



HALF-YEAR REPORT  
TO 31 DECEMBER 2025

**CREATING VALUE.  
SUSTAINING GROWTH.**



# CONTENTS

2  
Directors' Report

---

6  
Auditor's Independence  
Declaration

---

7  
Consolidated Statement  
of Comprehensive Income

---

8  
Consolidated Statement  
of Financial Position

---

9  
Consolidated Statement  
of Changes in Equity

---

10  
Consolidated Statement  
of Cash Flows

---

11  
Notes to the Financial  
Statements

---

22  
Directors' Declaration

---

23  
Independent Auditor's  
Review Report

---

25  
Corporate Directory

---



GROUP OPERATING  
REVENUE

---

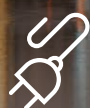
**\$191.0m**

---

**Up 7.3%**

At Hansen, we relentlessly push boundaries, keeping our products and offerings agile, innovative, and laser-focused on our customers' needs and the ever-evolving sectors they thrive in.

## ENERGY & UTILITIES REVENUE



**\$108.7m**

**Up 3.0%**

## COMMUNICATIONS & MEDIA REVENUE



**\$82.3m**

**Up 13.5%**

# DIRECTORS' REPORT

The Directors present their report together with the half-year financial report of the consolidated entity ("the Group") consisting of Hansen Technologies Limited ("the Company" or "Hansen") and its controlled entities for the six months ended 31 December 2025, and the Independent Auditor's Review Report thereon. This half-year financial report has been prepared in accordance with AASB 134 *Interim Financial Reporting* and the *Corporations Act 2001*.

## Principal activities

The principal activities of the Group were the development, integration and support of software and services for the Energy & Utilities and Communications & Media sectors.

## Directors

The names of the Directors in office at any time during the whole of the half-year and up to the date of this report are:

Mr David Trude (Chair)

Mr Andrew Hansen (Global CEO and Managing Director)

Mr Bruce Adams (did not seek re-election on 17 October 2025)

Ms Lisa Pendlebury

Mr David Howell

Mr Don Rankin

Ms Rebecca Wilson

## Review of Operations

The Group's operating result for the half-year to 31 December 2025 comprised of the following:

|                                                                           | 6 months ended           |                          | Variance % |        |
|---------------------------------------------------------------------------|--------------------------|--------------------------|------------|--------|
|                                                                           | 31-Dec-25<br>A\$ million | 31-Dec-24<br>A\$ million |            |        |
| Operating revenue                                                         | 191.0                    | 178.0                    | ⬆          | 7.3%   |
| Underlying EBITDA <sup>1, 2, 4</sup>                                      | 55.7                     | 38.1                     | ⬆          | 46.1%  |
| Cash EBITDA <sup>1, 2, 4, 5</sup>                                         | 49.3                     | 29.2                     | ⬆          | 68.8%  |
| NPAT                                                                      | 22.0                     | 0.1                      | ⬆          | large  |
| Underlying NPAT <sup>1, 4</sup>                                           | 22.5                     | 4.6                      | ⬆          | 389.1% |
| Underlying NPATA <sup>1, 3, 4</sup>                                       | 30.5                     | 12.6                     | ⬆          | 142.3% |
| Net cash from operating activities                                        | 53.6                     | 10.4                     | ⬆          | 417.7% |
| Basic earnings per share (EPS) (cents)                                    | 10.80                    | 0.03                     | ⬆          | large  |
| Basic EPSa <sup>1</sup> (cents) based on underlying NPATA <sup>1, 4</sup> | 14.95                    | 6.19                     | ⬆          | 141.5% |

1. The Directors believe the information additional to IFRS measures included in the Directors' Report is relevant and useful in measuring the financial performance of the Group. These include: EBITDA, NPATA and EPSa.

2. EBITDA is a non-IFRS term, defined as earnings before interest, tax, depreciation and amortisation and excluding net foreign exchange gains/(losses) and share of losses/(profits) from associates.

3. Underlying NPATA is a non-IFRS term, defined as net profit after tax, excluding tax-effected amortisation of acquired intangibles.

4. Underlying EBITDA, underlying NPAT and underlying NPATA exclude separately disclosed items. Further details of the separately disclosed items are outlined in Note 3 to the Financial Report.

5. Cash EBITDA is underlying EBITDA excluding capitalised development costs.

## Overview

Hansen Technologies delivered a strong 1H26, marked by solid financial performance, expanding recurring revenue, and continued strategic execution across both core verticals. Demand for the Group's mission-critical software remains resilient, supported by long-standing customer relationships and the growing need for digital transformation, cloud migration, and AI-enhanced operations. Hansen's global footprint and proven operating model continue to provide a strong platform for sustainable growth.

## Hansen and Artificial Intelligence

Artificial intelligence (AI) continues to reinforce Hansen's long-term investment case. Hansen operates as the system of record at the core of customer operations, the authoritative source of truth for billing, settlement and revenue.

Hansen is embedding AI as a core capability across its people, platforms and products, integrating it directly into the core system rather than treating it as an overlay. The Company's approach prioritises responsible, compliant, and explainable AI, reflecting the highly regulated and mission-critical nature of the energy and telecommunications markets in which it operates.

Hansen is structurally protected from near-term AI disruption due to its deep incumbency and subject matter expertise within complex, regulated customer environments. One of Hansen's key advantages is the depth and longevity of the data it holds across customers and the markets they operate in. This is proprietary data that generic AI cannot access. The Company operates at the core of large, complex energy and telecommunications systems supporting billing, revenue, customer acquisition and compliance functions that are critical to customer operations and cash flow. Extensive regulatory integrations, decades of industry-specific data and workflows, and high trust requirements create substantial barriers to entry and make switching multi-year and high-risk.

AI is being used to strengthen, rather than disrupt, Hansen's competitive position. By embedding AI into core billing, customer care, analytics and workflow capabilities, Hansen is improving platform efficiency, accelerating implementations, lowering cost-to-serve and deepening customer integration. These enhancements further increase switching costs and widen the gap between Hansen and smaller or less specialised competitors.

Execution is underway and delivering tangible outcomes. Hansen has established AI Hubs in California and London and built a Champions Network driving adoption across the organisation. Eight AI solutions are embedded within the platform and delivering measurable customer outcomes.

## Financial Performance

Hansen delivered a strong financial performance in the first-half of FY26, reflecting both the resilience of the Group's operating model and the continued demand for its mission-critical software solutions. Operating revenue increased to \$191.0 million, representing growth of 7.3% compared with the prior corresponding period, with both core verticals contributing positively. Profitability strengthened meaningfully, with Underlying EBITDA rising 46.1% to \$55.7 million and margin lifting to 29.2%. Cash EBITDA also expanded significantly, increasing 68.8% to \$49.3 million, supported by disciplined cost management.

These results demonstrate the operating leverage inherent in the business as incremental revenue increasingly converts to EBITDA. The Group also benefited from improved productivity driven by the integration of AI across development, testing, and support workflows.

Underlying NPATA was up 142.3%, and Underlying NPAT rose 389.1% from 1H25 as a result of strong operating leverage, tighter cost control and ongoing efficiency gains across the business. 1H25 Underlying NPATA was lower due to licence revenue skewing into 2H25, which carries higher margins.

