



Tuas Limited

ABN 70 639 685 975

and its controlled entities

ASX Appendix 4E

for the year ended 31 July 2025

Lodged with the ASX under Listing Rule 4.3A

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Tuas Limited and its controlled entities
ASX Appendix 4E

For the year ended 31 July 2025

Results for announcement to the market

Reported results

	Year ended 31-Jul-25	Year ended 31-Jul-24	Change from prior corresponding period
	S\$000*	S\$000*	
Revenue	151,290	117,065	Up 29%
Profit/(loss) for the period	6,898	(4,372)	Improved 258%
Basic earnings/(loss) per share attributable to owners of the Company	1.48	(0.94 cents)	Improved 257%
Diluted earnings/(loss) per share attributable to owners of the Company	1.47	(0.94 cents)	Improved 256%
Profit before interest, tax, depreciation and amortisation	68,427	49,740	Up 38%

* All figures included in this report are in Singapore dollars, being the reporting currency of the Tuas group.

This report should be read in conjunction with the Tuas Limited Annual Report for the year ended 31 July 2025 which has been audited. Incorporating information includes the Operating and Financial Review, Director's Report, Remuneration Report and Financial Report.

Dividends

Tuas Limited has not paid or declared any dividends during the period.

Net Tangible Assets per share

	31-Jul-25	31-Jul-24
Net tangible assets per security	S\$0.72	S\$0.68

Details of entities over which control has been gained during the period

Tuas Limited incorporated a new wholly owned Singapore subsidiary named Goose eSIM Pte Ltd on 25 October 2024.

For the reporting period, the new entity's contribution to the total comprehensive profit of Tuas Limited is immaterial.

TUAS

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Annual Report 2025

For the year ended 31 July 2025

Tuas Limited and its controlled entities | ABN 70 639 685 975

TUAS

Building Better Connections

Tuas Limited
and its controlled entities
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Annual Report
For the year ended 31 July 2025

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Chairman's letter

On behalf of the Board of Directors, I am pleased to present the Annual Report for Tuas Limited for the financial year ended 31 July 2025.

Our Simba business continued to deliver strong performance throughout FY2025. Consumer demand for our competitively priced mobile plans remained robust, and our fibre broadband offering is gaining encouraging traction in the market.

We achieved solid subscriber growth during the year. Active mobile services increased from 1,053,000 at the end of FY2024 to 1,254,000 as at 31 July 2025. Our fibre broadband business closed the year with 25,600 subscribers. Revenue grew by 29% year-on-year, while EBITDA rose by 38% to S\$68.4 million. Cashflow generation remained strong, reinforcing the financial resilience of our business.

A key milestone was reached on 11 August 2025, when we announced the signing of a share purchase agreement with Keppel companies to acquire M1, excluding its ICT business. The transaction is subject to a number of conditions that must be met before completion. This strategic transaction marks an important step forward for Tuas Limited, positioning us for future growth and scale.

We are fortunate to have a committed and capable team leading our operations in Singapore, and I extend my sincere appreciation to them, led by our CEO, Richard Tan. I also thank my fellow directors for their guidance and contributions throughout the year, and our shareholders for their continued trust and support.

Sincerely



David Teoh
Executive Chairman

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Directors' report

The Board of Directors of Tuas Limited ('**Tuas**' or the '**Company**') provides this update to shareholders on the activities of the Tuas and its controlled subsidiaries (the '**Tuas Group**' or '**Group**') for the financial year ended 31 July 2025 (**FY25**).

Board of directors

Name	Experience
<p>David Teoh Executive Chairman</p>	<p>David Teoh founded the TPG group of companies in 1986 and was the Executive Chairman and CEO of TPG Corporation Limited (formerly known as TPG Telecom Limited (ASX:TPM)) from 2008 until its merger with Vodafone Hutchison Australian Pty Ltd in July 2020. Following the merger, he was Chairman of TPG Telecom Limited (ASX:TPG) until March 2021.</p> <p>David has been a director of Tuas Limited since incorporation on 11 March 2020.</p> <p>Special Responsibilities: Executive Chairman</p>
<p>Bob Teoh Non-Executive Director</p>	<p>Bob Teoh is a businessman with shareholdings and management interests in a number of companies operating in wide ranging industries.</p> <p>He holds a Bachelor of Science in Economics from The Wharton School, University of Pennsylvania, and is currently a director of Teoh Capital, a private investment company.</p> <p>Mr Teoh was appointed a director on 28 July 2022.</p> <p>Special Responsibilities: Member of the Remuneration Committee</p>
<p>Sarah Kenny Independent Non-Executive Director</p>	<p>Sarah Kenny is an accomplished and experienced legal adviser and director, having a 30 plus year career as a partner and consultant with global law firm Herbert Smith Freehills. During that time, she advised on a broad range of transactions and specialised in regulated industries including technology, telecommunications and media, gaming, wagering, and sport. She held a number of leadership roles including the Head of Sydney Corporate Group.</p> <p>She was a board member of the ASX listed Propertylink Group from 2017 to 2019, on which she filled roles on the Audit and Risk and the Remuneration and Nomination committees. Sarah also has roles in sport including as Chair of the Advisory Council of Sport Integrity Australia.</p> <p>Sarah is a Graduate member of the Australian Institute of Company Directors.</p> <p>Ms Kenny was appointed a director on 14 May 2020.</p> <p>Special Responsibilities: Chairman of the Remuneration Committee Member of the Audit & Risk Committee</p>

