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Innovations that work.™

ACN 109 200 900

AUSTRALIAN SECURITIES EXCHANGE ANNOUNCEMENT

13 August 2025

Entitlement Offer Prospectus and Timetable

Eden Innovations Ltd ("Eden") (ASX: EDE) is pleased provide a prospectus for its non-renounceable basis entitlement offer to shareholders, for New Entitlement Offer shares at $0.035 each on a 1-for-2 basis plus one (1) free attaching unlisted option for every two (2) new Entitlement Offer shares, each exercisable at seven ($0.07) cents and expiring two (2) years from issue date ("Entitlement Offer"), to raise up to approximately $5.7 million before costs.

The offer will be made to all shareholders with registered addresses in Australia and New Zealand who hold shares as at 5.00pm (AWST) on the record date of 18 August 2025, with an updated timetable following:

Event	
Announce Appendix 3B in respect of Entitlement Offer and Prospectus	13 August 2025
Ex date of Entitlement Offer	15 August 2025
Record date for Entitlement Offer	18 August 2025
Dispatch of Entitlement Offer Prospectus	19 August 2025
Entitlement Offer opens	19 August 2025
Last day to extend the Entitlement Offer	28 August 2025
Entitlement Offer closes	2 September 2025
Securities quoted on a deferred settlement basis from market open	3 September 2025
Announcement of results of Entitlement Offer and shortfall to ASX	4 September 2025
Issue of new Entitlement Offer securities and lodgement of Appendix 2A	8 September 2025

Further details are be provided in the Entitlement Offer Prospectus attached to this announcement.

Brett Tucker
Company Secretary

This announcement was authorised by the above signatory.
For further information please contact Brett Tucker on +61 8 9282 5889.

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EDEN INNOVATIONS LTD
NON-RENOUNCEABLE RIGHTS ISSUE
TRANSACTION-SPECIFIC PROSPECTUS

For a non-renounceable pro-rata Rights Issue of approximately 164,497,687 Shares on the basis of one (1) new Share for every two (2) Shares held by Qualifying Shareholders as at 5:00pm WST on the Record Date, at an issue price of $0.035 per Share together with one (1) Option for every two (2) New Shares acquired free of charge (each to acquire 1 Share at an exercise price of $0.07 per Share, exercisable at any time up to and including two (2) years after their date of issue). The Rights Issue, if fully subscribed, will raise up to approximately $5,757,419 (before expenses of the Rights Issue).

Qualifying Shareholders may, in addition to their Entitlement, apply for Shortfall.

IMPORTANT INFORMATION

This Prospectus is a transaction-specific prospectus issued under section 713 of the Corporations Act. This Prospectus is not required to, and does not, contain all of the information that is generally required to be set out in a prospectus, including general information in relation to the assets and liabilities, financial position, profits and losses or prospects of the Company. This Prospectus generally only contains information in relation to the effect on the Company of the offer of, and the rights and liabilities attaching to, the New Shares and New Options offered under this Prospectus.

The New Options will not be quoted on the ASX.

This is an important document that should be read in its entirety. If you do not understand it you should consult your professional advisers.

The Entitlement Offer is not underwritten.

THE SHARES AND OPTIONS OFFERED UNDER THIS PROSPECTUS ARE OF A SPECULATIVE NATURE.

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IMPORTANT STATEMENT

This Prospectus is dated 13 August 2025.

A copy of this Prospectus was lodged with ASIC on 13 August 2025. Neither ASIC nor ASX take any responsibility for the contents of this Prospectus.

This Prospectus contains an Entitlement Offer to Qualifying Shareholders whose registered addresses are in Australia and New Zealand, and has been prepared to comply with the requirements of the securities laws of Australia and New Zealand.

Distribution of this Prospectus in jurisdictions outside Australia and New Zealand may be restricted by law and persons who come into possession of this Prospectus should seek advice and observe any such restrictions. Any failure to comply with such restrictions may constitute a violation of applicable securities laws. This Prospectus does not constitute an offer in any place in which, or to any person to whom, it would not be lawful to make an offer. No action has been taken to register this Prospectus, the New Shares, New Options or the Rights, or otherwise permit an offering of the New Shares, New Options or the Rights, in any jurisdiction outside of Australia or New Zealand.

No New Shares or New Options will be issued on the basis of this Prospectus later than 13 months after the date of this Prospectus.

Application will be, or has been, made within 7 days of the date of this Prospectus for permission for the New Shares offered by this Prospectus to be admitted to Quotation on the ASX. The New Options will not be quoted on the ASX.

RISK FACTORS

The New Shares and New Options offered under this Prospectus are of a speculative nature. Applicants should read this Prospectus in its entirety and, if in any doubt, consult with their professional advisors before deciding whether to apply for New Shares (and accompanying New Options). **In particular, it is important that Applicants consider the risk factors set out in this Prospectus.** The New Shares and New Options offered under this Prospectus carry no guarantee in respect of return of capital, return on capital investment, payment of dividends or the future value of the Shares or Options.

DISCLAIMER

No person is authorised to give any information or to make any representation in connection with the Offers which is not contained in this Prospectus. Any information or representation not contained in this Prospectus may not be relied on as having been authorised by Eden (or its Directors or advisers) in connection with the Offers.

PROSPECTUS AVAILABILITY

This Prospectus is available in both a paper and electronic version. Qualifying Shareholders with registered addresses in Australia and New Zealand will be sent a paper copy of this Prospectus on 19 August 2025 if they have not elected to receive electronic communications from the Company. An electronic version of this Prospectus will be emailed to Qualifying Shareholders who have elected to receive electronic communications from the Company and have provided Automic (the Company's share registry) with their email address and it may also be viewed by Qualifying Shareholders by accessing their secure electronic account with Automic. In addition, Qualifying Shareholders can obtain, upon request and free of charge, a paper copy of this Prospectus during the Rights Issue by calling the Company by telephone on (+618) 9282 5889 or Automic on 1300 288 664. A copy of this Prospectus will also be available on the Eden website at https://edeninnovations.com/. Qualifying Shareholders who access the electronic version of this Prospectus should ensure that they download and read the entire Prospectus. A personalised Entitlement and Acceptance Form will accompany the paper or electronic copy of the Prospectus (as applicable) sent to Qualifying Shareholders on 19 August 2025 or accessed by Qualifying Shareholders from their secure electronic account. When logged into their secure electronic account (within the Automic website at www.automicgroup.com.au), Qualifying Shareholders should select "Documents and Statements" from the menu to view the Prospectus and their personalised Entitlement and Acceptance Form, and to download and print as required.

Qualifying Shareholders should contact the Company by telephone on (+618) 9282 5889 if they are concerned that they have received an incomplete or altered version of this Prospectus.

Neither this Prospectus nor the accompanying Entitlement and Acceptance Form may be sent or otherwise distributed by Qualifying Shareholders to persons outside of Australia and New Zealand.

TRANSACTION-SPECIFIC PROSPECTUS

This Prospectus is a transaction-specific prospectus issued in accordance with section 713 of the Corporations Act. This Prospectus is not required to, and does not, contain all the information that is generally required to be set out in a prospectus, including general information in relation to the assets and liabilities, financial position, profits and losses or prospects of the Company. This Prospectus generally only contains information in relation to the effect on the Company of the offer of, and the rights and liabilities attaching to, the New Shares and New Options offered under this Prospectus.

Section 7.1 of this Prospectus sets out further information in relation to the nature and contents of this Prospectus.

FORWARD LOOKING STATEMENTS

This Prospectus contains forward-looking statements which are identified by words such as 'may', 'could', 'believes', 'estimates', 'targets', 'expects', or 'intends' and other similar words that involve risks and uncertainties.

These statements are based on an assessment of present economic and operating conditions, and on a number of assumptions regarding future events and actions that, as at the date of this Prospectus, are expected to take place.

Such forward-looking statements are not guarantees of future performance and involve known and unknown risks, uncertainties, assumptions and other important factors, many of which are beyond the control of the Company, the Directors and its management.

The Company cannot and does not give any assurance that the results, performance or achievements expressed or implied by the forward-looking statements contained in this Prospectus will actually occur and Applicants are cautioned not to place undue reliance on these forward-looking statements.

The Company has no intention to update or revise forward-looking statements regardless of whether new information, future events or any other factors affect the information contained in this Prospectus, except where required by law.

These forward-looking statements are subject to various risk factors that could cause the Company's actual results to differ materially from the results expressed or anticipated in these statements. These risk factors are set out in Section 5.

NO INVESTMENT ADVICE

The information contained in this Prospectus is not financial product advice or investment advice and does not take into account your financial or investment objectives, financial situation or particular needs (including financial or taxation issues). You should seek professional advice from your accountant, financial advisor, stockbroker, lawyer or other professional adviser before deciding to subscribe for New Shares and New Options under this Prospectus to determine whether it meets your objectives, financial situation and needs.

DEFINITIONS AND ABBREVIATIONS

Throughout this Prospectus abbreviations and defined terms are used. Defined terms are generally identified by the use of an uppercase first letter. Details of the definitions and abbreviations used are set out in section 8 of this Prospectus.

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SUMMARY OF ENTITLEMENT OFFER

This information is intended as a summary only and should be read in conjunction with the more detailed information appearing elsewhere in this Prospectus. Applicants should read this entire Prospectus, including the risks in section 5, in order to make an informed decision about acquiring New Shares and New Options.

1. KEY POINTS

New Share Issue Price	$0.035 per New Share
Qualifying Shareholder Entitlement	1 New Share for every 2 Existing Share held on the Record Date (together with 1 free accompanying New Option for every 2 New Shares acquired under this Prospectus)
Approximate number of New Shares to be issued under this Rights Issue	Up to 164,497,687
Approximate number of New Options to be issued under this Rights Issue	Up to 82,248,844
Approximate amount to be raised under this Rights Issue (assuming this Rights Issue is fully subscribed and before expenses of this Rights Issue)	Up to $5,757,419

*These figures assume that none of the Existing Options are converted to Shares prior to the Record Date. If this occurs, the number of New Shares and New Options, and the amount raised under this Rights Issue, may increase.

2. SUMMARY OF IMPORTANT DATES

Lodgement of Prospectus with ASIC and ASX	13 August 2025
Ex date of Entitlement Offer	15 August 2025
Record Date for determining Entitlements	18 August 2025
Prospectus despatched to Qualifying Shareholders and Offer opens	19 August 2025
Last date to extend the Entitlement Offer	28 August 2025
Entitlement Offer closes*	2 September 2025
Securities quoted on a deferred settlement basis from market open	3 September 2025
Announcement of results of Entitlement Offer and shortfall to ASX	4 September 2025
Issue of new Entitlement Offer securities and lodgement of Appendix 2A	8 September 2025

This timetable is indicative only and subject to change. The Company reserves the right, subject to the Corporations Act and the Listing Rules, to vary the above dates (including, without limitation, to extend the Closing Date or to close the Offers early), or to withdraw the Offers and this Prospectus at any time, without prior notice. Any extension of the Closing Date will have a consequential effect on subsequent milestones set out above.

* See section 2.12 in relation to the Shortfall Offers.

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INVESTMENT OVERVIEW AND KEY RISKS

Question	Response	Where to find more information
What is the Entitlement Offer?	1 New Share for every 2 Shares held by Qualifying Shareholders as at 5:00pm WST on the Record Date, at an issue price of $0.035 per New Share together with 1 New Option for every 2 New Shares acquired free of charge (each to acquire 1 Share at an exercise price of $0.07 per Share, exercisable at any time up to and including 2 years after their date of issue) to raise up to approximately $5,757,419 (before expenses of the Rights Issue).	Sections 2.1.1 and 2.2
What are the Shortfall Offers?	If the Entitlement Offer is not fully subscribed, Qualifying Shareholders may apply for additional New Shares (and accompanying New Options) making up the Shortfall in addition to their Entitlement under the Entitlement Offer. Any remaining Shortfall may be placed by the Directors, in their discretion, to investors.	Sections 2.1.2 and 2.12
What are the key terms of the Securities being offered under the Offers?	All New Shares will be issued as fully paid ordinary shares and will rank equally in all respects with all existing ordinary fully paid shares. All New Options will be issued on the terms and conditions set out in section 7.5 of this Prospectus. All Shares issued consequent upon the exercise of the New Options will be issued as fully paid ordinary shares and will rank equally in all respects with all of the existing ordinary shares. The New Options will not be quoted on the ASX.	Sections 7.4 and 7.5
Am I a Qualifying Shareholder?	The offer is made to Qualifying Shareholders only, being a holder of Shares in the Company registered at 5:00pm WST on the Record Date (15 August 2025) and whose registered address is in Australia or New Zealand.	Section 2.3
Is the Entitlement Offer underwritten?	The Entitlement Offer is not underwritten.	Section 2.10
Is the Entitlement Offer subject to a minimum subscription?	There is no minimum subscription to the Entitlement Offer.	Section 2.11
How do I apply for New Shares and accompanying New Options and Shortfall under the Offers?	Applications for New Shares (and accompanying New Options) can be made by Qualifying Shareholders making payment by EFT, BPAY®, cheque or money order, for the amount of the Entitlement and Shortfall Shares applied for. A Qualifying Shareholder's personalised Entitlement and Acceptance Form must accompany payment if made by cheque or money order.	Section 3
Can I sell my Entitlements?	No, as the Entitlement Offer is non-renounceable	Section 3.3
How will the Shortfall by allocated?	Qualifying Shareholders may apply for additional New Shares (and accompanying New Options) making up the Shortfall. The Shortfall will be allocated, firstly, to Qualifying Shareholders and secondly, to investors nominated by the Directors.	Section 2.12
How will the proceeds of the Offers by used?	The Company intends to use the cash proceeds raised under the Offers (assuming full subscription) as follows: Costs of the Offers $50,000 Business Development Activities and General Working Capital $3,402,505 Repayment of Debt $2,294,914* *To the maximum extent permitted by s.606 of the Corporations Act, two of the Company's largest shareholders, being the Arkenstone Group and MB Group, intend to take up all or a portion of its Entitlements under this Rights Issue, with	Section 6.4