The Group generated operating cash flow of \$53.6 million, up 417.7% on 1H25. The Digitalk acquisition, which closed on 31 December 2025, was funded by refinancing an existing syndicated multi-currency facility. The Group's disciplined capitalised development spend has been further supported by AI-driven operating leverage. Despite the increased borrowings associated with the Digitalk acquisition, the Group repaid a further \$29.5 million of existing debt during the period and had Net Debt of \$51 million at the end of 1H26.

Overall, Hansen enters the second-half with improving margins, enhanced operating efficiency, and solid visibility across its long-term contracted revenue base.

## Digitalk Acquisition and Integration

On 31 December 2025, Hansen completed the acquisition of Digitalk, a UK-based cloud-native MVNO and interconnect platform provider. The acquisition strengthens Hansen's communications offering, broadening its customer base with over 150 additional operators across 30+ countries, and enhances the Group's recurring SaaS revenue profile.

Integration has progressed smoothly, with operational continuity maintained and customers experiencing no disruption. Product roadmaps are being aligned, and early cross-sell opportunities have been identified as the sales team work across the combined portfolio. Digitalk is now transitioning to the Hansen brand.

# DIRECTORS' REPORT

## Segment Highlights

### Energy & Utilities

Energy & Utilities revenue increased 3.0% on 1H25, driven by strong contribution from EMEA and continued industry investment in smart-metering, renewable integration, and digital infrastructure. Hansen secured new customers and renewals including City of New Bern and Charlotte County Utilities in the U.S., and Loiste and Elkraft in the Nordics, reinforcing Hansen's role as a long-term digital transformation partner.

The turnaround of powercloud (now Hansen Germany) and the integration of CONUTI assets have broadened Hansen's footprint in a strategically important market. Major regulatory releases were delivered on time and on budget.

Momentum continues to build as utilities invest in electrification, data-driven operations, and AI-enabled automation.

### Communications & Media

The Communications & Media business delivered a strong first-half result, with revenue up 13.5% compared with the prior period. Growth was driven by key contract wins, including the significant multi-year VMO2 agreement in 2H25, as well as renewals across major Tier-1 customers. The increasing adoption of Hansen's cloud-native BSS platforms is supporting faster time-to-market, enhanced agility, and improved customer outcomes for operators seeking cost-effective, scalable solutions.

The segment's profitability remains healthy, supported by scale advantages and continued growth. The addition of Digitalk expands Hansen's capabilities and strengthens its competitive position in the rapidly evolving communications market.

## Growth in Support & Maintenance Revenue

Support & Maintenance revenue remains a cornerstone of Hansen's earnings and provides a high-quality recurring revenue base that underpins margin stability. These revenues are supported by long, predictable renewal cycles and extremely low churn, reflecting the mission-critical nature of Hansen's platforms and the depth of its customer relationships. This Support & Maintenance revenue has increased by 18.0% CAGR since 1H23 and is up 15.6% compared to 1H25.

As more implementations transition to business-as-usual, the Support & Maintenance base continues to expand. This structural growth reinforces the Group's earnings resilience, providing clear visibility and stability across economic cycles.

## Operational and Strategic Progress

**AI Integration:** AI is increasingly embedded across Hansen's technology stack and internal processes, delivering measurable efficiency gains. Enhanced automation in development, testing, and customer support is contributing to cost savings, improved speed to market, and productivity uplift.

**Sustainability Recognition:** During the half-year, Hansen was awarded a Bronze Medal by EcoVadis, a globally recognised sustainability rating platform, placing Hansen in the top 35% of assessed companies globally and in the top 19% of assessed software companies. This recognition reflects the Group's ongoing commitment to responsible business practices across all ESG dimensions.

**M&A:** The Group continues to execute a disciplined and strategic M&A program. The integration of Hansen Germany and CONUTI in Germany, alongside the Digitalk acquisition in the UK, has broadened Hansen's product suite and expanded its market reach. The internal M&A team continues to evaluate a substantial pipeline of opportunities in existing and adjacent verticals.

**Customer and Market Momentum:** The Group secured multiple new wins, upgrades, and renewals across its global customer base during the period, including MultiChoice Group, key Nordic utilities, and several U.S. municipal providers. These wins transition into recurring revenue as projects move into Support & Maintenance. With no customer representing more than 8% of total revenue and an average customer tenure exceeding a decade, Hansen remains well diversified across geographies, industries, and revenue streams.

## Outlook

Revenue is expected to be higher in the second-half of the year compared to the first and remains on track to deliver an Underlying EBITDA margin of approximately 30% for FY26.

With strong recurring revenues, a proven operating model, and disciplined capital management, Hansen is well positioned for sustained growth, and the Board remains confident in Hansen's ability to deliver 5–7% organic growth and sustain an underlying EBITDA margin of at least 30% over the medium term.

## Dividends

Reflecting ongoing financial stability and predictable cash flows, the Board has declared an interim dividend of 5.0 cents per share, partially franked, maintaining its commitment to shareholder returns.

The Directors want to sincerely thank all Hansen people for their commitment and collaboration, together we are building a stronger, more innovative Hansen for the future.

## Significant Changes in the State of Affairs

There have been no significant changes in the Group's state of affairs during the half-year.

## Auditor's Independence Declaration

A copy of the auditor's independence declaration as required under section 307C of the *Corporations Act 2001* in relation to the review for the half-year is provided immediately after this report.

## Rounding of Amounts to Nearest Thousand Dollars

In accordance with ASIC Corporations (*Rounding in Financial/Directors' Reports*) Instrument 2016/191, the amounts in the directors' report and in the financial report have been rounded to the nearest one thousand dollars, or in certain cases, to the nearest million dollars.

Signed in accordance with a resolution of the Directors, pursuant to section 306(3)(a) of the *Corporations Act 2001*:



**David Trude**  
Chair



**Andrew Hansen**  
Global CEO and Managing Director

Dated: 18 February 2026

# AUDITOR'S INDEPENDENCE DECLARATION



## RSM Australia Partners

Level 27, 120 Collins Street Melbourne VIC 3000  
PO Box 248 Collins Street West VIC 8007

T +61 (0) 3 9286 8000  
F +61 (0) 3 9286 8199

[www.rsm.com.au](http://www.rsm.com.au)

## AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the review of the financial report of Hansen Technologies Limited and its controlled entities for the half year ended 31 December 2025, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

- (i) the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and
- (ii) any applicable code of professional conduct in relation to the review.

The RSM logo consists of three horizontal bars in grey, green, and blue, followed by the letters 'RSM' in a bold, black, sans-serif font.

## RSM AUSTRALIA PARTNERS

A handwritten signature in blue ink, appearing to read 'J S Croall'.

**J S CROALL**  
Partner

Dated: 18 February 2026  
Melbourne, Victoria

## THE POWER OF BEING UNDERSTOOD AUDIT | TAX | CONSULTING

RSM Australia Partners is a member of the RSM network and trades as RSM. RSM is the trading name used by the members of the RSM network. Each member of the RSM network is an independent accounting and consulting firm which practices in its own right. The RSM network is not itself a separate legal entity in any jurisdiction.