Company secretary

Antony Moffatt Tony Moffatt was appointed Company Secretary of the Company on 11 June 2021.
Company Secretary

Tony was the General Counsel for TPG Corporation Limited and its group of companies from 2001 until the merger with Vodafone Hutchison Australia Pty Ltd in July 2020. He then took the role of Company Secretary of TPG Telecom Limited (ASX:TPG) until March 2021. He has been a director of TPG Telecom Limited since March 2021.

Directors' meetings

The number of Board and committee meetings held during the reporting period and the number of meetings attended by each of the Directors as a member of the Board or relevant committee were as follows:

Director	Board Meetings		Audit & Risk Committee (ARC) Meetings		Remuneration Committee Meetings	
	A	B	A	B	A	B
D Teoh	10	10	N/A	N/A	N/A	N/A
R Millner	8	8	3	3	N/A	N/A
S Kenny	10	10	4	4	2	2
C Levy	10	10	4	4	2	2
B Teoh	10	10	N/A	N/A	2	2

A: Number of meetings attended. B: Number of meetings held while a member

Operating & financial review

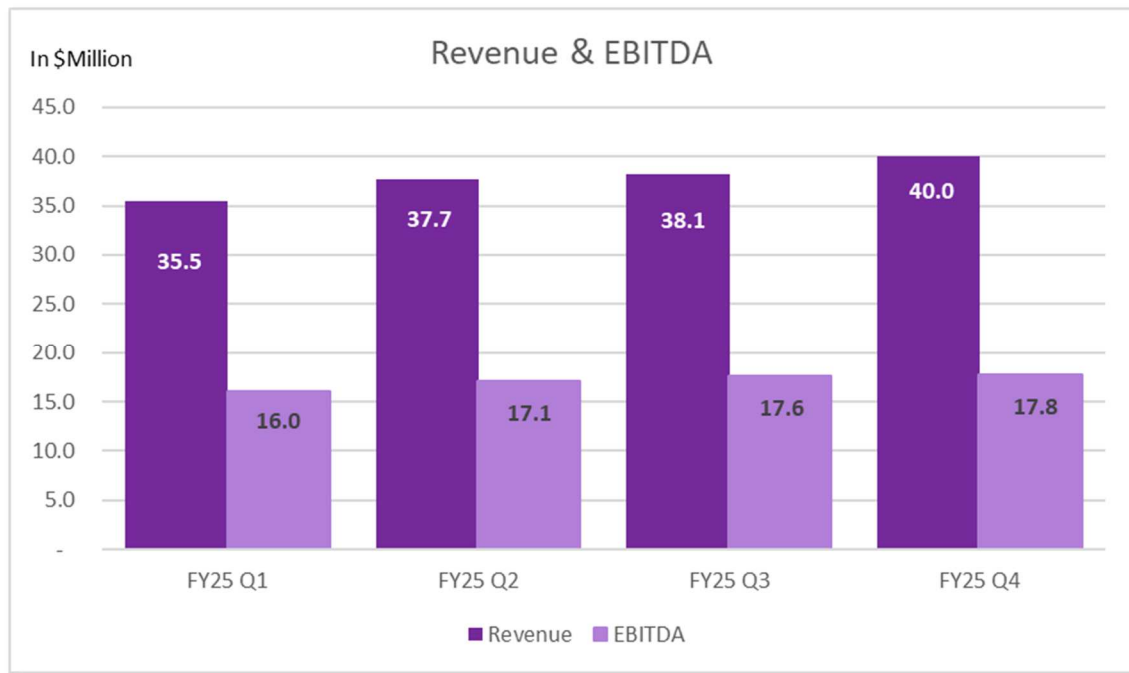
Unless otherwise stated, all financial numbers are presented in Singapore dollars, which is the reporting currency of the Tuas Group.