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	a portion of the amount which the Company owes to it as at the date of this Prospectus being applied by it to pay for all of the Application Money(s) for the New Shares it subscribes for under its Entitlement, in partial satisfaction of this indebtedness. Accordingly, this amount will not be received by the Company in cash, and the maximum cash proceeds which may be raised by the Company under this Rights Issue (before expenses of the Rights Issue) will therefore be $3,462,505 (assuming full subscription)	
What are the key risks of a subscription under the Offers?	An investment in the Company carries risks that Qualifying Shareholders should consider before making a decision to subscribe for New Shares. These risks include: • The Company is (and has been) incurring ongoing operating losses. The Company and its subsidiaries ability to continue as a going concern is therefore currently reliant on it raising further capital (equity or debt) to fund working capital. The Company's ability to raise further capital within an acceptable time, for a sufficient amount and on terms acceptable to it will vary accordingly to a number of factors. There is no guarantee that the Company will achieve commercial viability in the future. • The Company owes US$5.8 million to iBorrow REIT (facility expiry date 15 January 2026) and A$2.63 million to two companies associated with its Directors (repayable on demand). The Company may not be able to extend, refinance or repay the iBorrow loan on its due date. It is likely the Company will have to raise further capital or borrow funds in the future to repay some or all of these loans. • There is no guarantee that the Company's commercialisation of EdenCrete®, EdenCrete®Pz, EdenCrete®Pz7, OptiBlend® or Hythane™ will be successful or that the Company will be able to achieve sufficient growth in market acceptance for the sale of its existing products for it to achieve financial self-sufficiency. • The income of the Company is exposed to product price and exchange rate risks, particularly noting that the Company's operations are primarily based in the US and India. • The income of the Company is currently heavily reliant on a key customer group for reoccurring sales, and a loss of this customer would therefore materially impact sale. • U.S tariffs could negatively impact on the pricing and demand for Eden Group's products with its U.S and international customers. • The Company is exposed to competition from competing technologies and products (including new technologies), and to the risk that its intellectual property will be infringed. • In addition, many general factors including local and world economic conditions and outlook, general movements in local and international stock markets, investor sentiment, interest rates, the rate of inflation, exchange rates, all of which are beyond the control of the Company, may adversely impact the Company. Please consider these risks, particularised in more detail in section 5 of this Prospectus, and the other information in this Prospectus, before decided whether, or not, to apply for New Shares under this Prospectus.	Section 5

What will the indicative capital structure be upon completion of the Offers (assuming full subscription)?	At the completion of the Offers (assuming full subscription), the capital structure of the Company will be as follows: **Shares** Shares at Record Date – 328,995,374 Maximum number of New Shares (estimated) – 164,497,687 Total Shares upon completion of the Offers (estimated) – 493,493,061 **Options** Options at Record Date – 29,362,389 Maximum number of New Options (estimated) – 82,248,844 Total Options upon completion of the Offers (estimated) – 111,611,233	Section 6.2
What will be the effect of the Offer on the control of the Company?	The Offers are unlikely to have any material effect on the control of the Company. The Company's three largest shareholders, Noble, Arkenstone (and its associated entities) and March Bells (and its associated entities) hold 33.9%, 19.99% and 19.87% of the Shares in the Company respectively. Noble does not intend to take up any of its Entitlements. The Company owes Arkenstone and March Bells, in the aggregate, $2,672,374 (as at 11 August 2025), the majority of which amount has been used by the Company for working capital purposes. The Arkenstone Group and MB Group have each indicated to the Company that it intends to take up all or a portion of its Entitlements, to the maximum extent permitted by s606 of the Corporations Act (and so that its percentage shareholding in the Company at the conclusion of this Offer will not exceed 19.99%), by applying a portion of the amount the Company owes to it against the Application Money(s) for the New Shares it subscribes for. Neither the Arkenstone Group nor MB Group will apply for any of the Shortfall.	Section 2.21
How can I obtain further information?	Enquiries concerning the Entitlement and Acceptance Form or about subscribing for New Shares and New Options under this Prospectus should be directed to the Automic Group on 1300 288 664 (within Australia) or +61 2 9698 5414 (international) between 8:30am and 7:00pm (Sydney time), Monday to Friday or email corporate.actions@automicgroup.com.au. If after reading this Prospectus or contacting Automic Group you have any questions about any aspect of an investment in the Company, please consult your stockbroker, accountant or independent financial advisor.	Section 2.27

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1. CHAIRMAN'S LETTER

Dear Shareholders

The objective of this Rights Issue is to provide the Company with funds to continue to realise its goals of developing and expanding the global markets for its existing products, being the EdenCrete® range of carbon nanotube enriched liquid, concrete admixtures and its OptiBlend® dual fuel technology.

A brief summary of the recent progress that has been made during the past 3 months, and the prospects moving forward, as detailed in the Company's last Quarterly Activities Statement for the quarter ended 30 June 2025, is as follows;

Eden USA – EdenCrete Products Sales Growth

- Second highest quarter recorded for all product sales, totaling US$360k (approx. A$562k)
- Growing sales trend in the June quarter, shown by:
  - 114% increase in Q4 sales year-on-year for all EdenCrete® products
  - 50% increase in total sales in FY25 of US$1.46m (approx. AUD$2.3m) compared to FY24
  - Back-to-back growth in total product sales for each half year period since 1 Jan 2024
- Record quarter in sales of Pz7, totalling US$223k (approx. AUD$350k)
- Rapid growth in Pz7 'Ready Mix Concrete' Plant installations in Q4, with 12 new installations, bringing a total 16 plants now online:
  - USA: 5 new installations, for a total 7 plants in Colorado
  - Ecuador: 7 new installations, for a total 9 plants in Ecuador
- Pz7 production process optimised and capacity increased by 500%

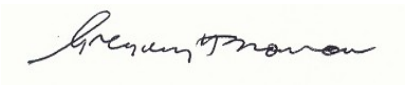
Substantial Debt Repayments to Strengthen Balance Sheet

- $4.94m of Shareholder Loans were repaid by the issue of 123,500,000 Shares on 11 August 2025, as approved by Shareholders at a general meeting on 22 July 2025
- A further portion of the Shareholder Loans are anticipated to be repaid through Entitlement Offer participation (although this will be dependent upon the take up of the Rights under the Entitlement Offer - please see the next paragraph and section 2.21 of this Prospectus)
- US $5m sale of Georgia US property anticipated to settle in late August 2025, with funds to repay approx. 70% of the iBorrow Loan and significantly reduce borrowing costs

Two of Eden's directors, Greg Solomon and Doug Solomon (through associated entities) intend, to the maximum extent permitted by s606 of the Corporations Act, to take up all or a portion of their Entitlements under this Rights Issue, with a portion of the amount they have each lent to the Company (which is repayable to them on demand) being applied to pay for all of their Application Money(s) for the new Shares they subscribe for under their Entitlement, in partial satisfaction and repayment of such loan (see section 2.20 of this Offer Document for further details).

Shareholders are requested to read this Prospectus carefully, and I commend this Rights Issue to you.

Yours sincerely



Gregory H Solomon
Chairman

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2. DETAILS OF THE OFFERS

2.1 The Offers

By this Prospectus, the Company makes the following offers:

2.1.1 a non-renounceable pro rata rights issue of approximately 164,497,687 New Shares and 82,248,844 New Options (assuming that none of the Existing Options of the Company are converted to Shares prior to the Record Date) on the basis of 1 New Share for every 2 Existing Shares held as at the Record Date at an issue price of $0.035 each, together with 1 New Option free of charge for every 2 New Shares acquired (each New Option being to acquire 1 Share at an exercise price of $0.07 exercisable at any time up to and including two years after the date of issue), to raise up to approximately $5,757,419 before expenses of the offer ("the Entitlement Offer"); and

2.1.2 if the Entitlement Offer is not fully subscribed, an offer of the Shortfall to:

2.1.2.1 Qualifying Shareholders who wish to apply for additional New Shares (and accompanying New Options) in excess of their Entitlement under the Entitlement Offer ("QS Shortfall Offer"); and

2.1.2.2 any investor to whom the Directors elect, in their discretion, to place the balance of the Shortfall remaining after the QS Shortfall Offer in section 2.1.2.1 has been completed in accordance with section 2.12 ("Investor Shortfall Offer"),

on the terms set out in section 2.12 (together the "Shortfall Offers").

The Offers are not underwritten.

As the Entitlement Offer is non-renounceable, Qualifying Shareholders who do not wish to exercise their Rights to subscribe for some or all of the New Shares (and accompanying New Options) being offered to them under this Prospectus may not sell or otherwise transfer those Rights, and those Rights will lapse upon the expiry of the Offer Period.

2.2 Shares and Options offered for subscription under the Entitlement Offer

By this Prospectus, the Company is making a non-renounceable pro rata rights issue to Qualifying Shareholders of approximately 164,497,687 New Shares and 82,248,844 New Options (assuming that none of the Existing Options of the Company are converted to Shares prior to the Record Date) on the basis of 1 New Share for every 2 Existing Shares held as at the Record Date at an issue price of $0.035 each, together with 1 New Option free of charge for every 2 New Shares acquired (each New Option to acquire 1 Share at an exercise price of $0.07 exercisable at any time up to and including two years after the date of issue).

All New Shares issued pursuant to this Prospectus will be issued as fully paid ordinary shares and will rank equally in all respects with the Existing Shares (see section 7.4 of this Prospectus).

The New Options issued pursuant to this Prospectus will be issued on the terms and conditions set out in section 7.5 of this Prospectus. All Shares issued consequent upon the exercise of the New Options will be issued as fully paid ordinary shares and will rank equally in all respects with the Existing Shares. The New Options will not be quoted on the ASX.

2.3 Entitlement to Participate in the Entitlement Offer

Shareholders who are registered on the Company's Share Register and whose registered addresses are in Australia or New Zealand at the close of business on the Record Date, being 5.00pm WST on 18 August 2025, are eligible to

participate in the Entitlement Offer (Qualifying Shareholders). An Entitlement and Acceptance Form setting out Qualifying Shareholders' Entitlements to New Shares and New Options will accompany this Prospectus.

Fractional Entitlements will be rounded up to the nearest whole number of New Shares and accompanying New Options. For this purpose, holdings in the same name are aggregated for calculation of Entitlements. If Eden considers that holdings have been split to take advantage of rounding, the Company reserves the right to aggregate holdings held by associated Qualifying Shareholders for the purpose of calculating Entitlements.

2.4 Applications

This Entitlement Offer may be accepted by Applicants in whole or in part prior to the Closing Date, subject to the right of the Company to extend the Offer Period or close the Entitlement Offer early (see section 2.15).

Instructions for accepting an Entitlement are set out in section 3 of this Prospectus and on the Entitlement and Acceptance Form which will accompany this Prospectus.

This Entitlement Offer is made on a non-renounceable basis such that Qualifying Shareholders may not sell or transfer all or any part of their Entitlement. If Qualifying Shareholders do not take up their Entitlement by the Closing Date, their Entitlement to new Shares under this Offer will lapse.

2.5 Application money

All Qualifying Shareholders who accept the Entitlement Offer made to them in its entirety will receive their Entitlement in full.

New Shares and accompanying New Options will be issued to an Applicant only after all of their Application Money has been received and ASX has granted permission for the New Shares to be quoted.

All Application Money received before the New Shares and accompanying New Options are issued will be held in a special purpose bank account. After the New Shares and New Options are issued to Applicants, the funds in the account will be received by the Company. All Application Moneys will be returned (without interest) if this Rights Issue is withdrawn or otherwise does not proceed.

If the New Shares are not admitted to Quotation by ASX within 3 months after the date of this Prospectus (or any longer period permitted by ASIC), the Company will refund all Application Moneys in full.

2.6 Issue outside Australia and New Zealand

This Prospectus does not constitute an offer of Securities in any place outside Australia and New Zealand in which, or to any person to whom, it would not be lawful to make such an offer or to issue the Prospectus. The distribution of this Prospectus and the accompanying Entitlement and Acceptance Form in jurisdictions outside Australia and New Zealand may be restricted by law and persons who come into possession of this Prospectus and the accompanying Entitlement and Acceptance Form (including nominees, trustees or custodians) should seek advice on and observe those restrictions. Any failure to comply with those restrictions may constitute a violation of applicable securities laws.

Recipients (including any nominee, trustee or custodian who receives this Prospectus) may not send or otherwise distribute this Prospectus or the accompanying Entitlement and Acceptance Form to any person outside Australia or New Zealand (other than to Qualifying Shareholders).

No action has been taken to register the Rights, the New Shares, the New Options or this Prospectus or otherwise permit an offering of the New Shares, New Options or the Rights in any jurisdiction outside of Australia or New Zealand. Without limitation, the Rights and the New Shares and New Options have not been, and will not be,

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registered under the *US Securities Act 1933* (as amended) or the securities laws of any State of the United States of America.