RSM Australia Partners ABN 36 965 185 036

Liability Ltd by a scheme approved under Professional Standards Legislation



# CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

## FOR THE HALF-YEAR ENDED 31 DECEMBER 2025

|                                                                                           | Note     | Dec-25<br>\$'000 | Dec-24<br>\$'000 |
|-------------------------------------------------------------------------------------------|----------|------------------|------------------|
| Operating revenue from contracts with customers                                           | 4(a)     | 191,042          | 177,964          |
| Finance income                                                                            |          | 274              | 366              |
| Other income                                                                              |          | 1,414            | 611              |
| <b>Total revenue from contracts with customers and other income</b>                       |          | <b>192,730</b>   | <b>178,941</b>   |
| Employee benefit expenses                                                                 |          | (100,946)        | (109,398)        |
| Amortisation expense                                                                      | 5        | (17,369)         | (19,726)         |
| Depreciation expense                                                                      |          | (5,990)          | (6,229)          |
| Property and operating rental expenses                                                    |          | (2,025)          | (1,741)          |
| Contractor and consultant expenses                                                        |          | (2,912)          | (2,306)          |
| Software licence expenses                                                                 |          | (3,230)          | (3,333)          |
| Hardware and software expenses                                                            |          | (15,847)         | (17,218)         |
| Travel expenses                                                                           |          | (1,738)          | (1,673)          |
| Communication expenses                                                                    |          | (1,075)          | (849)            |
| Professional expenses                                                                     |          | (4,644)          | (4,586)          |
| Finance costs on borrowings                                                               |          | (1,180)          | (2,182)          |
| Finance costs on lease liabilities                                                        |          | (635)            | (709)            |
| Foreign exchange losses                                                                   |          | (283)            | (79)             |
| Other expenses                                                                            |          | (4,955)          | (5,827)          |
| Share of net loss of associate                                                            |          | (26)             | (34)             |
| <b>Total expenses</b>                                                                     |          | <b>(162,855)</b> | <b>(175,890)</b> |
| <b>Profit before income tax expense</b>                                                   |          | <b>29,875</b>    | <b>3,051</b>     |
| Income tax expense                                                                        |          | (7,838)          | (2,981)          |
| <b>Net profit after income tax expense for the half-year</b>                              | <b>3</b> | <b>22,037</b>    | <b>70</b>        |
| <b>Other comprehensive (expense)/income</b>                                               |          |                  |                  |
| <i>Items that may be reclassified subsequently to profit and loss</i>                     |          |                  |                  |
| Exchange differences on translation of foreign operations                                 |          | (10,897)         | 13,808           |
| <b>Other comprehensive (expense)/income for the half-year, net of tax</b>                 |          | <b>(10,897)</b>  | <b>13,808</b>    |
| <b>Total comprehensive income for the half-year</b>                                       |          | <b>11,140</b>    | <b>13,878</b>    |
| Basic earnings (cents) per share attributable to ordinary equity holders of the Company   |          | 10.80            | 0.03             |
| Diluted earnings (cents) per share attributable to ordinary equity holders of the Company |          | 10.57            | 0.03             |

The accompanying notes on pages 11 to 21 form part of these consolidated financial statements.

# CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 31 DECEMBER 2025

|                                                   | Note | Dec-25<br>\$'000 | Jun-25<br>\$'000 |
|---------------------------------------------------|------|------------------|------------------|
| <b>Current assets</b>                             |      |                  |                  |
| Cash and cash equivalents                         |      | 56,024           | 48,191           |
| Receivables                                       |      | 65,306           | 60,986           |
| Accrued revenue                                   | 4(b) | 56,725           | 54,969           |
| Other current assets                              |      | 11,316           | 8,264            |
| <b>Total current assets</b>                       |      | <b>189,371</b>   | <b>172,410</b>   |
| <b>Non-current assets</b>                         |      |                  |                  |
| Investments accounted for using the equity method |      | 2,122            | 2,148            |
| Plant, equipment & leasehold improvements         |      | 12,088           | 12,786           |
| Intangible assets                                 | 5    | 425,869          | 384,977          |
| Right-of-use assets                               |      | 16,461           | 16,510           |
| Deferred tax assets                               |      | 11,339           | 11,099           |
| Other non-current assets                          |      | 648              | 1,312            |
| <b>Total non-current assets</b>                   |      | <b>468,527</b>   | <b>428,832</b>   |
| <b>Total assets</b>                               |      | <b>657,898</b>   | <b>601,242</b>   |
| <b>Current liabilities</b>                        |      |                  |                  |
| Payables                                          |      | 41,217           | 31,958           |
| Lease liabilities                                 |      | 4,788            | 4,684            |
| Current tax payable                               |      | 4,803            | 8,179            |
| Provisions                                        |      | 24,541           | 29,117           |
| Unearned revenue                                  | 4(b) | 47,820           | 34,471           |
| <b>Total current liabilities</b>                  |      | <b>123,169</b>   | <b>108,409</b>   |
| <b>Non-current liabilities</b>                    |      |                  |                  |
| Payables                                          |      | 438              | 449              |
| Deferred tax liabilities                          |      | 27,769           | 30,443           |
| Borrowings                                        | 7    | 106,845          | 65,414           |
| Lease liabilities                                 |      | 13,410           | 13,512           |
| Provisions                                        |      | 208              | 939              |
| Unearned revenue                                  | 4(b) | 3,513            | 2,126            |
| <b>Total non-current liabilities</b>              |      | <b>152,183</b>   | <b>112,883</b>   |
| <b>Total liabilities</b>                          |      | <b>275,352</b>   | <b>221,292</b>   |
| <b>Net assets</b>                                 |      | <b>382,546</b>   | <b>379,950</b>   |
| <b>Equity</b>                                     |      |                  |                  |
| Share capital                                     | 9    | 152,660          | 152,059          |
| Foreign currency translation reserve              |      | 7,909            | 18,806           |
| Share-based payment reserve                       |      | 15,779           | 14,722           |
| Retained earnings                                 |      | 206,198          | 194,363          |
| <b>Total equity</b>                               |      | <b>382,546</b>   | <b>379,950</b>   |

The accompanying notes on pages 11 to 21 form part of these consolidated financial statements.

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE HALF-YEAR ENDED 31 DECEMBER 2025

| For the half-year ended 31 December 2025                                    | Note | Contributed<br>Equity<br>\$'000 | Reserves<br>\$'000 | Retained<br>Earnings<br>\$'000 | Total Equity<br>\$'000 |
|-----------------------------------------------------------------------------|------|---------------------------------|--------------------|--------------------------------|------------------------|
| <b>Balance as at 1 July 2025</b>                                            |      | <b>152,059</b>                  | <b>33,528</b>      | <b>194,363</b>                 | <b>379,950</b>         |
| Net profit after income tax expense for the half-year                       |      | –                               | –                  | 22,037                         | 22,037                 |
| Movement in carrying amount of foreign entities due to currency translation |      | –                               | (10,897)           |                                | (10,897)               |
| <b>Total comprehensive income for the half-year</b>                         |      | <b>–</b>                        | <b>(10,897)</b>    | <b>22,037</b>                  | <b>11,140</b>          |
| <b>Transactions with owners in their capacity as owners:</b>                |      |                                 |                    |                                |                        |
| Share-based payment expense – performance rights                            | 6    | –                               | 1,147              | –                              | 1,147                  |
| Tax associated with employee share-based plans                              |      | –                               | (90)               | –                              | (90)                   |
| Equity issued under dividend reinvestment plan                              | 8    | 601                             | –                  | –                              | 601                    |
| Dividends declared                                                          | 8    | –                               | –                  | (10,202)                       | (10,202)               |
| <b>Total transactions with owners in their capacity as owners</b>           |      | <b>601</b>                      | <b>1,057</b>       | <b>(10,202)</b>                | <b>(8,544)</b>         |
| <b>Balance as at 31 December 2025</b>                                       |      | <b>152,660</b>                  | <b>23,688</b>      | <b>206,198</b>                 | <b>382,546</b>         |