Operating results overview

The financial results for the Company were as follows:

	S\$'000
Revenue from ordinary activities	151,290
Total comprehensive gain for the period attributable to owners of the Company	6,903
Profit before interest, tax, depreciation and amortisation	68,427
Operating Cash Flow	81,199

Revenue grew month on month throughout the reporting period to total S\$151.3m, representing an increase of approximately 29% compared to the 12 months ending 31 July 2025. Tuas reported profit before interest, tax, depreciation and amortisation of S\$68.4m for the full reporting period. A graph depicting the quarter-on-quarter revenue and EBITDA results is shown below:

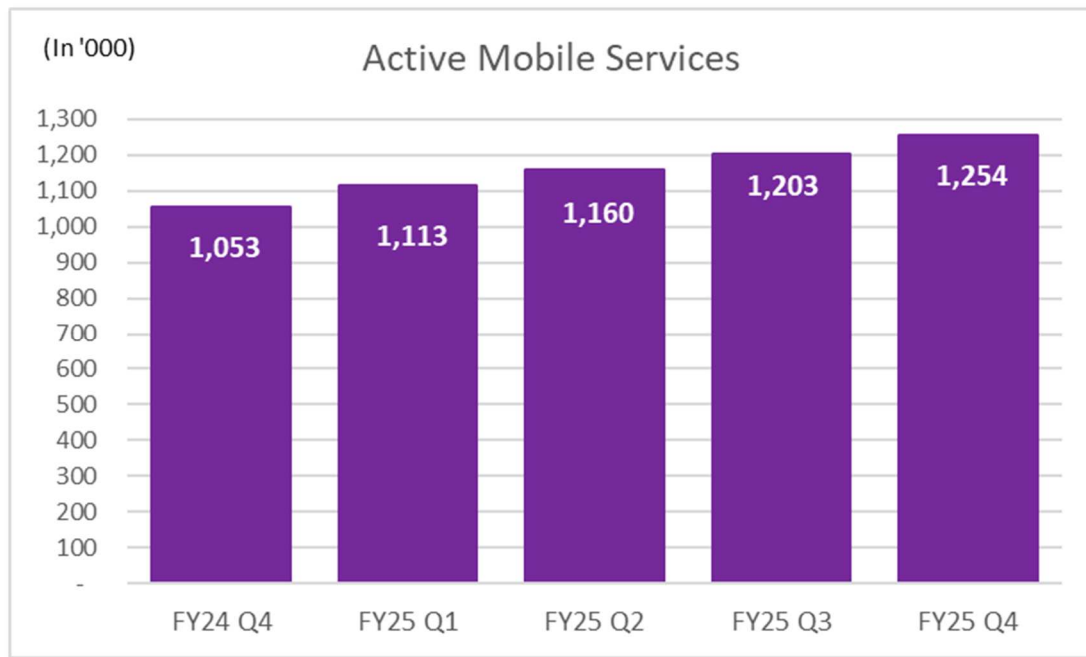


Singapore mobile customers

The Group's core business continues to be the Singapore telecommunications network operated by Simba Telecom Pte Ltd ('**Simba**') which is supported by the wholly owned Malaysian IT development centre, Tuas Solutions Sdn Bhd ('**Tuas Malaysia**').

Simba's mobile business grew consistently in FY25, building on the strong base established during prior financial years. The market has been increasingly competitive, and Simba has sustained its growth momentum by adding to its plans more elements of value to customers, particularly included roaming in more countries. Consumers are getting more value than ever before. The Board considers that consumers have responded well to Simba's initiatives, and will continue to invest in its mobile network to encourage growth in both the overall market for mobile services in Singapore as well as Simba's share of that market.

The total number of active mobile services grew from 1,053,000 in 2024 to 1,254,000 in 2025. That growth has been achieved in sequential quarters over the financial year, as can be seen in the below graph.



For FY25, Simba achieved a gross mobile ARPU of S\$9.60. This does not include interconnect revenues which have been growing with Simba's larger subscriber base.

Singapore mobile network

Simba continued to grow its mobile network in Singapore, upgrading 474 sites to deliver more capacity and 5G services in key areas to customers. In addition, Simba has been leveraging the latest network technology to improve network performance and use real-time analytics for more efficient planning and execution.

Simba also expanded its direct roaming footprint and drove roaming costs down, the results of which are reflected in the enhanced roaming inclusions in all Simba mobile plans.

Singapore fixed broadband network

In FY25, Simba launched its 10 Gbps Fibre Broadband plans for most Singapore homes. At the end of the financial year, Simba had approximately 25,600 customers activated to the network and we are actively working on bringing additional features to make the product increasingly attractive to consumers.

Cash flow and capital expenditure

Tuas again generated positive free cash flow after capital expenditure. Cash from operations amounted to S\$81.2m. With that cash and existing cash reserves, the Group invested in network and systems to support its plans and products.