2.7 Treatment of Non-Qualifying Foreign Shareholders

The Entitlement Offer in this Prospectus is not being extended to any Shareholder, as at the Record Date, whose registered address is not situated in Australia or New Zealand (Non-Qualifying Foreign Shareholders). This is because the Company is of the view that it is unreasonable to extend the Entitlement Offer to Non-Qualifying Foreign Shareholders having regard to the small number of such Non-Qualifying Foreign Shareholders, the small number and value of the Securities which would be offered to Non-Qualifying Foreign Shareholders, and the cost of complying with applicable legal requirements, and requirements of regulatory authorities, of the applicable jurisdictions outside of Australia and New Zealand.

Recipients may not send or otherwise distribute this Prospectus or the accompanying Entitlement and Acceptance Form to any person outside Australia or New Zealand.

Accordingly, this Rights Issue is not being extended to, and no New Shares or New Options will be issued under Entitlement Offer to, Shareholders with registered addresses outside Australia and New Zealand, and no Entitlement and Acceptance Form will be sent to them. However, in compliance with Listing Rule 7.7.1, the Company will send each Non-Qualifying Foreign Shareholder details of this Rights Issue and advise them that the Company will not offer New Shares (and accompanying New Options) to them.

2.8 ASX Quotation of New Shares

Application will be, or has been, made within 7 days of the date of this Prospectus for permission for the New Shares offered by this Prospectus to be admitted to Quotation on the ASX.

If approval for Quotation of the New Shares is not granted within 3 months after the date of this Prospectus (or any longer period permitted by ASIC), the Company will not allot or issue any New Shares (or accompanying New Options) pursuant to the Entitlement Offer and will repay all Application Moneys without interest as soon as practicable.

Subject to approval being granted by ASX, it is expected that the New Shares and New Options will be issued to Qualifying Shareholders on 8 September 2025 and that Quotation of the New Shares will commence on ASX on a normal basis on 11 September 2025. It is the responsibility of all Applicants to determine their allocation prior to trading in New Shares.

The New Options will not be quoted on the ASX.

Applicants who trade in New Shares or otherwise deal with the New Shares or New Options before they receive holding statements will do so at their own risk. The Company disclaims all liability in tort (including negligence), statute or otherwise to persons who trade or otherwise deal with New Shares and New Options before receiving holding statements.

ASIC and ASX take no responsibility for the contents of this Prospectus. The fact that the ASX may approve Quotation of the New Shares is not to be taken in any way as an indication of the merits of the Company or the New Shares (or accompanying New Options) offered under this Prospectus.

2.9 Allotment of New Shares and New Options

Subject to ASX granting approval for Quotation of the New Shares, the allotment of the New Shares and New Options to Applicants will occur as soon as possible after the respective Offers have closed, following which holding statements setting out the number of New Shares and New Options allotted to Applicants under this Prospectus will be despatched.

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2.10 Not Underwritten

The Offers are not underwritten.

2.11 Minimum subscriptions and oversubscriptions

There is no minimum subscription to the Rights Issue, and no oversubscriptions will be accepted.

2.12 Shortfall Offers

If the Entitlement Offer is not fully subscribed, those New Shares and accompanying New Options not taken up will form part of the Shortfall.

The Shortfall Offers are separate offers pursuant to this Prospectus.

2.12.1 QS Shortfall Offer to Qualifying Shareholders

Qualifying Shareholders may, in addition to their Entitlement, apply for additional New Shares (and accompanying New Options) forming part of the Shortfall, regardless of the size of their present holding.

Qualifying Shareholders who wish to participate in the QS Shortfall Offer by applying for New Shares (and accompanying New Options) above their Entitlement, should insert the number of additional New Shares they wish to apply for in that section of the table in the Entitlement and Acceptance Form headed "Number of Shortfall Shares (if any) applied for (in excess of the Entitlement shown above)". The issue price of any New Shares comprising part of the Shortfall shall be $0.035, being the price at which the Entitlements have been offered to Qualifying Shareholders pursuant to this Prospectus. Any additional New Shares applied must be paid for in the same manner as the Entitlement Shares are paid for. A single payment should be made for the Application Moneys for any New Shares you have applied for as part of your Entitlement and any additional New Shares applied for as part of the Shortfall. It is an express term of the QS Shortfall Offer that applicants for New Shares comprised in the Shortfall will be bound to accept a lesser number of additional New Shares (and accompanying New Options) than the number applied for.

The Shortfall will be placed at the discretion of the Company. The Company reserves the right to reject (either in whole or in part) any applications for the Shortfall. The Company also reserves the right to allot to an Applicant a lesser number of the New Shares (and accompanying New Options) comprising the Shortfall than the number for which the Applicant applies, or to allot none of the additional New Shares (and accompanying New Options) applied for by the Applicant. In assessing any applications by Qualifying Shareholders to take up a portion of the Shortfall, the Directors will take into account all of the following factors: the number of Existing Shares held by Applicants, the extent to which an Applicant has sold or bought Shares in the Company before or after the announcement of the Entitlement Offer and the Record Date, the financial needs of the Company, and the optimal composition of the Company's register following the completion of the Offers.

As a result, Qualifying Shareholders who apply for additional New Shares in excess of their Entitlement receive no guarantee that they shall receive all or any of those additional New Shares (and accompanying New Options) for which they apply. If a Qualifying Shareholder does not receive all or any of the additional New Shares (and accompanying New Options) they apply for under the QS Shortfall Offer, any excess Application Moneys will be returned to them (without interest).

The Directors (whether personally or through their associated companies or trusts) will not apply for any additional New Shares (and accompanying New Options) forming part of the Shortfall.

2.12.2 Investor Shortfall Offer to Investors

If the Entitlement Offer is not fully subscribed, the Directors reserve the right, subject to the requirements of the ASX Listing Rules and the Corporations Act, to place any remaining New Shares and New Options not then subscribed for under the QS Shortfall Offer referred to in section 2.12.1 above, at any time within 3 months of the Closing Date, at an issue price of not less than the issue price under the Entitlement Offer, being $0.035 per Share. The offer of the remaining Shortfall under this section 2.12.2 shall remain open under this Prospectus (and may be accepted by any investor who has been offered any portion of the Shortfall by the Directors in their discretion) until the date which is 3 months after the Closing Date. The Directors intend, in placing any remaining Shortfall (if any), to allocate it under this section 2.12.2 to sophisticated and professional investors at an issue price not less than the issue price under the Entitlement Offer.

None of the Company's Directors (whether personally or through their associated companies or trusts) intend to apply for any of the Shortfall under either of the Shortfall Offers.

2.13 Purpose of the Entitlement Offer and Shortfall Offers

The purpose of the Entitlement Offer and Shortfall Offers is to raise up to approximately $5,757,419 (before expenses of the Entitlement Offer). The funds raised under the Entitlement Offer and Shortfall Offers will be utilised in the manner set out in section 5 of this Prospectus.

2.14 Market prices of Existing Shares and Options on ASX

The highest and lowest market sale price of the Existing Shares during the 3 months immediately preceding the lodgement of this Prospectus with ASIC, and the last market sale price immediately preceding the lodgement date of this Prospectus, are set out below.

	3-Month High (on 2 June 2025)	3-Month Low (on 30 July 2025)	Last Market Price (COB 12 August 2025)
Existing Shares	$0.060	$0.020	$0.038

The approximate VWAP of the Existing Shares for the 30-day period prior to the date of lodgement of this Prospectus at ASIC was $0.048.

The prices above are on a post 1-for 20 share consolidation basis, with this consolidation completing on 29 July 2025.

The Existing Options have not traded in the 3 months immediately preceding the lodgement of this Prospectus

2.15 Opening and Closing Dates

Subscription lists for the Offers will open on 19 August 2025 and, subject to section 2.12.2, close at 5.00pm WST on 2 September 2025. Subject to the requirements of the Corporations Act and the Listing Rules, the Company may either close the Offers at an earlier time and date or extend the closing time and date without prior notice. Qualifying Shareholders are encouraged to submit their Applications as early as possible.

No New Shares or New Options will be issued under this Prospectus later than 13 months after the date of this Prospectus.

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2.16 Indicative timetable

Refer to the "Summary of Entitlement Offer" at the beginning of this Prospectus for an indicative Entitlement Offer timetable.

2.17 Existing Shares

At the Record Date (and following completion of the 1-for 20 share consolidation on 8 August 2025, and the issue of 123,500,000 Shares on 11 August 2025 to convert a portion of the debt owed by the Company to March Bells and Arkenstone into Shares as approved by Shareholders at a general meeting on 22 July 2025) there are 328,995,374 Shares on issue in the Company.

If this Rights Issue is fully subscribed, and assuming that none of the Existing Options are converted to Shares before the Closing Date, a total of approximately 493,493,061 Shares will be on issue in the Company at the conclusion of this Rights Issue.

2.18 Existing Options

There are currently 29,362,389 listed (ASX:EDEOD) Options on issue in the Company. Each Option entitles the holder to acquire 1 Share for an exercise price of $0.18, expiring on 11 September 2026.

Assuming this Rights Issue is fully subscribed, and assuming that none of the Existing Options are converted to Shares before the Closing Date, a further 82,248,844 Options (approximately) will be on issue in the Company at the conclusion of this Rights Issue.

2.19 Existing Optionholders

Holders of all of the Existing Options on issue in the Company, to the extent they will (on exercise) be a Qualifying Shareholder, may participate in this Rights Issue by exercising any or all of their Existing Options at least two business days prior to the Record Date.

All Existing Options on issue in the Company at the Record Date are capable of being exercised. If all of these Existing Options were exercised before the Record Date, an additional 29,362,389 Shares would then be issued. In addition, in the event that all of the Rights in respect of these additional Shares were subscribed for, an additional 14,681,195 New Shares (together with 7,340,598 accompanying New Options) would be issued under this Rights Issue, and a further $513,842 would be raised under this Rights Issue. However, given the current price of the Company's Shares and the price at which the Existing Options are exercisable, the Company does not anticipate that any of the Optionholders will exercise their Existing Options prior to the Record Date.

2.20 Director Shareholding

As at the date of this Prospectus, all of the Directors (either personally, or through associated companies or trusts) hold Shares in the Company. All of the Company's Directors are therefore Qualifying Shareholders and will receive Rights to subscribe for New Shares pursuant to the Entitlement Offer.

The relevant interest of each of the Directors in the Shares and Options of the Company as at the date of this Prospectus, and the Rights they will receive under the Entitlement Offer are as follows:

	Gregory Solomon and Arkenstone Pty Ltd (and associated companies and trusts) ("**Arkenstone Group**")	Douglas Solomon and March Bells Pty Ltd (and associated companies and trusts) ("**MB Group**")	Allan Larsen
Shares currently held	65,764,697	65,373,265	45,502,314
New Shares offered under this Offer (estimated)	32,882,349	32,686,632	22,751,157
Options currently held	-	-	-
New Options offered this Offer (estimated)	16,441,175	16,343,316	11,375,579

Nothing in this Offer Document will be taken to preclude any of the Directors, officers or employees of the Company or any of their subsidiary companies from applying for New Shares under the Entitlement Offer.

By virtue of the prohibition in s.606 of the Corporations Act, the maximum percentage interest which either the Arkenstone Group or MB Group can hold in the Company's total issued Share capital at the completion of this Offer is 19.99%. Each of the Arkenstone Group and MB Group have indicated to the Company that, to the maximum extent it is permitted to do so by s606 of the Corporations Act, it intends to support the Offer and to take up all or a portion of its Entitlements. Each of the Arkenstone Group and MB Group have indicated to the Company that it intends to apply a portion of the amount it has lent to the Company (which is repayable on demand) to pay for all of its Application Money(s) for the New Shares it subscribes for under its Entitlement, in partial satisfaction and repayment of such loan. Accordingly, the Company will not receive any cash from the New Shares issued to the Arkenstone Group or MB Group under this Offer.

2.21 **Impact on Control**

The New Shares offered under this Offer represent 50% of the Company's current issued Share capital.

The Arkenstone Group and MB Group, being two of the largest shareholders of the Company, each has indicated to the Company that it intends to support this Offer and to take up all or a portion of its Entitlements, to the maximum extent permitted by s606 of the Corporations Act (and so that its percentage shareholding in the Company at the conclusion of this Offer will not exceed 19.99%), in the manner set out below. Neither the Arkenstone Group nor MB Group will apply for any of the Shortfall.

If the Arkenstone Group and the MB Group take up all of their Entitlements and this Offer is fully subscribed, the percentage shareholding of the Arkenstone Group and MB Group in the Company will not change, and the maximum number of Shares they will hold in the Company at completion of this Offer is shown in the following table.

	Arkenstone Group	% of total	MB Group	% of total
Shares currently held	65,764,697	19.99%	65,373,265	19.87%
New Shares offered under this Offer (estimated)	32,882,347		32,686,633	-
Maximum Shares held on completion of this Offer (estimated)[(1)]	98,647,041	19.99%	98,059,898	19.87%

(1) On the assumption the Arkenstone Group and the MB Group take up all of their Entitlements and this Rights Issue is fully subscribed.

As at the date of this Prospectus, each of the Arkenstone Group and MB Group holds approximately 19.9% of the issued share capital of the Company. S.606 of the Corporations Act prohibits a person from acquiring a relevant interest in issued voting shares in a listed company if that acquisition will result in its voting power in the company increasing from a starting point that is from 20% or below to more than 20%, unless an exception in s.611 of the

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Corporations Act applies. As such, each of Arkenstone Group and MB Group will only be able to take up all or some of their Entitlements under the Entitlement Offer, if and to the extent other Qualifying Shareholders take up their Rights and/or participate in the QS Shortfall Offer.