| For the half-year ended 31 December 2024                                    | Note | Contributed<br>Equity<br>\$'000 | Reserves<br>\$'000 | Retained<br>Earnings<br>\$'000 | Total Equity<br>\$'000 |
|-----------------------------------------------------------------------------|------|---------------------------------|--------------------|--------------------------------|------------------------|
| <b>Balance as at 1 July 2024</b>                                            |      | <b>150,599</b>                  | <b>15,147</b>      | <b>171,399</b>                 | <b>337,145</b>         |
| Net profit after income tax expense for the half-year                       |      | –                               | –                  | 70                             | 70                     |
| Movement in carrying amount of foreign entities due to currency translation |      | –                               | 13,808             | –                              | 13,808                 |
| <b>Total comprehensive income for the half-year</b>                         |      | <b>–</b>                        | <b>13,808</b>      | <b>70</b>                      | <b>13,878</b>          |
| <b>Transactions with owners in their capacity as owners:</b>                |      |                                 |                    |                                |                        |
| Share-based payment expense – performance rights                            | 6    | –                               | 735                | –                              | 735                    |
| Tax associated with employee share-based plans                              |      | –                               | (89)               | –                              | (89)                   |
| Equity issued under dividend reinvestment plan                              | 8    | 769                             | –                  | –                              | 769                    |
| Dividends declared                                                          | 8    | –                               | –                  | (10,175)                       | (10,175)               |
| <b>Total transactions with owners in their capacity as owners</b>           |      | <b>769</b>                      | <b>646</b>         | <b>(10,175)</b>                | <b>(8,760)</b>         |
| <b>Balance as at 31 December 2024</b>                                       |      | <b>151,368</b>                  | <b>29,601</b>      | <b>161,294</b>                 | <b>342,263</b>         |

The accompanying notes on pages 11 to 21 form part of these consolidated financial statements.

# CONSOLIDATED STATEMENT OF CASH FLOWS

## FOR THE HALF-YEAR ENDED 31 DECEMBER 2025

|                                                               | Note | Dec-25<br>\$'000 | Dec-24<br>\$'000 |
|---------------------------------------------------------------|------|------------------|------------------|
| <b>Cash flows from operating activities</b>                   |      |                  |                  |
| Receipts from customers                                       |      | 223,131          | 184,639          |
| Payments to suppliers and employees                           |      | (155,902)        | (165,988)        |
| Interest received                                             |      | 273              | 366              |
| Finance costs on borrowings                                   |      | (1,188)          | (2,035)          |
| Finance costs on lease liabilities                            |      | (635)            | (709)            |
| Income tax paid                                               |      | (12,045)         | (5,913)          |
| <b>Net cash from operating activities</b>                     |      | <b>53,634</b>    | <b>10,360</b>    |
| <b>Cash flows from investing activities</b>                   |      |                  |                  |
| Payments for investment in associate                          |      | –                | (2,184)          |
| Payments for plant, equipment and leasehold improvements      |      | (434)            | (1,405)          |
| Payments for capitalised development costs                    | 5    | (6,440)          | (8,967)          |
| Payment for acquisition of business, net of cash acquired     | 10   | (65,175)         | –                |
| <b>Net cash used in investing activities</b>                  |      | <b>(72,049)</b>  | <b>(12,556)</b>  |
| <b>Cash flows from financing activities</b>                   |      |                  |                  |
| Dividends paid, net of dividend re-investment                 | 8    | (9,601)          | (9,406)          |
| Payment of loan refinancing fees                              |      | –                | (210)            |
| Proceeds of borrowings                                        |      | 73,577           | –                |
| Repayment of borrowings                                       |      | (29,459)         | –                |
| Repayment of lease liabilities                                |      | (3,273)          | (3,624)          |
| <b>Net cash provided by financing activities</b>              |      | <b>31,244</b>    | <b>(13,240)</b>  |
| <b>Net increase/(decrease) in cash and cash equivalents</b>   |      | <b>12,829</b>    | <b>(15,436)</b>  |
| Cash and cash equivalents at beginning of the half-year       |      | 48,191           | 46,021           |
| Effects of exchange rate changes on cash and cash equivalents |      | (4,996)          | 1,412            |
| <b>Cash and cash equivalents at end of the half-year</b>      |      | <b>56,024</b>    | <b>31,997</b>    |

The accompanying notes on pages 11 to 21 form part of these consolidated financial statements.

# NOTES TO THE FINANCIAL STATEMENTS

HALF-YEAR ENDED 31 DECEMBER 2025

## 1. Basis of preparation

The consolidated interim financial statements as at, and for, the half-year ended 31 December 2025 ("the half-year financial report") comprise of the financial statements of the consolidated entity ("the Group"), consisting of Hansen Technologies Limited ("the Company" or "Hansen") and its controlled entities. The Company is a company limited by shares, incorporated and domiciled in Australia.

The half-year financial report was authorised for issue by the Directors as at the date of the Directors' Report.

The nature of the operations and principal activities of the Group are described in the Directors' Report.

### New or amended Accounting Standards and Interpretations adopted

The Group has adopted all new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ("AASB") that are mandatory for the current reporting period. Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

### (a) Basis of preparation of the half-year financial report

The half-year financial report has been prepared in accordance with AASB 134 *Interim Financial Reporting* and the *Corporations Act 2001*. The Group has prepared the financial statements on the basis that it will continue to operate as a going concern. The Directors consider that there are no material uncertainties that may cast doubt over this assumption. They have formed a judgement that there is a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future, and not less than 12 months from the end of the reporting period.

The half-year financial report does not include all the information and disclosures required in the annual financial statements and should be read in conjunction with the Group's annual financial report for the year ended 30 June 2025 and any public announcements made by the Company during the half-year in accordance with any continuous disclosure obligations arising under the *Corporations Act 2001*.

The accounting policies adopted in the preparation of the half-year financial report are consistent with those adopted in the Group's annual financial report for the year ended 30 June 2025.

### Changes in comparatives

Where necessary, comparative information has been reclassified and repositioned for consistency with current year disclosures.

### (b) Rounding amounts

The Group has applied the relief available under ASIC Corporations (*Rounding in Financial/Directors' Reports*) Instrument 2016/191 and, accordingly the amounts in the half-year financial report and in the Directors' Report have been rounded to the nearest thousand Australian dollars, or in certain cases, to the nearest million Australian dollars.

# NOTES TO THE FINANCIAL STATEMENTS

HALF-YEAR ENDED 31 DECEMBER 2025

## 2. Segment information

### (a) Description of segments

The operating segments are identified based on the types of services provided to the Group's customers. Discrete financial information about each of these operating businesses is reported to the executive management team (the Chief Operating Decision Maker 'CODM') on a monthly basis.

Where operating segments meet the aggregation criteria, these are aggregated into reported segments. Operating segments are aggregated based on similar products and services provided to the same type of customers using the same distribution method.

Segment results include items directly attributable to a segment as well as those that can be allocated on a reasonable basis and excludes depreciation and amortisation. Inter-segment pricing is determined on an arm's length basis and is eliminated on consolidation. There are no significant inter-segment transactions.

