	9.01
3	SQUEAKIDIN LIMITED*	19,156,926	4.98
4	NEW ZEALAND CENTRAL SECURITIES DEPOSITORY LTD	18,392,601	4.78
5	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	15,375,383	4.00
6	J P MORGAN NOMINEES AUSTRALIA PTY LIMITED	13,065,508	3.40
7	PETER KARL CHRISTOPHER HULJICH + JOHN HAMISH BONSHAW IRVING	8,309,322	2.16
8	MOLE HILL LIMITED*	7,991,786	2.08
9	KENNEDY CONSOLIDATED CAPITAL PTY LTD	5,427,867	1.41
10	MOLE HILL LIMITED*	5,000,000	1.30
11	BNP PARIBAS NOMINEES PTY LTD	4,538,750	1.18
12	NEW ZEALAND DEPOSITORY NOMINEE LIMITED	3,887,729	1.01
13	CHRISTOPHER PETER HULJICH + CONSTANCE MARIA F HULJICH + PETER KARL CHRISTOPHER HULJICH	3,488,861	0.91
14	MR RAYMOND JAMES ALLAN	2,908,371	0.76
15	HOGLETT HAMLETT LIMITED*	2,590,000	0.67
16	CUSTODIAL SERVICES LIMITED	2,143,823	0.56
17	VANWARD INVESTMENTS LIMITED	2,036,974	0.53
18	THE PEOPLE SHOP LIMITED	1,946,433	0.51
19	CLARE HESSE	1,646,519	0.43
20	MR REX CHARLES MINCHER	1,500,000	0.39
Total		299,814,235	77.91
Total Remaining Holders Balance		85,028,367	22.09

*Denotes entities in which a member or members of the Hill family have an interest.

DISTRIBUTION OF SECURITY HOLDERS		
Range	Number of holders of fully paid ordinary shares	Number of fully paid ordinary shares
1 - 1,000	610	332,379
1,001 - 5,000	1,180	3,525,344
5,001 - 10,000	663	5,386,800
10,001 - 100,000	1,127	37,080,081
Over 100,001	163	338,517,998
Total	3,743	384,842,602

UNMARKETABLE PARCELS			
	Minimum Parcel Size	Number of Holders	Number of Units
Minimum \$500.00 parcel at \$0.375 per unit	1,334	709	451,445

As at 31 August 2026, there are five substantial shareholders that the Company is aware of:

SUBSTANTIAL HOLDERS		
Name	Latest Notice Date	Shares
Hoglett Hamlett Limited and others*	13 October 2016	148,330,600
Mark Simon Hill	3 September 2021	163,487,902
Emma Jane Hill	13 October 2016	167,487,526
Spheria Asset Management Pty Ltd	2 April 2026	39,408,511
Accident Compensation Corporation	13 April 2026	22,393,710

* Includes: Hoglett Hamlett Limited (New Zealand incorporated company with company number 5994887), Sir Richard Michael Hill, Lady Ann Christine Hill and Veritas Hill Limited (New Zealand incorporated company with company number 2303840).

The above table sets out the number of securities held by substantial shareholders in the Company as disclosed in their last substantial shareholder's notice. Those shareholders may have acquired or disposed of securities in the Company since the date of that notice. A substantial shareholder is only required to disclose acquisition or disposals where there has been a movement of at least 1% in their shareholding.

SHARE OPTIONS AND RIGHTS

The Company has 300,000 unlisted share options and 13,019,933 share rights on issue. As at 31 August 2026 there was 1 holder of share options and 37 holders of share rights.

CORPORATE DIRECTORY

As at 31 August 2026

DIRECTORS

R I Fyfe B.Eng, F.E.N.Z., C.N.Z.M. Chair

Sir R M Hill K.N.Z.M. (leave of absence from 14 April 2025, until his passing on 29 July 2025)

E J Hill B.Com, M.B.A.

G W Smith B.Com, F.C.A., F.A.I.C.D.

D Whittle B.A., B.Com

C Batten LLB (Hons), B.Com, Deputy Chair

A Slingsby B.A., PPL (HBS) (appointed as alternate non-executive director to Sir Richard Michael Hill on 14 April 2025, resigned 29 July 2025; appointed as non-executive director 8 September 2025)

K Bozic CA, GAICD, BEc, MBA (appointed 29 August 2026)

M Bayliss B.Sc., ACA (appointed 29 August 2026)

COMPANY SECRETARY

K Palethorpe (18 March 2024 – 17 March 2026)

M Kremastos (17 March 2026 – 2 July 2026)

C Hoyle (commencing 2 July 2026)

PRINCIPAL REGISTERED OFFICE IN AUSTRALIA

34 Southgate Avenue
Cannon Hill QLD 4170
Australia

SHARE REGISTER

Computershare Investor Services Pty Ltd

Level 1,
200 Mary Street,
Brisbane QLD 4000
1300 552 270 (within Australia)
+61 3 9415 4000 (outside of Australia)

STOCK EXCHANGE LISTING

Michael Hill International Limited shares are listed on the Australian Securities Exchange as its primary listing (ASX:**MHJ**), and on the New Zealand Stock Exchange as a secondary listing (NZX:**MHJ**).

AUDITOR EY

Level 51,
111 Eagle Street,
Brisbane QLD 4000

SOLICITOR Allens

Level 26,
480 Queen Street,
Brisbane QLD 4000

BANKERS

ANZ Australia
ANZ New Zealand
Royal Bank of Canada
Bank of Montreal
Commonwealth Bank of Australia

WEBSITES

www.michaelhill.com.au
www.michaelhill.co.nz
www.michaelhill.ca
www.bevilles.com.au
investor.michaelhill.com

EMAIL

online@michaelhill.com.au





MICHAEL HILL

INTERNATIONAL LIMITED