Arkenstone and March Bells are owed, in the aggregate, $2,672,374 as at 11 August 2025 ("Shareholder Loans"), the majority of which amount has been used by the Company for working capital purposes.

As noted above, to the extent permitted by s.606 of the Corporations Act, each of Arkenstone Group and MB Group intend to take up all or a portion of its Entitlements under this Rights Issue, with the amount of the Shareholder Loan being applied to pay for all of the Application Money(s) for the New Shares it subscribes for under its Entitlement, in partial satisfaction and repayment of its Shareholder Loan. Accordingly, the Company will not receive any cash from the New Shares and New Options taken up by Arkenstone Group and MB Group under their Entitlements. If the Offers are fully subscribed, the indebtedness of the Company under the Shareholder Loans will be substantially reduced, assuming no other loan advances are received from Arkenstone and March Bells, to $398,628, including accrued interest, on 8 September 2025.

In view of the above, this Offer will not therefore have any material effect on the control of the Company, as the percentage of the issued share capital which is held by Arkenstone Group and MB Group will not increase from its present amount (each approximately 19.99%).
In any event, both the Arkenstone Group and the MB Group have indicated to the Company that they have no present intention to try to change the Company's main activities, business or direction.

The Company's largest Shareholder, Noble (a wholly owned subsidiary of Tasman), which current holds 33.9% of the Shares of the Company, has indicated to the Company that it does not intend to take up any of its Entitlement under the Entitlement Offer.

2.22 Effect on existing Shareholders and Optionholders

For the effect the Offers will have on Shareholders' and Optionholders' existing interests, please see sections 6.3 and 6.4 of this Prospectus.

2.23 No commission payable on New Shares and New Options

No commission will be payable by the Company in connection with any New Shares and New Options which are issued under this Prospectus.

2.24 No valuation

No formal valuation has been completed of any of the assets, or the New Shares or New Options, of the Company.

2.25 Risk factors

In addition to the general risks applicable to all investments in listed companies, there are specific risks associated with an investment in the Company. Please see section 5 of this Prospectus for further information.

2.26 Acknowledgment and Privacy Statement

By making an Application, each Applicant acknowledges that they have received and read this Prospectus.

As the Qualifying Shareholders are already shareholders of the Company, the Company and its share registry (Automic Registry Services) have already collected certain personal information from those shareholders. However, if Qualifying Shareholders apply for New Shares and New Options pursuant to this Prospectus, they may be supplying new, additional, or updated personal information (by its inclusion on the Entitlement and Acceptance

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Form) to the Company and Automic Registry Services. Applicants who are not Qualifying Shareholders will also be supplying personal information to Automic Registry Services.

The information included on an Entitlement and Acceptance Form is used for the purposes of processing the Applications and to administer the Applicant's holding of Shares and Options. By submitting an Application, each Applicant agrees that the Company may use the information provided by an Applicant in the Application for the purposes set out in this privacy statement and may disclose it for those purposes to Automic Registry Services and the Company's related bodies corporate, agents and contractors and third party service providers, including mailing houses, professional advisers (e.g. auditors, lawyers and accountants), technology support providers and to ASX and other regulatory authorities.

The Corporations Act requires the Company to include information about each Shareholder (including name, address and details of the Shares and Options held) in its public register. The information contained in the Company's public register must remain there even if that person ceases to be a Shareholder. Information contained in the Company's register is also used to facilitate payments and corporate communications (including the Company's financial results, annual reports and other information that the Company wishes to communicate to its Shareholders) and compliance by the Company with legal and regulatory requirements.

Under the *Privacy Act 1998* (Cth), Shareholders have a right to gain access to personal information that the Company holds about that person, subject to certain exemptions under law. A fee may be charged for access. Access requests must be made in writing to the Company's registered office.

If you are paying by cheque or money order and you do not provide the information required on the Entitlement and Acceptance Form, the Company may not be able to accept or process your Entitlement and Acceptance Form.

2.27 Enquiries In Relation to the Offers

This Prospectus provides information for Applicants and should be read in its entirety. Enquiries concerning the Entitlement and Acceptance Form or about subscribing for New Shares and New Options under this Prospectus should be directed to the Automic Group on 1300 288 664 (within Australia) or +61 2 9698 5414 (international) between 8:30am and 7:00pm (Sydney time), Monday to Friday or email corporate.actions@automicgroup.com.au.

If after reading this Prospectus or contacting the Automic Group you have any questions about any aspect of an investment in the Company, please contact the Company or consult your stockbroker, accountant or independent financial advisor.

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3. ACTION REQUIRED BY QUALIFYING SHAREHOLDERS UNDER THE ENTITLEMENT OFFER

3.1 What you may do - choices available

If you are a Qualifying Shareholder, you may take any of the following actions:

- take up all of your Rights;
- take up all of your Rights and apply for Shortfall;
- take up part of your Rights and allow the balance to lapse;
- do nothing.

3.2 Taking up all or part of your Rights

If you are a Qualifying Shareholder and you wish to take up all or part of your Rights, you should:

- read this Prospectus in full and decide whether to participate;
- consider the risks associated with the Entitlement Offer, as summarised in section 5, in light of your personal circumstances;
- either:

  (1) pay the Application Moneys for the Rights you are taking up by via Electronic Funds Transfer (EFT) or BPAY® by no later than 5.00pm WST on 27 August 2025. Multiple acceptances must be paid separately. Please use your unique reference or BPAY® customer reference number on the Entitlement and Acceptance Form. This will ensure your payment is processed correctly to your Application electronically. Applicants should be aware of Automic's financial institution's cut off-time, their own financial institution's cut-off time and associated fees with processing a funds transfer. It is the Applicant's responsibility to ensure funds are submitted correctly by the Closing Date and time, including, taking into account any delay that may occur as a result of payments being made after 5:00pm WST and/or on a day that is not a business day (payment must be made to be processed overnight). Qualifying Shareholders who pay by EFT or BPAY® do not need to return the Entitlement and Acceptance Form, and they will be taken to have accepted the Offer upon making payment via EFT or BPAY®. This acceptance cannot be withdrawn. Your reference number will process your payment to your Application electronically and you will be deemed to have applied for such New Shares (and accompanying New Options) for which you have paid.

  OR

  (2) complete the personalised Entitlement and Acceptance Form accompanying this Prospectus in accordance with the instructions set out on that form and forward it, together with your cheque or money order for the Application Moneys for the Rights you are taking up, to reach one of the following addresses by no later than 5.00pm WST on 27 August 2025:

  By mail: **Eden Innovations Ltd**
  c/- Automic Registry Services
  GPO Box 5193, Sydney NSW 2001

  By delivery: **Eden Innovations Ltd**
  c/- Automic Registry Services
  Level 5, 126 Phillip Street
  SYDNEY NSW 2000

Cheques (drawn on and payable at any Australian bank) should be made payable to "Automic Pty Ltd" and crossed "Not Negotiable".

Where Qualifying Shareholders pay by cheque or money order, New Shares and accompanying New Options will only be issued on receipt of the Entitlement and Acceptance Form that was issued together with this Prospectus. A completed and lodged Entitlement and Acceptance Form, together with payment for the number of New Shares accepted, cannot be withdrawn and constitutes a binding application for, and acceptance of, the number of New Shares specified in the Entitlement and Acceptance Form on the terms set out in this Prospectus. The Entitlement and Acceptance Form does not need to be signed to be binding.

If the Entitlement and Acceptance Form is not completed correctly the Company may reject it or treat it as valid. The Company's decision as to whether to reject the Entitlement and Acceptance Form or treat it as valid and how to construe, amend or complete it is final.

If the amount a Qualifying Shareholders pays is insufficient to pay for their full Entitlement, they will be taken to have applied for such lower number of New Shares as that amount will pay for. If Qualifying Shareholders apply for more New Shares than their Entitlement, they will be deemed to have applied for their full Entitlement and for additional New Shares (and accompanying New Options) under the QS Shortfall Offer to the extent of the excess.

No brokerage or duty is payable by Qualifying Shareholders on the issue of New Shares (and accompanying New Options)

If you are a Qualifying Shareholder and you take up part of your Rights only, the balance of your Rights will lapse.

3.3 Consequences of doing nothing – Rights not taken up

The Rights are non-renounceable and cannot be sold or transferred. Any Rights not taken up by Qualifying Shareholders will lapse at the expiration of the Offer Period. Qualifying Shareholders will receive no benefit if they do not take up their Rights.

3.4 Overseas Shareholders

Shareholders with registered addresses outside Australia and New Zealand should refer to sections 2.6 and 2.7 of this Prospectus.

3.5 Effect on Shareholders

For the effect this Rights Issue will have on Shareholders' existing interests, please see sections 2.21 and 6.3 of this Prospectus.

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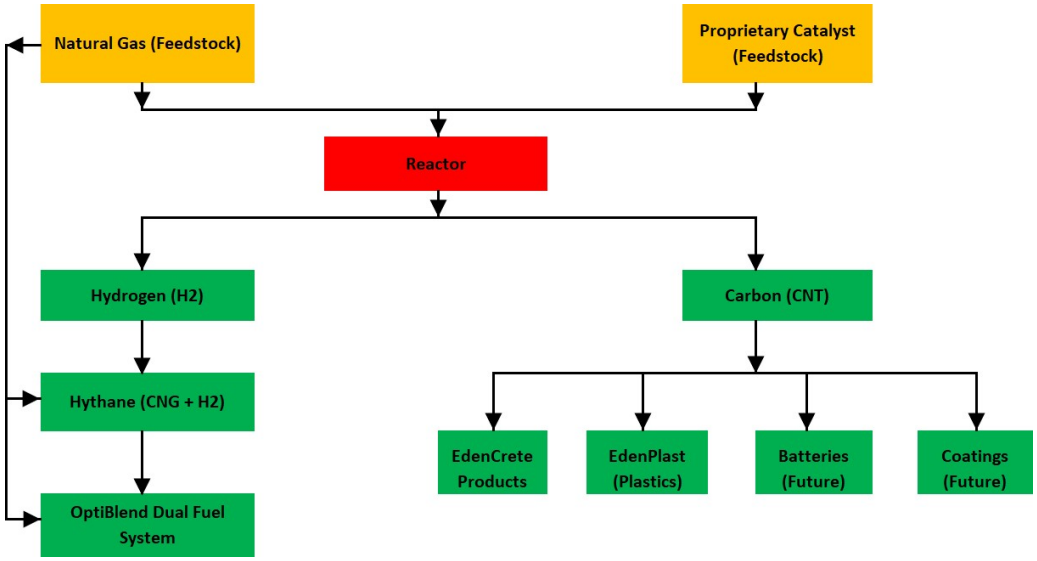
4. COMPANY OVERVIEW

4.1 Background and Business Operations

Eden was incorporated in Australia in May 2004 as a wholly owned subsidiary of Tasman Resources Ltd. Eden undertook an initial public offering pursuant to a prospectus in March 2006 and was admitted to the Official List of the ASX on 1 June 2006.

In addition to its proprietary, core methane pyrolysis process that cracks methane (in the form of Natural Gas) into carbon nanotubes (CNT) and hydrogen (the ratio (by mass) of CNT to hydrogen being 3:1), Eden has developed a range of downstream commercial products, comprising the EdenCrete® range of concrete admixtures, the OptiBlend™ dual fuel system and its Hythane technology for blending hydrogen and Natural Gas.



Eden's intention is to continue to develop global markets for each of its existing commercial products as well as for a range of other products (including EdenPlast®, for use in batteries and coatings) that use CNT.

If sufficient CNT can be used in these downstream applications, it could lead to commercial scale "turquoise" hydrogen production (hydrogen produced from a feedstock of Natural Gas using renewable energy or electricity from nuclear power to heat the reactor) using Eden's efficient, low cost, proprietary methane pyrolysis process.

Eden's Core Technology - the Proprietary Pyrolysis Project

Eden's 100% owned core technology has been commercialised in Colorado, USA since 2011 at its US facility, whereby methane (CH4) is broken down into its constituents of gaseous hydrogen (H2) and solid carbon (C), without the production of carbon dioxide. The solid carbon is produced as carbon nanotubes that each are many times stronger, in certain applications, than steel, whilst each also has a great a capacity to conduct both electricity and heat. Carbon nano-fibres, an alternative form of solid carbon, can also be produced by Eden's process if required.

Eden's Pyrolysis Process – Production of Carbon Nanotubes and Hydrogen

Eden considers that its pyrolysis process is relatively efficient when compared with other methods of production of carbon nanotubes (CNT) (or carbon nano-fibres (CNF) if desired) as well as hydrogen. Eden's process:

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- Requires only a relatively low level of energy to heat the reactor and lower cost capital equipment compared with most other published methods;
- Uses proprietary, relatively low-cost catalysts (no precious metals are used in the catalysts) that Eden manufactures;
- Has a low carbon footprint; and
- Produces low-cost hydrogen and CNT (or CNF if desired) from natural gas without generating CO2.

Current and possible future applications for Eden's CNT are:

- Concrete (this led to the development of EdenCrete®)
- Carbon composite materials, including plastics and polymers for many purposes including the automobile industry and aerospace industry, and packaging materials (this lead to the development of EdenPlast®);
- Conductive coatings; and
- Use in batteries and electrical storage.