The Group's reportable segments are set out below:

| Reportable segment     | Description of segment                                                                                                                                                                   |
|------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Energy & Utilities     | This segment encompasses the sale of software and the provision of consulting services for the Energy & Utilities customers that primarily operate in electricity, gas and water.        |
| Communications & Media | This segment encompasses the sale of software and the provision of consulting services for the Communications & Media customers that primarily operate in telecommunications and pay-TV. |

### (b) Segment information

| 6-months ended 31 Dec 2025                 | Note | E & U<br>\$'000 | C & M<br>\$'000 | Total<br>\$'000 |
|--------------------------------------------|------|-----------------|-----------------|-----------------|
| <b>Segment revenue</b>                     |      |                 |                 |                 |
| Total segment revenue                      | 4(a) | 108,688         | 82,354          | 191,042         |
| <b>Revenue from external customers</b>     |      | <b>108,688</b>  | <b>82,354</b>   | <b>191,042</b>  |
| <b>Segment result</b>                      |      |                 |                 |                 |
| Total segment result                       |      | 45,740          | 46,140          | 91,880          |
| <b>Segment result from core operations</b> |      | <b>45,740</b>   | <b>46,140</b>   | <b>91,880</b>   |
| <br>                                       |      |                 |                 |                 |
| 6-months ended 31 Dec 2024                 | Note | E & U<br>\$'000 | C & M<br>\$'000 | Total<br>\$'000 |
| <b>Segment revenue</b>                     |      |                 |                 |                 |
| Total segment revenue                      | 4(a) | 105,487         | 72,477          | 177,964         |
| <b>Revenue from external customers</b>     |      | <b>105,487</b>  | <b>72,477</b>   | <b>177,964</b>  |
| <b>Segment result</b>                      |      |                 |                 |                 |
| Total segment result                       |      | 34,602          | 35,066          | 69,668          |
| <b>Segment result from core operations</b> |      | <b>34,602</b>   | <b>35,066</b>   | <b>69,668</b>   |

(i) Reconciliation of segment profit from core operations to the consolidated statement of comprehensive income

|                                                           | Note | Dec-25<br>\$'000 | Dec-24<br>\$'000 |
|-----------------------------------------------------------|------|------------------|------------------|
| Segment result from core operations                       | 2(b) | 91,880           | 69,668           |
| Corporate administrative costs                            |      | (36,156)         | (38,024)         |
| Transaction costs relating to the acquisition of Digitalk |      | (640)            | –                |
| Depreciation and amortisation                             |      | (23,359)         | (25,955)         |
| Share of net losses of associate                          |      | (26)             | (34)             |
| Net foreign exchange losses                               |      | (283)            | (79)             |
| Net finance costs                                         |      | (1,541)          | (2,525)          |
| <b>Profit before income tax expense</b>                   |      | <b>29,875</b>    | <b>3,051</b>     |
| Income tax expense                                        |      | (7,838)          | (2,981)          |
| <b>Profit after income tax expense for the half-year</b>  |      | <b>22,037</b>    | <b>70</b>        |

Corporate administrative costs (Finance, Legal, Human Resources, IT services, Corporate and other central functions) are costs that cannot be readily allocated to individual operating segments. Further, depreciation and amortisation costs are not used by the CODM for making operating and resource allocation decisions. Hence, these costs are shown in the reconciliation of reportable segments to Group totals.

Where applicable, the separately disclosed items have been allocated directly to the attributable segment.

(ii) Segment assets and liabilities

No information regarding segment assets and segment liabilities has been disclosed, as these are not reported to the CODM for the purpose of making strategic decisions.

### 3. Separately disclosed items

The Group has disclosed underlying EBITDA and underlying profit after tax, referring to the Group's trading results, adjusted for certain transactions during the year that are not representative of the Group's regular business activities. The Group considers that these transactions are of such significance to understanding the ongoing results of the Group, that the Group has elected to identify separately these transactions to determine an ongoing result to enable a "like-for-like" comparison. These items are described as "separately disclosed items" throughout this Financial Report.

|                                          | 2025<br>\$'000 | 2024<br>\$'000 |
|------------------------------------------|----------------|----------------|
| <b>6-months ended 31 Dec</b>             |                |                |
| <b>Net increase to underlying EBITDA</b> |                |                |
| One-off costs incurred                   | (640)          | (6,501)        |
| <b>Total</b>                             | <b>(640)</b>   | <b>(6,501)</b> |

#### One-off costs incurred

For the half-year ended 31 December 2025, the Group incurred one-off costs of \$640,000 relating to the acquisition of the Digitalk Group on 31 December 2025. This amount comprised \$399,000 in legal fees, with the remaining \$241,000 primarily relating to bank fees, which have been included within the "Professional expenses" and "Other expenses" accounts respectively in the Group's consolidated statement of comprehensive income.

In the previous financial period, the Group recognised one-off costs relating to acquisition and restructuring activities totalling \$6,501,000. Of these costs, \$98,000 in legal fees was incurred in relation to the 30% acquisition of a Canadian company, Dial AI on 12 November 2024 and are included within the "Professional expenses" account in the Group's consolidated statement of comprehensive income. Dial AI is a cloud-native support agent that delivers real-time responses to voice and text interactions. The remaining \$6,403,000 relates to further restructuring costs for powercloud. These restructuring costs are included within the "Employee benefit expenses" account in the Group's consolidated statement of comprehensive income.

# NOTES TO THE FINANCIAL STATEMENTS

HALF-YEAR ENDED 31 DECEMBER 2025

## 3. Separately disclosed items continued

### Reconciliation with Group statutory measures

| 6-months ended 31 Dec                                                                   | 2025<br>\$'000 | 2024<br>\$'000 |
|-----------------------------------------------------------------------------------------|----------------|----------------|
| Underlying EBITDA                                                                       | 55,724         | 38,145         |
| Less separately disclosed items                                                         | (640)          | (6,501)        |
| <b>EBITDA<sup>(1)</sup></b>                                                             | <b>55,084</b>  | <b>31,644</b>  |
| Underlying net profit after tax before acquired amortisation, net of tax <sup>(2)</sup> | 30,522         | 12,598         |
| Less acquired amortisation, net of tax                                                  | (8,037)        | (7,977)        |
| Underlying net profit after tax <sup>(3)</sup>                                          | 22,485         | 4,621          |
| Less separately disclosed items                                                         | (640)          | (6,501)        |
| Tax effect of separately disclosed items                                                | 192            | 1,950          |
| <b>Net profit after income tax expense</b>                                              | <b>22,037</b>  | <b>70</b>      |

(1) EBITDA is a non-IFRS term, defined as earnings before interest, tax, depreciation and amortisation, excluding net foreign exchange gains/(losses) and loss on investments in associate.

(2) Underlying net profit after tax but before acquired amortisation, net of tax or underlying NPATA excludes separately disclosed items, which represent the one-off costs during the period and acquired amortisation, net of tax.

(3) Underlying net profit after tax or underlying NPAT excludes separately disclosed items, which represent the one-off costs during the period.

## 4. Revenue

### (a) Disaggregation of revenue from contracts with customers

Set out below is the disaggregation of the Group's revenue from contracts with customers:

| 6-months ended 31 Dec 2025                         | E & U<br>\$'000 | C & M<br>\$'000 | Total<br>\$'000 |
|----------------------------------------------------|-----------------|-----------------|-----------------|
| <b>Types of goods and services</b>                 |                 |                 |                 |
| Licence                                            | 2,323           | 9,448           | 11,771          |
| Support and maintenance                            | 72,344          | 42,382          | 114,726         |
| Application                                        | 33,626          | 30,471          | 64,097          |
| Hardware/software sales and other revenue          | 395             | 53              | 448             |
| <b>Total revenue from contracts with customers</b> | <b>108,688</b>  | <b>82,354</b>   | <b>191,042</b>  |
| <b>Revenue by geographic segment</b>               |                 |                 |                 |
| APAC                                               | 18,131          | 3,936           | 22,067          |
| Americas                                           | 20,551          | 11,615          | 32,166          |
| EMEA                                               | 70,006          | 66,803          | 136,809         |
| <b>Total revenue from contracts with customers</b> | <b>108,688</b>  | <b>82,354</b>   | <b>191,042</b>  |
| <b>Timing of revenue recognition</b>               |                 |                 |                 |
| Goods and services transferred at a point in time  | 2,861           | 4,267           | 7,128           |
| Services transferred over time                     | 105,827         | 78,087          | 183,914         |
| <b>Total revenue from contracts with customers</b> | <b>108,688</b>  | <b>82,354</b>   | <b>191,042</b>  |

| 6-months ended 31 Dec 2024                         | E & U<br>\$'000 | C & M<br>\$'000 | Total<br>\$'000 |
|----------------------------------------------------|-----------------|-----------------|-----------------|
| <b>Types of goods and services</b>                 |                 |                 |                 |
| Licence                                            | 1,927           | 11,256          | 13,183          |
| Support and maintenance                            | 70,170          | 29,029          | 99,199          |
| Application                                        | 32,558          | 32,001          | 64,559          |
| Hardware/software sales and other revenue          | 832             | 191             | 1,023           |
| <b>Total revenue from contracts with customers</b> | <b>105,487</b>  | <b>72,477</b>   | <b>177,964</b>  |
| <b>Revenue by geographic segment</b>               |                 |                 |                 |
| APAC                                               | 20,328          | 3,941           | 24,269          |
| Americas                                           | 21,187          | 17,536          | 38,723          |
| EMEA                                               | 63,972          | 51,000          | 114,972         |
| <b>Total revenue from contracts with customers</b> | <b>105,487</b>  | <b>72,477</b>   | <b>177,964</b>  |
| <b>Timing of revenue recognition</b>               |                 |                 |                 |
| Goods and services transferred at a point in time  | 2,250           | 6,435           | 8,685           |
| Services transferred over time                     | 103,237         | 66,042          | 169,279         |
| <b>Total revenue from contracts with customers</b> | <b>105,487</b>  | <b>72,477</b>   | <b>177,964</b>  |

#### (b) Contract balances

|                                           | Dec-25<br>\$'000 | Jun-25<br>\$'000 |
|-------------------------------------------|------------------|------------------|
| Asset: Accrued revenue                    | 56,725           | 54,969           |
| Liability: Unearned revenue (current)     | (47,820)         | (34,471)         |
| Liability: Unearned revenue (non-current) | (3,513)          | (2,126)          |

Accrued revenue mainly relates to software licences deployed on contract inception which have yet to be billed to the customer. Accrued revenue is transferred to receivables when the rights become unconditional. This usually occurs when the Group issues an invoice to the customer. Unearned revenue primarily relates to advance consideration received from customers representing support and maintenance services, software and SaaS contracts.

# NOTES TO THE FINANCIAL STATEMENTS

HALF-YEAR ENDED 31 DECEMBER 2025

## 5. Intangible assets

|                                                                | Note | Goodwill<br>\$'000 | Technology<br>and other<br>intangibles<br>at cost<br>\$'000 | Software<br>development<br>at cost<br>\$'000 | Total<br>\$'000  |
|----------------------------------------------------------------|------|--------------------|-------------------------------------------------------------|----------------------------------------------|------------------|
| <b>Cost</b>                                                    |      |                    |                                                             |                                              |                  |
| At 1 July 2025                                                 |      | 271,796            | 237,130                                                     | 171,209                                      | 680,135          |
| Increase due to acquisition of subsidiary                      | 10   | 62,867             | –                                                           | –                                            | 62,867           |
| Additions                                                      |      | –                  | –                                                           | 6,440                                        | 6,440            |
| Net foreign currency movements arising from foreign operations |      | (7,458)            | (6,974)                                                     | (2,588)                                      | (17,020)         |
| <b>At 31 December 2025</b>                                     |      | <b>327,205</b>     | <b>230,156</b>                                              | <b>175,061</b>                               | <b>732,422</b>   |
| <b>Accumulated amortisation and impairment</b>                 |      |                    |                                                             |                                              |                  |
| At 1 July 2025                                                 |      | (1,630)            | (165,701)                                                   | (127,827)                                    | (295,158)        |
| Amortisation charge                                            |      | –                  | (11,119)                                                    | (6,250)                                      | (17,369)         |
| Net foreign currency movements arising from foreign operations |      | 11                 | 3,678                                                       | 2,285                                        | 5,974            |
| <b>At 31 December 2025</b>                                     |      | <b>(1,619)</b>     | <b>(173,142)</b>                                            | <b>(131,792)</b>                             | <b>(306,553)</b> |
| <b>Net book amount</b>                                         |      |                    |                                                             |                                              |                  |
| <b>Carrying amount at 31 December 2025</b>                     |      | <b>325,586</b>     | <b>57,014</b>                                               | <b>43,269</b>                                | <b>425,869</b>   |

|                                                                | Note | Goodwill<br>\$'000 | Technology<br>and other<br>intangibles<br>at cost<br>\$'000 | Software<br>development<br>at cost<br>\$'000 | Total<br>\$'000  |
|----------------------------------------------------------------|------|--------------------|-------------------------------------------------------------|----------------------------------------------|------------------|
| <b>Cost</b>                                                    |      |                    |                                                             |                                              |                  |
| At 1 July 2024                                                 |      | 257,751            | 216,049                                                     | 144,322                                      | 618,122          |
| Increase due to acquisition                                    |      | –                  | 12,649                                                      | –                                            | 12,649           |
| Additions                                                      |      | –                  | –                                                           | 18,278                                       | 18,278           |
| Net foreign currency movements arising from foreign operations |      | 14,045             | 8,432                                                       | 8,609                                        | 31,086           |
| <b>At 30 June 2025</b>                                         |      | <b>271,796</b>     | <b>237,130</b>                                              | <b>171,209</b>                               | <b>680,135</b>   |
| <b>Accumulated amortisation and impairment</b>                 |      |                    |                                                             |                                              |                  |
| At 1 July 2024                                                 |      | (1,606)            | (140,830)                                                   | (103,562)                                    | (245,998)        |
| Amortisation charge                                            |      | –                  | (17,415)                                                    | (22,978)                                     | (40,393)         |
| Net foreign currency movements arising from foreign operations |      | (24)               | (7,456)                                                     | (1,287)                                      | (8,767)          |
| <b>At 30 June 2025</b>                                         |      | <b>(1,630)</b>     | <b>(165,701)</b>                                            | <b>(127,827)</b>                             | <b>(295,158)</b> |
| <b>Net book amount</b>                                         |      |                    |                                                             |                                              |                  |
| <b>Carrying amount at 30 June 2025</b>                         |      | <b>270,166</b>     | <b>71,429</b>                                               | <b>43,382</b>                                | <b>384,977</b>   |

## 6. Share-based payments

During the financial period, 626,629 performance rights were granted to employees under the Company's Employee Performance Rights Plan. This amount includes 113,419 rights issued to the Global CEO & Managing Director following approval obtained at the Company's Annual General Meeting on 20 November 2025.