The three EdenCrete® products (EdenCrete®, EdenCrete® Pz, and EdenCrete® Pz7) that have been developed and commercialised are all carbon nanotube-enriched, liquid admixtures for concrete that significantly improve tensile and flexural strength without compromising compressive strength, and improve permeability, or corrosion resistance. This results in greater load bearing capacity for applications such as slabs on grade, columns or footings, improved resistance to abrasive wear and frequently reduced shrinkage, all in a cost-effective manner, and usually without undesirable interactions with other admixtures already in the mix.

The original EdenCrete® was first developed for use in concrete manufactured largely with calcium-based Ordinary Portland Cement (OPC), and enhances many of the performance characteristics of the concrete (compressive and flexural strength, abrasion resistance, and reduced permeability) resulting in increased longevity and durability of the concrete.

EdenCrete® Pz and EdenCrete® Pz7 were developed to work with both concrete manufactured with OPC as well as with concrete that contains a significant percentage of pozzolanic cementitious material (primarily fly-ash and/or blast furnace slag, both of which are lower cost waste products that have a near zero Greenhouse Gas footprint) in substitution in the concrete mix for the same percentage of OPC. This results in cheaper, similar strength concrete that has a greatly reduced CO2 footprint.

Low CO2 Concrete for all Applications

The global use of concrete is estimated to contribute 8% of the total annual global CO2 emissions. Most of this CO2 comes from the production of OPC from limestone, for use as the primary cementitious material. With increasing concern about climate change, the Company is seeing a push by many of the major concrete producers around the world to develop concrete mixes with lower CO2 footprints, largely by substituting high percentages of silica-based pozzolans for the calcium-based OPC.

The EdenCrete® Pz range of admixtures enable concrete incorporating significantly increased percentages (in some cases up to 50% or more) of low-cost, ultra-low CO2 footprint pozzolans, such as fly-ash and blast furnace slag, in substitution for a corresponding reduction in the amount of high CO2 footprint compared with the same mix made with OPC.

EdenCrete® Pz7 has recently been sold to two concrete plants in Ecuador and to one concrete plant in USA owned by subsidiaries of a global European-based cement and concrete company which has been trialling all the EdenCrete® products over the past two years. Trials have been conducted by this company or its subsidiaries, in France, USA, Canada, Ecuador, UK and Mexico and most of them are continuing.

The potential for the EdenCrete® Pz range of admixtures to enable a high percentage of OPC (up to 50% or more) to be replaced in US concrete mixes, with a similar quantity of far lower cost, ultra-low CO2 fly ash, bottom ash and/or pond ash, is considered by the Company to be of great importance in it achieving its targeted long- term growth in US sales of EdenCrete® products.

OptiBlend®

OptiBlend® dual fuel technology allows conventional diesel engines to run on a mixture of natural gas and diesel fuel, with natural gas being the primary fuel (up to 70%), without modifying the engine or the current diesel fuel system. This normally results in lower fuel costs (with natural gas generally being cheaper than diesel fuel), lower emissions, and increased runtime for the engine, by enabling the stored diesel fuel to last up to 3 times as long. This is a major benefit for operators of diesel generator sets that are used for back-up power in many countries in many critical industries including hospitals, jails, airports, data centres, shopping malls and government buildings. The product has been fully developed and marketed in USA and India and sold in a number of other countries for more than 15 years.

4.2 **Directors**

The current Directors of the Company are:

- Gregory Howard Solomon, LLB (Executive Chairman)
- Douglas Howard Solomon, B. Juris (Hons), LLB (Non-Executive Director)
- Allan Godsk Larsen, M.Sc., Ph.D. (Non-Executive Director)

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5. RISK FACTORS

Investing in new Shares in the Company involves risk. There are a number of risk factors, both specific to the Company and of a general nature, which may affect the financial position, financial performance, cash flows, ability to pay dividends and growth prospects of the Company and the outcome of an investment in the Company. These risks are both specific to the Company and generally relate to an investment in the stock market. There can be no guarantee that the Company will achieve its stated objectives, or that forward looking statements will be realised.

5.1 Working Capital and External Borrowings

Eden's expenses currently exceed the income which is being generated by its US and Indian subsidiaries from sales of EdenCrete®, EdenCrete®Pz, EdenCrete®Pz7 and OptiBlend®. The funds which are being raised under this Prospectus will be augmented by funds received from sales to customers by Eden's subsidiaries.

Until the Company's sales to its customers exceeds its expenses, it will continue to incur ongoing operating losses. **The Company's group condensed consolidated interim financial report for the half year ended 31 December 2024 states that a material uncertainty exists that may cast significant doubt on the group's ability to continue as a going concern, with the Company being dependent on continued loan funding from Arkenstone and March Bells until the Company can raise additional capital.**

The Company's US subsidiary has borrowed US $5.8 million from iBorrow REIT ("iBorrow Loan"), the term of which expires on 15 January 2026. The iBorrow Loan is secured by all three of the Company's US subsidiary's commercial properties in the USA and is guaranteed by the Company.

The Company's US subsidiary has contracted to sell its 65-acre industrial property in Augusta, Georgia, USA, which is expected to settle in late August 2025. The Company expects that, when this property is sold, the net proceeds of sale will extinguish a significant portion of the iBorrow Loan. The Company is also endeavouring to sell its Mead Way property in Littleton, Colorado, USA. The Company expects that, when its Mead Way property is sold, the net proceeds of this sale together with the proceeds from the sale of its Augusta, Georgia property, will fully extinguish the iBorrow Loan.

There is a significant risk that both the Augusta, Georgia and Mead Way, Colorado properties will not be sold prior to 15 January 2026. Furthermore, there is a risk that the Company may not be able to extend, refinance or otherwise meet the obligations of the settlement of the iBorrow loan. If that risk transpires, iBorrow may institute enforcement action under the iBorrow Loan agreement, including taking steps to sell any of the Company's US subsidiary's remaining industrial properties in the USA and pursuing the Company under its guarantee.

The Company has also borrowed a total of $2,672,374 (as of 11 August 2025) from Arkenstone and March Bells . As set out in this Prospectus, each of the Arkenstone Group and MB Group have indicated to the Company that it intends to support the Offer, by taking up all or a portion of its Entitlements under this Rights Issue, to the maximum extent permitted by s606 of the Corporations Act, with a portion of the amount it has lent to the Company being applied to pay for all of its Application Money(s) for the New Shares it subscribes for under its Entitlement, in partial satisfaction and repayment of its Shareholder Loan. If this Offer is fully subscribed, the Arkenstone and March Bells loans would be reduced by the amount of $2,294,914, leaving a balance owing of $398,628 as of 8 September 2025, including accrued interest, and assuming no other loan advances.

The Arkenstone and March Bells loans are unsecured and at call. There is a risk that either of Arkenstone and March Bells may call on their loans.

The Company is seeking to raise sufficient funds pursuant to this Rights Issue to cover at least 12 months of working capital assuming all of the following:

(a) the Offer is fully subscribed;
(b) the Augusta, Georgia property is sold and the net proceeds of sale reduce or extinguish a significant portion of the amount owing under the iBorrow Loan before it matures, and the iBorrow Loan is refinanced for a further term from 15 January 2026; and
(c) sales revenue remains at current levels.

However, even if all of these assumptions are achieved, unless sales increase sufficiently above current levels, the Company is unlikely to be able to achieve financial self-sufficiency prior to this capital being exhausted. The Company is therefore likely to have to raise further capital or borrow further funds prior to this capital being exhausted, and/or sell one of its other two US properties in Littleton, Colorado.

If the Rights Issue is not fully subscribed, or if the Company needs to repay any amounts owing under the iBorrow Loan or Shareholder Loans, or there is requirement for significant capital investment or unexpected business expenses, the Company will have to raise further capital before the expiration of this 12 month period referred to above.

It is therefore likely the Company will have to raise further capital or borrow funds in the future. There is no guarantee that such additional funds will be available to the Company. Further, any additional equity financing which is available may be dilutive to Shareholders.

The Company's failure to raise capital if and when needed could delay or suspend the Company's business strategy and could have a material adverse effect on the Company's activities.

5.2 Risks associated with the commercialisation of new and existing technologies and competing technologies

There is no guarantee that the Company's commercialisation of EdenCrete®, EdenCrete®Pz, EdenCrete®Pz7, OptiBlend® or Hythane™ or the proposed commercialisation of any other new technologies will be successful. Commercialisation may be impeded by, for example, adverse market conditions, unforeseen technical or environmental issues or the failure of patent applications to be granted. In addition, commercialisation may be impeded due to competition from competing technologies or products (including new technologies). Further, the Company may not be able to establish a market for the sale of its new products which is of a sufficient size, or achieve sufficient growth in market acceptance for the sale of its existing products, for it to achieve financial self-sufficiency.

5.3 Product price volatility and exchange rate risks

The revenue which the Company will derive through the sale of its products, including EdenCrete®, EdenCrete®Pz, EdenCrete®Pz7, OptiBlend® and Hythane™ exposes the potential income of the Company to product price and exchange rate risks. Product prices fluctuate and are affected by many factors beyond the control of the Company, including pandemics, acts of war, supply and demand fluctuations, prices of competing technologies, technological advancements and other micro and macro-economic factors. As the Company's operations are primarily based in the US and India, the Company will also be exposed to the fluctuations and volatility of the rate of exchange between the United States dollar, Indian rupees and the Australian dollar.

5.4 External Borrowings

As noted in section 5.1, a USA subsidiary of the Company owes US $5.8 million to iBorrow REIT, secured over all three of the Company's US subsidiary's properties in the USA and guaranteed by the Company. The facility was extended and expires on 15 January 2026.

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If the contract of sale of the Company's US subsidiary's Augusta, Georgia property fails to settle or the Company is unable to extend, refinance and/or raise funds (as applicable) to repay the iBorrow Loan as and when it becomes due, this would have a material adverse effect on the Company's activities (including requiring the sale of the other properties in the USA which are owned by the Company's US subsidiary). The Company may also only be able to extend or refinance its existing borrowings at a higher interest rate, which will increase its loan repayments and adversely impact its financial position.

The Company also has loans totalling $2,672,374 (as of 11 August 2025) from March Bells and Arkenstone, which are entities related to directors, Doug Solomon and Gregory Solomon respectively, which are repayable on demand. The indebtedness of the Company to Arkenstone and March Bells is anticipated to be reduced following completion of the Offers, depending on the extent of take up of the Rights in the Entitlement Offer. Each of Arkenstone and March Bells intends to take up all or a portion of its Entitlements under this Entitlement Offer, to the maximum extent permitted under the Corporations Act, with a portion of the amount owing to it by the Company being applied to pay for all of the Application Money(s) for the New Shares it subscribes for under its Entitlement, in partial satisfaction and repayment of up to a maximum of $2,294,914 of the amount owing from both companies, assuming the Entitlement Offer is fully subscribed.

5.5 Environmental Risks

Whilst the Company endeavours to comply with all present and proposed laws and standards, before the Company reaches the stage where 70 tonnes of carbon have been produced (which is not anticipated to occur for some time), the Company will need to complete further testing in order to give more information to the Environmental Protection Authority in the USA. It is only once this information has been provided to the EPA, and the EPA is satisfied with the information, that further production of carbon will be able to occur. Whilst it is anticipated that the Company will be able to comply with the necessary standards, there is no certainty that the EPA will be satisfied with the further information supplied by the Company.

5.6 Operating Risks

The operations of the Company may be affected by various factors including operational and technical difficulties encountered in production and commercialisation of its technologies, difficulties in obtaining environmental approvals, difficulties in commissioning and operating plant and equipment, mechanical failure or plant breakdown, industrial and environmental accidents, shortages of skilled contractors, industrial disputes, unexpected shortages and increases in the cost of consumables, spare parts, plant and equipment. No assurances can be given that the Company will achieve commercial viability through the successful commercialisation of its technologies. Until the income which is generated by Eden's USA and Indian subsidiaries from sales of EdenCrete®, EdenCrete®Pz, EdenCrete®Pz7, OptiBlend® and Hythane® exceed Eden's expenses, Eden will continue to incur ongoing operating losses.

5.7 External Factors of influence

The Company's operations and activities, and the markets for the sale of its products, may be adversely affected by the ongoing impacts of pandemics, acts of war, supply chain and logistics constraints and demand fluctuations resulting from Government legislation or mandates.

5.8 Key Customers and Strategic Arrangements

The Company, through its subsidiary in USA, is increasingly selling its EdenCrete® range of products to a key customer group. The loss of reoccurring sales to this key customer group (or any new key customers) will have a material adverse effect on the Company's financial position, financial performance, cash flows, growth prospects, ability to pay dividends and Share price.

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Further, the inability of the Company to conclude an agreement with a strategic industry-based partner or locate further key customers and distributors, and the possibility of future disputes or potential conflict with any key customers, or with its strategic parties or future distributors, could have a material adverse effect on the Company's financial position, financial performance, cash flows, growth prospects, ability to pay dividends and Share price.

5.9 **No formal valuation of Shares or Options**

No formal valuations of any of the Shares or Options, or any of the assets in which the Company has an interest, have been carried out.

5.10 **Share market conditions**

The price of the Shares and Options will be influenced by international and domestic factors affecting market conditions in equity, financial and commodity markets. These factors may affect the share price for all listed companies, and the price of the New Shares and New Options may fall or rise, and the price of the New Shares may trade below or above the issue price of $0.035.

If the prevailing trading price of the Company's Shares during the option exercise period for the New Options is lower that the option exercise price, of $0.07, then it is unlikely that the New Options will be exercised. In this scenario, the unexercised New Options will not have any value and will lapse at the end of the option exercise period (two years after their issue date).

5.11 **US Tariffs**

The United States of America has recently announced various tariffs on goods imported into the USA. The scope, implementation and duration of U.S tariffs – and any retaliatory actions by other countries remains highly uncertain. There is a risk that tariffs imposed may negatively impact, either directly or indirectly, on the pricing and demand for Eden Group's products with its U.S and international customers, which would have a negative impact on Eden Group's operations and financial position.

5.12 **Intellectual property protection**

The Eden Group owns intellectual property which it endeavours to protect by patents, trademarks and other general security systems. There is a risk that third parties could challenge the Eden Group's ownership of that intellectual property or allege that the Eden Group has infringed upon their intellectual property. The Eden Group can also not guarantee that the patent and trademark protection that it has endeavoured to obtain will continue to be observed by third parties, or that the security systems it has in place will not be breached. If the Eden Group did receive a challenge from a third party to ownership, an infringement notice, or experience a security breach, this could result in litigation and have an impact on the Eden Group's financial position.

5.13 **General investment risks**

In addition, there is a risk that the price of the Shares and returns to Shareholders may be affected by changes in many general factors including local and world economic conditions and outlook, general movements in local and international stock markets, investor sentiment, interest rates, the rate of inflation, exchange rates, levels of tax, taxation law and accounting practice, government legislation or intervention, inflation or inflationary expectations, natural disasters, social disorder or war in Australia or overseas, international hostilities and acts of terrorism, pandemics, as well as many other factors which are beyond the control of the Company.

5.14 **Other risks**

The above list of risk factors is not exhaustive of the risks faced by the Company and its Shareholders and investors. The above risks, and others not specifically referred to above, may in the future materially affect the financial performance of the Company and the value of the New Shares offered under this Prospectus. Therefore, no assurances or guarantees of future profitability, distributions, payment of dividends, return of capital, the future performance of the Company or its Shares, the price of the Shares or the return on any investment in the Company can be, or is, provided by the Company.

Before deciding to invest in the Company, potential Applicants should read this Prospectus in its entirety and, in particular, should consider the risk factors that could affect the financial performance of the Company. Applicants should carefully consider these factors in light of their personal circumstances and should consult their professional advisers (for example, their accountant, stockbroker, lawyer or other professional adviser) before deciding whether to invest.

Neither the Company nor its officers, employees, agents and advisers guarantee that any specific objectives of the Company will be achieved or that any particular performance of the Shares, including the New Shares offered under this Prospectus, will be achieved.

As with any equity investment, substantial fluctuations in the value of your investment may occur. This Prospectus does not set out all the risks you may face in applying for, and holding, New Shares in the Company.

There are a number of risk factors, both specific to the Company and of a general nature, which may affect the financial position, financial performance, cash flows, ability to pay dividends and growth prospects of the Company and the outcome of an investment in the Company. These risks are both specific to the Company and generally relate to an investment in the stock market. There can be no guarantee that the Company will achieve its stated objectives, or that forward looking statements will be realised.

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6. EFFECT OF THE ISSUE

6.1 Introduction

Assuming this Rights Issue is fully subscribed, the gross cash proceeds that will be raised by the Company under this Rights Issue (before expenses of the Rights Issue) will amount to approximately $3,462,505 with a further amount of $2,294,914 being applied in reduction of the Shareholder Loans (on the assumption that none of the Existing Options are converted to Shares prior to the Record Date).

6.2 Pro-forma capital structure on completion of the Rights Issue

The pro-forma capital structure of the Company is set out below and reflects the issued and paid up capital structure of the Company assuming this Rights Issue is fully subscribed and that none of the Existing Options are converted to Shares prior to the Record Date or before completion of this Rights Issue.

Capital Structure (Offers fully subscribed)

	Shares	Percentage	Options	Percentage
Existing Shares and Options as at Record Date*	328,995,374	67.0%	29,362,389	26.3%
Maximum number of New Shares and New Options under this Entitlement Offer (estimated**)	164,497,687	33.0%	82,248,844	73.7%
Total Shares and Options upon completion of the Offers (estimated**)	493,493,061	100%	111,611,233	100%

* This follows completion of the 1-for 20 share consolidation on 8 August 2025, and the issue of 123,500,000 Shares on 11 August 2025 to convert a portion of the debt owed by the Company to Arkenstone and March Bells into Shares as approved by Shareholders at a general meeting on 22 July 2025.

**The maximum number of New Shares and New Options which may be issued under the Entitlement Offer cannot be calculated precisely until Rights have been determined following the Record Date because of the potential for optionholders to exercise their Existing Options and the rounding up of fractional Entitlements.

On the assumptions set out above, in the event the Rights Issue is fully subscribed, a total of up to approximately 164,497,687 New Shares and up to approximately 82,248,844 New Options will be issued by the Company under the Offers.

6.3 Effect on Existing Shareholders and Optionholders

Qualifying Shareholders who hold Shares and who take up their Rights in full will not have their proportionate interest in the Company diluted by this Rights Issue. The proportionate interest of a Qualifying Shareholder who takes up their Entitlement in full and applies for (and is issued) additional Shares under the QS Shortfall Offer will increase.

Qualifying Shareholders who do not exercise their Rights in full will have their interest in the Company diluted.

Non-Qualifying Foreign Shareholders will have their interest in the Company diluted.

Existing Optionholders who are not able to, or who do not, exercise all or any of their Existing Options before the Record Date, will not be entitled to participate in this Rights Issue with respect to those Existing Options (and, if those Existing Options are subsequently exercised, the interest which the Shares issued consequent

upon the exercise of those Existing Options will confer in the Company will have been diluted by this Rights Issue).

6.4 Purpose of this Rights Issue and use of funds raised under this Rights Issue

The gross cash proceeds to be raised by the Company under this Rights Issue (i.e. before expenses of the Rights Issue) will be up to approximately $3,462,505, being:

(a) the maximum amount which may be raised under the Rights Issue, of $5,757,419; less

(b) the maximum amount of the Application Moneys from each of Arkenstone and March Bells taking up their Entitlements, of, in the aggregate, $2,294,914 (with such amount reducing the Shareholder Loans, and not therefore increasing the Company's cash reserves),

(on the assumption that none of the Existing Options are converted to Shares prior to the Record Date and this Rights Issue is fully subscribed) ("Gross Cash Proceeds").

It is the Company's intention to apply the Gross Cash Proceeds which are raised under the Offers in the following order and for the following purposes:

1. Firstly, to fund the costs of the Offers;
2. Secondly, to provide the Company with funds to continue to develop and expand the global markets for its existing products, being the EdenCrete® range of carbon nanotube enriched liquid, concrete admixtures and its OptiBlend® dual fuel technology; and
3. Thirdly, to fund general working capital.

If the Rights Issue is not fully subscribed, the Company's expenditure will necessarily be more limited in extent and the Company may need access to further funding earlier than noted below.

Set out below is a table summarising how, subject to the qualifications below, the Directors intend to apply the Gross Cash Proceeds of this Rights Issue against the above three use categories, in each of the following scenarios:

(a) this Rights Issue raises Gross Cash Proceeds of $3,462,505 (on the assumption it is fully subscribed).

(b) this Rights Issue raises Gross Cash Proceeds of $1,981,253 (being the mid-point between the figures set out in paragraphs (a) and (c)); and

(c) this Rights Issue raises Gross Cash Proceeds of approximately $500,000

	Paragraph (a) above	**Paragraph (b) above**	**Paragraph (c) above**
Funds raised under this Rights Issue	$3,462,505	$1,981,253	$500,000
Intended Allocation of Funds:			
Costs of the Offers*	$60,000	$57,500	$55,000
Business development activities & working capital*	$3,402,505	$1,923,753	$445,000
Repayment of Arkenstone Pty Ltd and March Bells Pty Ltd Loans (no cash raised)	$2,294,914	$1,400,000	$350,000

* The general working capital funds will be used to meet the ongoing expenses of the Company, including director fees, ASX and share registry fees, office accommodation, accounting and secretarial services, general administrative expenses.

Based on the information available to it, and its current plans and budgets (and subject to any changes thereto), and provided this Rights Issue is fully subscribed, the Augusta, Georgia property is sold and the net proceeds of

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sale reduce or extinguish a significant portion of the amount owing under the iBorrow Loan before it matures, the iBorrow Loan is refinanced for a further term from 15 January 2026 and sales revenue remains at current levels, the Directors believe that the Company will be able to pay its debts as and when they fall due, and fund ongoing working capital requirements for at least 12 months after completion of this Rights Issue, subject to the level of business development activities undertaken. If this Rights Issue is not fully subscribed, the Company will need access to further funding earlier than noted above.

6.5 **Effect on the Company's financial position**

Upon the successful completion of this Rights Issue and assuming this Rights Issue is fully subscribed, the Company's cash reserves will increase by approximately $3,462,505 (being $5,757,419, less the sum of $2,294,914 applied in repayment of the Shareholder Loans), minus the expenses of the Entitlement Offer.

Set out below for illustrative purposes are the historical consolidated balance sheet as at 31 December 2024 and an unaudited pro-forma consolidated balance sheet as at 31 December 2024 after the Rights Issue. The unaudited pro-forma consolidated balance sheet has been prepared on the basis of the accounting policies normally adopted by the Company and having regard to the basis and assumptions set out below. The historical and pro-forma financial information is presented in abbreviated form, insofar as it does not include all of the disclosures required by Australian Accounting Standards applicable to annual financial statements.

	31-Dec-24 **$**	**Unaudited Pro-forma 31-Dec-24** **$**
ASSETS		
CURRENT ASSETS		
Cash and cash equivalents	857,989	4,260,494
Trade and other receivables	444,458	444,458
Inventories	2,247,625	2,247,625
Assets held available for sale	5,972,097	5,972,097
Other current assets	765,633	765,633
TOTAL CURRENT ASSETS	10,287,802	13,690,307
NON-CURRENT ASSETS		
Property, plant and equipment	8,908,452	8,908,452
Intangible assets	410,197	410,197
TOTAL NON-CURRENT ASSETS	9,318,649	9,318,649
TOTAL ASSETS	19,606,451	23,008,956
CURRENT LIABILITIES		
Trade and other payables	2,715,388	2,715,388
Interest bearing liabilities	14,561,440	7,326,526
Other liabilities	112,125	112,125
Provisions	265,900	265,900
TOTAL CURRENT LIABILITIES	17,654,853	10,419,939
NON-CURRENT LIABILITIES		
Other liabilities	73,610	73,610
TOTAL NON-CURRENT LIABILITIES	73,610	73,610
TOTAL LIABILITIES	17,728,463	10,493,549
NET ASSETS	1,877,988	12,515,407

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EQUITY		
Issued capital	127,185,886	137,823,305
Reserves	15,574,192	15,574,192
Accumulated losses	(140,882,090)	(140,882,090)
TOTAL EQUITY	1,877,988	12,515,407

The unaudited pro-forma consolidated balance sheet set out above has been prepared on the basis and assumption that there has been and will be no material movements in the assets and liabilities of the consolidated entity between 1 January 2025 and the Closing Date other than:

- the issue of approximately 164,497,687 New Shares and 82,248,844 New Options under the Offers raising $5,757,419 before expenses of the Offers and on the assumption that this Rights Issue is fully subscribed;
- the repayment of the Shareholder Loans by $2,294,914 from the Entitlements taken up by Arkenstone and March Bells on the assumption that this Rights Issue is fully subscribed;
- the partial repayment of the Shareholder Loans by $4,940,000 through the issue of 123,500,000 fully paid ordinary shares of the Company, which occurred on 11 August 2025; and
- payment of the estimated expenses of the Offers of $60,000 is included in Issued capital and to be paid, net of GST.

The unaudited pro-forma consolidated balance sheet as at 31 December 2024 above is intended to be illustrative only. It does not take into account activities occurring between 1 January 2025 and the date of this Prospectus (or the Closing Date) other than those noted above and as such it does not accurately reflect what the actual balance sheet will be as at the date of this Prospectus or at the completion of this Rights Issue (by way of example, the cash and cash equivalent assets will not be as set out in the unaudited pro-forma consolidated balance sheet because, amongst other things, no allowance has been made in the unaudited pro-forma consolidated balance sheet for expenditure incurred in the normal course of business of the consolidated group after 31 December 2024).

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7. ADDITIONAL INFORMATION

7.1 Nature of this Prospectus

This Prospectus is issued under the special prospectus content rules for continuously quoted securities in section 713 of the Corporations Act. That section enables listed disclosing entities to issue a prospectus with less rigorous disclosure requirements if:

- the securities offered by the prospectus are in a class of securities that have been quoted enhanced disclosure securities at all times in the 3 months before the date of the prospectus or are options to acquire such securities; and
- the company is not subject to certain exemptions or declarations prescribed by the Corporations Act during the period during which the securities have been quoted or the 12 months before the date of the prospectus (whichever is the shorter period).

Securities are quoted enhanced disclosure securities if:

- the company is included in the official list of ASX; and
- the Listing Rules apply to those securities.

The information in this Prospectus principally concerns the terms and conditions of the Offers and the information necessary to make an informed assessment of:

- the effect of the Offers on the Company; and
- the rights and liabilities attaching to the New Shares and New Options offered under this Prospectus.