The Employee Performance Rights are issued as part of the long-term incentive plan. Performance rights are vested in three tranches subject to service conditions, an absolute total shareholder return hurdle ("aTSR") and non-performance market conditions such as revenue and/or profit margin depending on the key performance indicators assigned to the employee.

The measurement period of the rights is from 1 July 2025 to 30 June 2028, with an expected vesting date of 30 September 2028. Management has assessed an estimated fair value at grant date of the performance rights subject to the aTSR condition of \$4.08 per right using a Monte Carlo simulation option pricing model. The fair value of performance rights subject to non-market conditions is \$4.49 per right, which was estimated using a Black Scholes option pricing model.

The models consider the term of the performance rights, the impact of dilution (where material), the share price at grant date and expected volatility of the underlying share, the risk-free interest rate for the term of the performance rights and the correlations and volatilities of the peer group companies.

The model inputs for the performance rights granted during the six months ended 31 December 2025 included:

- grant date: 1 July 2025
- expected vesting date: 30 September 2028<sup>(1)</sup>
- measurement period: 1 July 2025 to 30 June 2028
- share price at grant date: \$4.87
- expected price volatility of the company's shares: 27.5%
- expected dividend yield: 2.48%
- risk-free rate: 3.20%

(1) Expected vesting date is as advised in writing by the Board following consideration of performance during the measurement period, but no later than 30 September 2028

For the six months ended 31 December 2025, the Group has recognised \$1,147,000 of share-based payment expense, presented as part of 'Employee benefit expenses' in the consolidated statement of comprehensive income (six months ended 31 December 2024: \$735,000).

## 7. Borrowings

|                                                        | Dec-25<br>\$'000 | Jun-25<br>\$'000 |
|--------------------------------------------------------|------------------|------------------|
| <b>Non-current</b>                                     |                  |                  |
| <i>Secured</i>                                         |                  |                  |
| Term facility – gross borrowings                       | 107,006          | 65,635           |
| Term facility – prepaid borrowing costs <sup>(1)</sup> | (161)            | (221)            |
| <b>Total</b>                                           | <b>106,845</b>   | <b>65,414</b>    |

(1) This amount does not impact the available facility.

The Group refinanced its syndicated multi-currency facility on 15 December 2025 to fund the acquisition of Digitalk. As at 31 December 2025, \$107 million was drawn on the \$110 million syndicated multi-currency facility that has a maturity date of 31 January 2028. The average interest rate of the borrowings is 4.37%.

The Group has complied with all debt covenants throughout the reporting period.

# NOTES TO THE FINANCIAL STATEMENTS

HALF-YEAR ENDED 31 DECEMBER 2025

## 8. Dividends

A regular interim dividend of 5 cents per share has been declared on 18 February 2026, partially franked, and will subsequently be paid on 27 March 2026. The amount declared has not been recognised as a liability in the accounts of Hansen Technologies Limited as at 31 December 2025.

|                                                                                                                                                                                                 | Dec-25<br>\$'000 | Dec-24<br>\$'000 |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------|------------------|
| <b>Dividends paid during the half-year (net of dividend re-investment):</b>                                                                                                                     |                  |                  |
| 5 cents per share final dividend paid 19 September 2025 <sup>(1)</sup> – partially franked                                                                                                      | 9,601            | –                |
| 5 cents per share final dividend paid 20 September 2024 <sup>(2)</sup> – partially franked                                                                                                      | –                | 9,406            |
| <b>Total</b>                                                                                                                                                                                    | <b>9,601</b>     | <b>9,406</b>     |
| <b>Proposed dividend not recognised at the end of the half-year. The proposed dividends are stated before dividend reinvestment, which reduces the Group's amount of dividend cash payable:</b> |                  |                  |
| 5 cents per share interim dividend (5 cents partially franked) <sup>(3)</sup>                                                                                                                   | 10,211           | –                |
| 5 cents per share interim dividend paid 27 March 2025 <sup>(4)</sup> – partially franked                                                                                                        | –                | 10,175           |

(1) The final dividend paid of 5 cents per share franked to 2.5 cents, comprised of a regular dividend of 5 cents per share.

(2) The final dividend paid of 5 cents per share franked to 2.1 cents, comprised of a regular dividend of 5 cents per share.

(3) The proposed interim dividend of 5 cents per share, franked to 4.0 cents.

(4) The interim dividend of 5 cents per share, franked to 3.3 cents.

## 9. Contributed capital

### (a) Issued and paid-up capital

|                                    | Dec-25<br>\$'000 | Jun-25<br>\$'000 |
|------------------------------------|------------------|------------------|
| <b>Ordinary shares, fully paid</b> | <b>152,660</b>   | <b>152,059</b>   |

### (b) Movements in shares on issue

|                                                         | Ordinary shares<br>(excluding<br>Treasury shares) | Treasury shares | Total share capital |                |
|---------------------------------------------------------|---------------------------------------------------|-----------------|---------------------|----------------|
| Half-year ended 31 December 2025                        | No. of Shares                                     | No. of Shares   | No. of Shares       | \$'000         |
| Balance at beginning of half-year                       | 203,378,727                                       | 665,973         | 204,044,700         | 152,059        |
| Shares issued under the dividend reinvestment plan      | 106,923                                           | –               | 106,923             | 601            |
| Performance rights exercised/Performance related reward | 77,775                                            | (1,768)         | 76,007              | –              |
| <b>Balance at end of half-year</b>                      | <b>203,563,425</b>                                | <b>664,205</b>  | <b>204,227,630</b>  | <b>152,660</b> |

Treasury shares are shares in the Company that are held by Hansen Technologies Limited Employee Share Plan Trust (the "Trust") for the purpose of holding shares for the satisfaction of rights under the existing and future equity awards plan. The Trust was established on 24 June 2022.

## 10. Business Combinations

### Acquisition of Digitalk Group Holdings Ltd

On 5 November 2025, Hansen entered into a binding agreement to acquire 100% of the shares of Digitalk Group Holdings Ltd ("Digitalk") for a net cash consideration of \$65.2 million. The transaction was completed on 31 December 2025 following regulatory approval. The acquisition was funded by refinancing an existing syndicated multi-currency facility on the same pricing terms as the existing Hansen debt obligation that is currently in place, expiring on 31 January 2028.

Founded in 1996, and headquartered in the UK, Digitalk is a provider of Mobile Virtual Network Operator and carrier-grade platforms for the global communications industry. Digitalk also offers a cloud-based wholesale voice trading platform, including routing, billing, fraud prevention, and monitoring, for international mobile carriers and wholesale service providers. This acquisition will significantly expand Hansen's scale and scope in the communications sector.

Details of the purchase consideration and net assets acquired are as follows:

|                                     | \$'000        |
|-------------------------------------|---------------|
| <i>Purchase consideration</i>       |               |
| Cash paid on completion             | 72,190        |
| Deferred consideration              | 2,011         |
| <b>Total purchase consideration</b> | <b>74,201</b> |

#### Deferred consideration

As part of the total purchase consideration, \$2.0 million is deferred and will be settled with the seller within 12 months after the acquisition date. The deferred consideration is not contingent on future performance and is therefore included in the purchase consideration at its fair value.