The Prospectus is intended to be read in conjunction with the publicly available information in relation to the Company which has been notified to ASX. This Prospectus does not include all of the information that would be included in a prospectus for an initial public offering of securities in an entity that was not already listed on a stock exchange. Applicants should therefore also have regard to the other publicly available information in relation to the Company before making a decision whether or not to subscribe for New Shares and New Options.

7.2 Regular reporting and disclosure obligations

The Company is a disclosing entity under the Corporations Act. It is subject to regular reporting and disclosure obligations under the Corporations Act and the Listing Rules.

These obligations require the Company to notify ASX of information about specified events and matters as they arise for the purposes of ASX making that information available to the stock market conducted by ASX. In particular, the Company has an obligation under the Listing Rules (subject to certain limited exceptions) to notify ASX immediately of any information of which it becomes aware concerning the Company which a reasonable person would expect to have a material effect on the price or value of securities in the Company.

As the Company has been listed on ASX since June 2006, a large amount of information concerning the Company has previously been notified to ASX and is therefore publicly available. All announcements made by the Company are available from ASX.

The Company is required to prepare and lodge with ASX both yearly and half yearly financial statements accompanied by a Directors' statement and report and an auditor's report. The Company is also required to lodge with ASX quarterly cashflow reports which include details about its cash flows (the most recent of which was lodged at ASX on 31 July 2025).

A summary of the Company's current and recent activities, transactions and projects and the financial performance and position of the Company is set out in the Half Year Report to Shareholders for the period ended 31 December 2024 lodged with ASX on 28 February 2025 and subsequent ASX releases.

Copies of documents lodged with ASX in relation to the Company may be obtained from the ASX website.

Copies of all documents lodged with the ASIC in relation to the Company may be obtained from, or inspected at, the offices of ASIC. These documents can also be inspected at the registered office of the Company during normal office hours.

7.3 Right to obtain copies of Company documents

Under section 713(4) of the Corporations Act, any person has the right to obtain from the Company, free of charge, a copy of any of the following documents during the Offer Period:

- the Company's annual financial report for the year ended 30 June 2024 as lodged with ASIC;
- the Company's half-year financial report for the year ended 31 December 2024 as lodged with ASIC;
- any continuous disclosure notices given by the Company after lodgement of the annual financial report for the year ended 30 June 2024 and before lodgement of this Prospectus with ASIC. Headlines for such notices are as follows:

Date	Headline
31 October 2024	Quarterly Activities/Appendix 4C Cash Flow Report
31 October 2024	Notice of Annual General Meeting/Proxy Form
25 November 2024	Investor Presentation - Eden
27 November 2024	Company Secretary Appointment/Resignation
29 November 2024	Results of Meeting
13 December 2024	Sale of Georgia USA Property Update
13 December 2024	Application for quotation of securities - EDE
13 December 2024	Change of Director's Interest Notice
14 January 2025	Sale of Georgia USA Property Update
28 January 2025	Application for quotation of securities - EDE
31 January 2025	Quarterly Activities/Appendix 4C Cash Flow Report
10 February 2025	Georgia USA Property Update & Financing Facility Extension
13 February 2025	Georgia Property Sale & Financing Facility Extensions Signed
17 February 2025	Second Ecuador EdenCrete Pz7 Sales Order for $353,266
28 February 2025	Half Yearly Report and Accounts
28 February 2025	Appendix 4D
14 March 2025	Sale of Georgia USA Property Update
25 March 2025	Restructuring of Loan Arrangements
01 April 2025	Holcim US - First Large US EdenCrete Pz7 Order for A$146k
15 April 2025	Sale of Georgia USA Property Update
28 April 2025	Notification of Expiry of Listed Options

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30 April 2025	Quarterly Activities/Appendix 4C Cash Flow Report
06 May 2025	Initial EdenCretePz7 Order by Holcim Mexico
14 May 2025	Sale of Georgia USA Property Update
29 May 2025	EdenCrete Product Sales Update
13 June 2025	Sale of Georgia USA Property Update
20 June 2025	Entitlement Offer, Security Consolidation and Loan Repayment
20 June 2025	Consolidation/Split - EDE
20 June 2025	Proposed issue of securities - EDE
20 June 2025	Notice of General Meeting
23 June 2025	Sale of 65-acre Georgia Industrial Property Update
23 June 2025	EdenCrete Products - Colorado Market Update
15 July 2025	Sale of Georgia USA Property Update
22 July 2025	Results of Meeting & Securities Consolidation Approved
31 July 2025	Quarterly Activities/Appendix 4C Cash Flow Report
06 August 2025	Colorado Vail Pass Trial Update
08 August 2025	Securities Consolidation Complete
11 August 2025	Application for quotation of securities - EDE
11 August 2025	Notification regarding unquoted securities - EDE
12 August 2025	Update to Shareholder Entitlement Offer
12 August 2025	Proposed issue of securities - EDE

These documents can also be viewed and downloaded from ASX's website www.asx.com.au under ASX Code: EDE.

7.4 Constitution and rights and liabilities attaching to Shares

Full details of the rights and liabilities attaching to Shares are set out in the Company's constitution, a copy of which can be inspected, free of charge, at the Company's registered office during normal business hours.

The following is a broad summary of the rights, privileges and restrictions attaching to all Shares. This summary is not exhaustive and does not constitute a definitive statement of the rights and liabilities of Shareholders.

All Shares issued pursuant to this Prospectus will, from the time they are issued, rank equally with all of the Company's Existing Shares.

Voting rights

Subject to any rights or restrictions for the time being attached to any class or classes of shares (at present there are none), at meetings of Shareholders of the Company:

(a) each Shareholder entitled to attend and vote may vote in person or by proxy, attorney or representative;

(b) on a show of hands, every person present who is a Shareholder or a proxy, attorney or representative of a Shareholder has one vote (save that where a Shareholder has appointed more than one person as proxy, attorney or representative, none of the proxies, attorneys or representatives, is entitled to vote, and where a Shareholder is present in more than one capacity, that Shareholder is entitled only to one vote); and

(c) on a poll, every person present who is a Shareholder shall, in respect of each Share held by him, or in respect of which he is appointed a proxy, attorney or representative, have one vote for the Share, but in respect of partly paid shares, shall have such number of votes as bears the same proportion of the amount paid up or agreed to be considered as paid up on the total issue price of that Share at the time the poll is taken bears to the total issue price of the Share.

Rights on winding up

If the Company is wound up, whether voluntary or otherwise, the liquidator may divide among all or any of the contributories as the liquidator thinks fit in specie or kind any part of the assets of the Company, and may vest any part of the assets of the Company in trustees on any trusts for the benefit of all or any of the contributes as the liquidator thinks fit. Any division may be otherwise than in accordance with the legal rights of the contributories and, in particular, any class may be given preferential or special rights or may be excluded altogether or in part, but if any division otherwise than in accordance with legal rights of the contributories is determined, any contributory who would be prejudiced by the division has a right to dissent and ancillary rights as if the determination were a special resolution passed under the Corporations Act relating to the sale or transfer of the Company's assets in a voluntary winding up.

Transfer of shares

Subject to the constitution of the Company, the Corporations Act, the Listing Rules and any other laws, Shares are freely transferable.

Future increases in capital

The allotment and issue of any Shares is under the control of the Board. Subject to the requirements of the Listing Rules, the constitution of the Company and the Corporations Act, the Directors may allot or otherwise dispose of Shares on such terms and conditions as they see fit.

Variation of rights

Under the Corporations Act, the Company may, with the sanction of a special resolution passed at a meeting of Shareholders, vary or abrogate the rights attaching to shares. If at any time the share capital of the Company is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of the issue of the shares of that class), whether or not the Company is being wound up, may be varied or abrogated with the sanction of a special resolution of the Company and with the consent in writing of the holders of three quarters of the issued shares of that class, or if authorised by a special resolution passed at a separate meeting of the holders of the shares of that class.

Dividend rights

Subject to the rights of holders of shares issued with special, preferential or qualified rights (at present there are none), the profits of the Company that the Directors determine to distribute by way of dividend are divisible among the holders of Shares and is payable on each Share on the basis of the proportion which the amount paid is of the total amounts paid, agreed to be considered to be paid or payable on the Share. A dividend may be declared at a rate per annum in respect of a specified period but no amount paid on a Share in advance of calls is to be treated as paid on that Share.

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7.5 **Rights and liabilities attaching to New Options**

The New Options will be issued on the following terms and conditions.

(1) The Options are exercisable at any time prior to 5:00pm WST on the date which is two (2) years after their date of issue ("the Time of Expiry"). Options not exercised on or before the Time of Expiry will automatically lapse.

(2) The Options entitle the holder to subscribe (in respect of each Option held) for one Share at an exercise price per Option of $0.07 (“Price”).

(3) The Options may be exercised wholly or in part by both completing and serving a notice of exercise of options ("Notice of Exercise”) substantially in the form attached to the option certificate (“Certificate”) on the Company, and by causing payment to be received by the Company (in cleared funds and in Australian currency) of the Price for all Options being exercised, in the manner specified in the Notice of Exercise, prior to the Time of Expiry. A Notice of Exercise cannot be withdrawn by the holder after service of it on the Company.

(4) Upon the exercise of the Options and receipt of all relevant documents and payment, Shares will be issued ranking equally with the then issued Shares. If at the date of exercise of the Options the Shares of the Company are quoted on the ASX, the Company will apply to ASX to have the Shares so issued granted Quotation.

(5) A summary of the terms and conditions of the Options including the Notice of Exercise will be sent to all holders of Options when they are issued.

(6) Any Notice of Exercise received by the Company prior to the Time of Expiry will, unless otherwise determined by the Company, be deemed effective as at the earlier of the last Business Day of the month in which such notice is received by the Company and the Time of Expiry.

(7) There are no participating entitlements inherent in the Options to participate in new issues of capital, which may be offered to Shareholders during the currency of the Options. Prior to any new pro rata issue of securities to Shareholders, holders of Options will be notified by the Company and will be afforded 5 business days before the Record Date (as defined in the Listing Rules) (to determine entitlements to the issue), to exercise Options.

(8) In the event of any reconstruction (including consolidation, sub-division, reduction or return) of the issued capital of the Company prior to the Time of Expiry, the number of Options or the exercise price of the Options or both shall be reconstructed (as appropriate) in a manner which will not result in any benefits being conferred on holders of Options which are not being conferred on Shareholders and (subject to the provisions with respect to rounding of entitlements as sanctioned by the meeting of Shareholders approving the reconstruction of capital), in all respects, the terms for the exercise of Options shall remain unchanged. For these purposes the rights of the Option holder may be changed from time to time to comply with the Listing Rules applying to a reorganisation of capital at the time of reorganisation.

(9) The Options may be transferred at any time prior to the Time of Expiry.

(10) Shares issued pursuant to the exercise of an Option will be issued not more than 5 Business Days after the Notice of Exercise.

(11) A Notice of Exercise may be served by the holder on the Company by delivery or post to the Company’s registered office or in such other manner as specified in the form of Notice of Exercise attached to the Certificate.

(12) Any notice which is required to be given by the Company to the holder under these conditions or otherwise concerning the Options may be served on the holder by email (if the holder has provided the Company, or its share registry, with the holder’s email address) or by post. If a notice is sent by email it will be deemed to have been served on the date of transmission of the email and if sent by post it will be deemed to have been served on the second business day after the date of its posting.

(13) These terms and conditions are governed by the laws of the State of Western Australia

The Options will not be quoted on the ASX.

7.6 **Existing Options**

The Company currently has on issue 29,362,389 listed Options (ASX:EDEOD) ("Existing Options").

The expiry date and exercise price of the Existing Options is as follows:

Number	Exercise Price Per Option	Expiry Date
29,362,389	$0.18	11 September 2026

7.7 **Interests of Directors**

Other than as set out below or as set out elsewhere in this Prospectus, no Director has, or had within two years before lodgement of this Prospectus with the ASIC, any interest in:

(a) the promotion or formation of the Company;
(b) property acquired or proposed to be acquired by the Company in connection with its promotion or formation or the offer of New Shares and New Options under this Prospectus; or
(c) the offer of New Shares and New Options under this Prospectus,

and no amounts have been paid or agreed to be paid and no benefits have been given or agreed to be given to any Director other than as set out below:

(a) to induce them to become, or to qualify them, as a Director; or
(b) for services rendered by them in connection with the formation or promotion of the Company or the offer of New Shares and New Options under this Prospectus.

7.7.1 **Shareholdings of Directors**

As at the date of this Prospectus all of the directors (either personally, or through associated companies or trusts) hold Shares in the Company. The Directors (Gregory Solomon, Douglas Solomon and Allan Larsen) are Qualifying Shareholders and will receive Rights to subscribe for New Shares (and accompanying New Options) pursuant to this Rights Issue.

The relevant interest of each of the Directors in the Shares and Options of the Company as at the Record Date, and assuming they take up their Rights in full by applying for all of the New Shares (and accompanying New Options) to which they are entitled under this Rights Issue, is as follows:

	Gregory Solomon and Arkenstone (and associated companies)	Douglas Solomon and March Bells (and associated companies)	Allan Larsen, (and associated companies)
Shares held*	65,764,697	65,373,265	45,502,314
New Shares offered under this Rights Issue (estimated)	32,882,349	32,686,632	22,751,157
Maximum Shares held on completion of this	98,647,046	98,059,897	68,253,471

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Rights Issue (estimated, assuming full subscription)			
Existing Options held	Nil	Nil	Nil
New Options offered under this Rights Issue (estimated)	16,441,175	16,343,316	11,375,579

As previously noted elsewhere in this Prospectus, to the maximum extent permitted by the Corporations Act, Arkenstone and March Bells each intend to take up all or a portion of its Entitlements under this Rights Issue with a portion of the amount owing to each of them by the Company under the Shareholder Loans being applied to pay for all of the Application Money(s) for the New Shares it subscribes for under its Entitlement in partial satisfaction and repayment of such Shareholder Loans.