# NOTES TO THE FINANCIAL STATEMENTS

HALF-YEAR ENDED 31 DECEMBER 2025

## 10. Business Combinations continued

### Identifiable assets acquired and liabilities assumed

As at 31 December 2025, the fair values of the identifiable assets and liabilities acquired as at the date of acquisition are still provisional in light of the timing of the transaction. The acquisition accounting will be finalised within 12 months of the acquisition date, in line with accounting standards. Provisional net assets and liabilities acquired are detailed below:

|                                                                     | Provisional<br>fair value<br>\$'000 |
|---------------------------------------------------------------------|-------------------------------------|
| <b>Assets acquired:</b>                                             |                                     |
| Cash                                                                | 7,015                               |
| Receivables                                                         | 4,398                               |
| Accrued revenue                                                     | 1,979                               |
| Prepayments and other current assets                                | 367                                 |
| Plant and equipment                                                 | 906                                 |
| Deferred tax assets                                                 | 423                                 |
| <b>Total assets acquired</b>                                        | <b>15,088</b>                       |
| <b>Liabilities acquired:</b>                                        |                                     |
| Payables                                                            | 198                                 |
| Accruals and provisions                                             | 2,400                               |
| Unearned revenue                                                    | 997                                 |
| Deferred tax liability                                              | 159                                 |
| <b>Total liabilities acquired</b>                                   | <b>3,754</b>                        |
| <b>Net identifiable asset acquired</b>                              | <b>11,334</b>                       |
| <b>Add:</b>                                                         |                                     |
| Goodwill arising on acquisition                                     | 62,867                              |
| <b>Total purchase consideration</b>                                 | <b>74,201</b>                       |
| <b>Cash flow on acquisition</b>                                     |                                     |
| Net cash acquired (included in cash flow from investing activities) | 7,015                               |
| Cash paid at completion                                             | (72,190)                            |
| <b>Net cash outflow of cash – investing activities</b>              | <b>(65,175)</b>                     |

Goodwill arose on the acquisition of Digitalk due to the combination of the total consideration paid for the business and the net assets acquired. The value of goodwill represents the strong positioning of Digitalk in the communication market and includes the future benefit arising from the expected future earnings, synergies with the Group's products and operations, and personnel assumed via the acquisition. None of the goodwill is expected to be deductible for tax purposes.

### Acquired receivables

The provisional fair value of trade receivables is \$3.9 million. The gross contractual amount for trade receivables due is \$3.8 million, of which \$0.1 million is potentially uncollectible.

### Transaction cost

Transaction costs of \$640,000 were incurred in relation to the acquisition. These are identified as separately disclosed items for this year's results. Refer to Note 3 for further information.

### Revenue contribution

As the acquisition date was 31 December 2025, Digitalk had no effect on the Group's consolidated revenue or statement of comprehensive income for the period other than transaction related costs. However, if the acquisition of Digitalk had occurred on 1 July 2025, Digitalk would have contributed revenue of \$11.2 million and a profit after tax of \$3.4 million. It is important to note that Digitalk is expected to be immediately earnings accretive, supported by recurring high-margin Software-as-a-Service (SaaS) revenue.

## 11. Subsequent Events

There has been no other matter or circumstance, which has arisen since 31 December 2025 that has significantly affected or may significantly affect:

- (i) the operations, in financial years subsequent to 31 December 2025, of the Group;
- (ii) the results of those operations; or
- (iii) the state of affairs, in financial years subsequent to 31 December 2025, of the Group.

# DIRECTORS' DECLARATION

The Directors declare that the financial statements and notes set out on pages 7 to 21 are in accordance with the *Corporations Act 2001*, including:

- (a) complying with Accounting Standards, in particular AASB 134 *Interim Financial Reporting*, and the *Corporations Regulations 2001*, and other mandatory professional reporting requirements; and
- (b) giving a true and fair view of the financial position of the consolidated entity as at 31 December 2025 and of its performance for the half-year ended on that date.

In the Directors' opinion, there are reasonable grounds to believe that Hansen Technologies Limited will be able to pay its debts as and when they become due and payable.

This declaration is made in accordance with a resolution of the Directors, pursuant to section 303(5)(a) of the *Corporations Act 2001*.



**David Trude**  
Chair



**Andrew Hansen**  
Global CEO and Managing Director

Melbourne  
18 February 2026

# INDEPENDENT AUDITOR'S REVIEW REPORT



## RSM Australia Partners

Level 27, 120 Collins Street Melbourne VIC 3000  
PO Box 248 Collins Street West VIC 8007

T +61 (0) 3 9286 8000  
F +61 (0) 3 9286 8199

[www.rsm.com.au](http://www.rsm.com.au)

## INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF HANSEN TECHNOLOGIES LIMITED

### *Report on the Half-Year Financial Report*

#### **Conclusion**

We have reviewed the accompanying half-year financial report of Hansen Technologies Limited (the Company) and its Controlled Entities (together the Group) which comprises the consolidated statement of financial position as at 31 December 2025, the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the half-year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information, and the director's declaration.

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of the Group is not in accordance with the *Corporations Act 2001* including:

- (a) giving a true and fair view of the Group's financial position as at 31 December 2025 and of its performance for the half-year ended on that date; and
- (b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and *Corporations Regulations 2001*.

#### **Basis for Conclusion**

We conducted our review in accordance with ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the Auditor's Responsibilities for the Review of the Financial Report section of our report. We are independent of the Company in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

#### **Responsibility of the Directors' for the Financial Report**

The directors of Hansen Technologies Limited are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the half-year financial report that is free from material misstatement, whether due to fraud or error.

#### **THE POWER OF BEING UNDERSTOOD** AUDIT | TAX | CONSULTING

RSM Australia Partners is a member of the RSM network and trades as RSM. RSM is the trading name used by the members of the RSM network. Each member of the RSM network is an independent accounting and consulting firm which practices in its own right. The RSM network is not itself a separate legal entity in any jurisdiction.

RSM Australia Partners ABN 36 965 185 036

Liability Ltd by a scheme approved under Professional Standards Legislation



# INDEPENDENT AUDITOR'S REVIEW REPORT



## **Auditor's Responsibility for the Review of the Financial Report**

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the Group's financial position as at 31 December 2025 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

A stylized signature of 'RSM' in blue ink.

**RSM AUSTRALIA PARTNERS**

A handwritten signature in blue ink, appearing to read 'J S Croall'.

**J S CROALL**  
Partner

Dated: 18 February 2026  
Melbourne, Victoria

# CORPORATE DIRECTORY

## Directors

David Trude, Chairperson  
Andrew Hansen, Global CEO and Managing Director  
Lisa Pendlebury, Non-Executive  
Don Rankin, Non-Executive  
David Howell, Non-Executive  
Rebecca Wilson, Non-Executive

## Company secretary

Julia Chand

## Principal registered office

Level 13, 31 Queen Street  
Melbourne, Victoria 3000  
T (03) 9840 3000  
F (03) 9840 3099

## Share registry

MUFG Corporate Markets IR Pty Ltd  
Tower 4, 727 Collins Street  
Melbourne, Victoria 3000  
T 1300 554 474  
F (02) 9287 0309 – Proxy forms  
F (02) 9287 0303 – General

## Stock exchange

The Company is listed on the Australian Stock Exchange  
ASX code: HSN

## Auditors

RSM Australia Partners  
Level 27, 120 Collins Street  
Melbourne, Victoria 3000

## Solicitors

GrilloHiggins  
Level 25, 367 Collins Street  
Melbourne, Victoria 3000

## Other information

Hansen Technologies Ltd ABN 90 090 996 455,  
incorporated and domiciled in Australia,  
is a publicly listed company limited by shares.