Section 2.21 of this Prospectus details the possible change in the Director's interests in the Company at the conclusion of the Offers, and the impact the Offers may have on the control of the Company.

Neither the Arkenstone Group nor the MB Group entities intend to apply for any of the Shortfall.

Noble, the Company's largest shareholder, currently holds 69,678,349 Shares in the Company, being an interest of 21.18% of total shares on issue. Noble is the fully owned subsidiary of Tasman. Some of the Directors (both personally and through their associated entities) also hold a relevant interest in shares and options of Tasman, as at the date of this Prospectus as follows:

Director	Shares Held	Percentage Shareholding	Options Held
Gregory Solomon	84,265,112	30.16%	21,066,279
Douglas Solomon	84,265,112	30.16%	21,066,279

As noted earlier, Noble has indicated that it does not intend to take up any of its Entitlements.

Nothing in this Prospectus will be taken to preclude any of the Directors, officers or employees of the Company or their associated companies, or Noble, from applying for New Shares and accompanying New Options on the terms which are offered pursuant to this Prospectus.

7.7.2 Directors' remuneration

Non-executive directors' fees not exceeding an aggregate of $260,000 per annum have been approved by the Company in general meeting. Levels of these fees may be varied by the Company in general meeting according to its constitution at any time. The Company is currently paying non- executive directors' fees of $54,000 per annum plus 12.0% superannuation, in the case of Doug Solomon, and $86,000 per annum to Dr Allan Godsk Larsen, taken as $32,000 in cash and $54,000 worth of Shares annually in July each year.

The remuneration of any executive director will be fixed by the Directors and may be paid by way of fixed salary or based on agreed hourly rates according to time spent, up to an agreed maximum amount. At the date of this Prospectus, the Company has resolved to pay to Gregory Solomon an annual fee of $300,000 plus 12.0% superannuation for acting as executive chairman.

7.7.3 Directors' and officers' indemnity

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In accordance with the Company's constitution and to the extent permitted by law, the Company must indemnify each Director and other officers of the Company out of the assets of the Company against any liability incurred by them in or arising out of the conduct of the business of the Company or in or arising out of the discharge of the duties of the officer, unless the liability was incurred by the officer through his or her own dishonesty, negligence, lack of good faith or breach of duty.

7.7.4 **Other Interests of Directors**

Gregory Solomon and Douglas Solomon are partners in the legal firm Solomon Brothers. Please see section 7.8 of this Prospectus for details of the legal fees which have been paid to Solomon Brothers in the 2 year period prior to the date of this Prospectus.

Further, the Company has engaged the services of Princebrook Pty Ltd, a company of which Gregory Solomon and Douglas Solomon are shareholders and directors, to provide office accommodation and use of office equipment, inclusive of telephones, internet connection, photocopiers and facsimile machines, to the Company at a current cost of $1,354 per month plus GST. The term of this licence commenced on 1 December 2024 and continues until terminated by either party giving three months' notice of termination to the other, which notice may be given at any time (or until terminated consequent upon the other party's default).

Arkenstone (a company associated with Gregory Solomon) and March Bells (a company associated with Douglas Solomon) have lent to the Company, in the aggregate, the sum $2,672,374 as at 11 August 2025, which amount has been used by the Company for working capital purposes. These loans are unsecured. The principal sum and interest on each of these loans (at 9.97% p.a. until repayment in full) is payable by the Company to each of Arkenstone and March Bells on demand.

Dr Allan Godsk Larsen is engaged by the Company as a consultant and is paid, in addition to his non-executive directors' fees, USD $17,500 per month plus reimbursement of travel expenses. In the past 2 years prior to the date of this Prospectus, Dr Larsen has been paid consultancy fees of $585,688 including reimbursement of expenses.

7.8 **Interests of named persons**

Other than as set out below or elsewhere in this Prospectus, no person named in this Prospectus as performing a function in a professional, advisory or other capacity in connection with the preparation or distribution of this Prospectus, promoter or stockbroker to the Company has, or had within two years before lodgement of this Prospectus with ASIC, any interest in:

(a) the formation or promotion of the Company;

(b) any property acquired or proposed to be acquired by the Company in connection with its formation or promotion or in connection with the offer of New Shares and New Options under this Prospectus; or

(c) the offer of New Shares and New Options under this Prospectus,

and no amounts have been paid or agreed to be paid and no benefits have been given or agreed to be given to any of those persons for services rendered by them in connection with the formation or promotion of the Company or the offer of New Shares and New Options under this Prospectus.

Solomon Brothers, a legal firm of which Gregory Solomon and Douglas Solomon are partners, will receive professional fees of approximately $5,000 (plus disbursements, plus GST) for legal work undertaken by them in connection with this Prospectus. In addition, Solomon Brothers have rendered legal fees on account of

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professional services provided to the Company of approximately $40,076 (including disbursements and GST) for the two-year period ending before the lodgement of this Prospectus at ASIC.

7.9 Consents

The following persons have consented to being named in the Prospectus but have not made any statements that are included in the Prospectus or statements identified in this Prospectus as being based on any statements made by those persons and take no responsibility for any part of the Prospectus other than their consent to be named in the Prospectus, and have not withdrawn their consent before the lodgement of this Prospectus with ASIC:

(1) Solomon Brothers as solicitors to the Company;

(2) Automic Registry Services as Share Registry;

7.10 Expenses of the Issue

It is estimated that approximately $60,000 will be payable by the Company in respect of legal, printing, postage and other costs arising from this Prospectus (assuming the Entitlement Offer is fully subscribed) (excluding GST), as follows:

ASIC prospectus lodgement fee	$3,206
ASX quotation fee	$20,352
Legal fees and expenses	$5,000
Share registry, printing and sundry	$31,442
Total	$60,000

7.11 Dividends

The Board is not able to indicate when and if dividends will be paid in the future, as payment of any dividend will depend on the future profitability, financial position and cash requirements of the Company.

7.12 Taxation implications

The acquisition and disposal of New Shares and New Options in the Company will have tax consequences that will differ depending upon the individual financial affairs of each Applicant. The Directors consider that it is not appropriate to give Applicants advice regarding the taxation consequences of subscribing for New Shares and New Options under this Prospectus. All Applicants applying for New Shares and New Options are therefore first urged to obtain independent financial advice about the consequences of acquiring the New Shares and New Options from a taxation viewpoint and generally. Applicants should consult their own professional tax advisers in connection with subscribing for New Shares and New Options under this Prospectus.

7.13 Litigation

The Company is not currently engaged in any litigation or arbitration proceedings, nor, so far as the Directors are aware, are any such proceedings pending or threatened against the Company.

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8. GLOSSARY NAMES AND TERMS

Applicant means a Qualifying Shareholder who applies to take up all or part of their Entitlement or a person who applies to take up any of the Shortfall Shares (as the case may be);

Application means a valid application made by an Applicant to subscribe for New Shares and accompanying New Options under one or more of the Offers pursuant to this Prospectus;

Application Moneys means the sum of $0.035 per New Share payable on submission of an Application pursuant to the Entitlement Offer or the Shortfall Offers contained in this Prospectus;

Arkenstone mean Arkenstone Pty Ltd A.C.N. 009 112 878 as trustee for GH Solomon Family Investment Trust;

ASIC means Australian Securities and Investments Commission;

Arkenstone Group means Arkenstone, Gregory Solomon (a Director of the Company) and its and his other associated entities;

ASX means ASX Limited (A.C.N 008 624 691) or the Australian Securities Exchange, as the context requires;

Board means the board of Directors unless the context indicates otherwise;

Business Day means a day other than a Saturday or Sunday on which banks are open for business in Perth, Western Australia;

Closing Date means 5:00pm WST on 2 September 2025;

Company means Eden;

Corporations Act and **Act** means the *Corporations Act 2001* (Cth);

Directors means the directors of the Company from time to time;

Dollars or **$** means Australian dollars unless otherwise stated;

Eden and Eden Innovations means Eden Innovations Ltd A.C.N 109 200 900 (ASX Code: EDE);

Eden Group means Eden and all of its subsidiaries;

Entitlement means a Qualifying Shareholder's entitlement to subscribe for New Shares (and accompanying New Options) under the Entitlement Offer;

Entitlement and Acceptance Form means the personalised Entitlement and Acceptance Form to be sent together with this Prospectus with respect to the Entitlement Offer and the QS Shortfall Offer;

Entitlement Offer has the meaning given to that term in section 2.1.1 and means the offer contained in this Prospectus to each Qualifying Shareholder of 1 New Share for every 2 Existing Shares held by that Qualifying Shareholder at the Record Date at an issue price of $0.035 per New Share, together with 1 free attaching New Option for every 2 New Shares issued under this Prospectus;

Existing Options means all of those Options which are on issue by the Company as at the Record Date, as detailed in section 7.6 of this Prospectus;

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Existing Shares means Shares on issue in the Company as at the Record Date;

Glossary means this glossary;

iBorrow Loan means the sum of US$5.8 million owing to iBorrow REIT by a US subsidiary of the Company, and guaranteed by the Company, which expires on 15 January 2026;

Issue means the issue of New Shares and New Options pursuant to this Prospectus;

Investor Shortfall Offer has the meaning given to that term in section 2.1.2.2, more details of which appear in section 2.12.2;

Listing Rules means the Listing Rules of ASX;

March Bells means March Bells Pty Ltd A.C.N. 009 126 881 as trustee for The DH Solomon Family Trust;

MB Group means March Bells, Douglas Solomon (a Director of the Company) and its and his other associated entities;

New Option means an unlisted Option to be issued under an Offer contained in this Prospectus to subscribe for 1 Share in the Company at $0.07 on or before two (2) years after the date of issue of the said Option and otherwise on the terms and conditions set out in section 7.5 of this Prospectus;

New Share means a Share to be issued under this Prospectus;

Noble means Noble Energy Pty Ltd A.C.N. 115 057 586, a wholly owned subsidiary of Tasman.

Non-Qualifying Foreign Shareholder means a Shareholder whose registered address at the Record Date is not in Australia or New Zealand;

Offer Period means the period commencing on the Opening Date and ending on the Closing Date;

Offers means the Entitlement Offer and the Shortfall Offers;

Official List means the Official List of the ASX;

Opening Date means 19 August 2025;

Option means a right to acquire a Share in the Company;

Optionholder means a holder of Options;

Prospectus means this Prospectus dated 13 August 2025;

QS Shortfall Offer has the meaning given to that term in section 2.1.2.1, more details of which appear in section 2.12.1;

Qualifying Shareholder means a holder of Shares registered at 5:00pm WST on the Record Date and whose registered address is in Australia or New Zealand;

Quotation means quotation of the New Shares on ASX;

Record Date means 5.00pm WST on 18 August 2025;

Rights means the right to subscribe for New Shares (with attaching New Options) under the Entitlement Offer in this Prospectus;

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Rights Issue has the same meaning as Entitlement Offer;

Securities means the New Shares and New Options to be issued under this Prospectus;

Share means one fully paid ordinary share in the Company;

Shareholder means the holder of Shares;

Shareholder Loans has the meaning given to it in section 2.21, and means the amount owing by the Company to each of Arkenstone and March Bells (the Company's two largest shareholders), further details of which are as set out in section 7.7.4 of this Prospectus;

Shortfall means, if the Entitlement Offer is not fully subscribed, those New Shares (and accompanying New Options) which are not taken up under the Entitlement Offer by the Closing Date;

Shortfall Offers has the meaning given to that term in section 2.1.2, more details of which appear in section 2.12, and comprising both the QS Shortfall Offer and Investor Shortfall Offer;

Tasman means Tasman Resources Ltd A.C.N 009 253 187 (ASX Code: TAS);

VWAP has the meaning given to that term in the Listing Rules;

WST means Western Standard Time, Perth, Western Australia.

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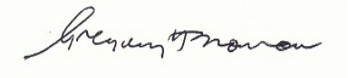
9. CONSENT BY DIRECTORS

Each of the Directors of Eden Innovations Ltd has consented to the lodgement of this Prospectus in accordance with section 720 of the Corporations Act.

Dated the 13th of August 2025



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Signed for and on behalf of
Eden Resources Ltd
By Gregory Howard Solomon (Executive Chairman)

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10.CORPORATE DIRECTORY

Directors:	Gregory H. Solomon, LLB (Executive Chairman) Douglas H. Solomon, B.Juris LLB (Hons) (Non-executive Director) Dr Allan Godsk Larsen, M.Sc., Ph.D.
Company Secretary:	Brett Tucker, CA
Registered Office:	Level 15 197 St Georges Terrace Perth Western Australia Tel: (+618) 9282 5889 Fax: (+618) 9282 5966 e-mail: mailroom@Edenresources.com.au website: https://Edenresources.com.au/
Share Registry:	Automic Pty Ltd Level 5, 126 Phillip Street Sydney New South Wales Tel: (+612) 9698 5414
Solicitors to the Company:	Solomon Brothers Level 15 197 St Georges Terrace Perth Western Australia Tel: (+618) 9282 5888 Fax: (+618) 9282 5855

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