A more detailed look at cash and capex is provided in the following table:

From 1 August 2024 to 31 July 2025	S\$'000
Cash and Term Deposits at 31 July 2024	55,333
Cash receipts from customers	163,020
Cash paid to suppliers and employees	(83,242)
Interest Received	1,473
Tax Paid	(52)
Net cash from operating activities	81,199
Acquisition of Plant & Equipment	(54,124)
Acquisition Intangible Assets	(877)
Net Cash used in investing activities	(55,001)
Lease Liabilities and Finance Cost paid	(606)
Net Cash used in financing activities	(606)
Effect of exchange rate fluctuation	(238)
Cash and Term Deposits at 31 July 2025	80,687

No dividend was declared or paid during the reporting period.

M1 Acquisition

Shortly after the year end, Tuas announced that Simba had agreed to acquire M1, excluding its ICT business. M1 is a respected mobile and fixed line network operator in Singapore with significant assets, substantial brand awareness, a solid customer base and good people. The purchase is subject to a number of conditions including regulatory approvals by the Singapore Infocomm Media Development Authority and, at the time of publication, the Company is working hard towards completion of the transaction. Equity has been raised to support the transaction and commitment letters have been obtained from credit providers.

The Board considers the transaction to be transformative for Simba and the Singapore market.

Outlook

Outlook for FY26 is obviously dependent on the outcome of the M1 transaction. If the transaction completes, there will be a high degree of focus on successful integration of the two businesses, including by taking the strengths of the two networks to provide improved experience for all customers.

It is expected that the Group will employ a two-brand strategy, with Simba continuing to work hard providing the best value plans in the Singapore market, while M1 continues to focus on more premium style customer service.

Simba will continue to be focused on growing its share of the home broadband market and this should yield additional revenues for the business.

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The Company expects Simba (without M1) to incur capital expenditure in the amount of approximately S\$45m to S\$55m for the financial year ending 31 July 2026, including investments in 5G and fibre broadband.

Principal business risks

Like other businesses, the Group is exposed to a number of risks which may affect future financial performance. The material business risks identified by the Company and how they are addressed are set out below.

a. Competitive environment

Increased competition, including as it arises from technological developments, could impact the Group's financial performance by affecting its ability to grow its customer base and/or its ability to make money from its service offerings.

The Group attempts to mitigate this risk by continually reviewing its customer offerings, their pricing relative to the market and customer needs. This is combined with constant reviews of the Group's cost structures with the objective of optimising costs to ensure the Group is best placed to continue providing value leading services.

b. Business interruption

A significant disruption of the Group's business through network or systems failure and the like, could cause financial loss for the Group and increased customer churn. The Group maintains business interruption insurance and continually invests in its network and systems to improve their resilience and performance.

c. Regulatory environment

Changes in regulation and the decisions of regulators can significantly impact the Group's business. In addition, failure to comply with regulatory requirements could create financial loss for the Group. The Group attempts to mitigate this risk through close monitoring of regulatory developments, engaging where necessary with the relevant regulatory bodies, and monitoring its own compliance with existing regulations.

d. Data security

Failures or breaches of data protection and systems security can cause reputational damage, regulatory impositions and financial loss. Each of the countries in which the Group operates has regulations that govern privacy and data protection and significantly enhance privacy and data protection for the residents in those countries. The Group's companies are required to comply with those regulations.

The Group has policies regarding information security and has risk protection measures in place to promote adherence to regulations and to provide safeguards to Group and customer information. These measures include restricted access to company premises and areas housing equipment, restricted access to systems and network devices, change control measures, anti-virus software and firewall protection at various network points.

Furthermore, Simba has been duly certified to meet the ISO 27001 standard for Information Security and ISO 22301 for Business Continuity. These are prerequisites to the more stringent Telecoms Cyber Security (TCS) Code and Telecoms Infrastructure Resilience Audit (TIRA) to

which compliance is mandatory for a Mobile Network Operator in Singapore. To date, Simba has passed all audits for compliance to the said standards.

e. Pandemics

Singapore is a travel hub and Simba's market can, along with other telecommunications operators, be affected by pandemics that result in travel or domestically imposed restrictions.

f. Macro-economic risk

The Singapore economy is currently robust but supply chain threats and increasing inflation present potential risks to economic growth which may impact on the Group's customer base and, accordingly, the Group. The Group notes that such macro-economic risks also present potential opportunity, with consumers looking to reduce expenditure by taking up Simba's value plans.

g. Corporate transaction risks

The M1 transaction presents some additional risks for the business and the Company draws attention to the risks described in the presentation to investors published on the Australian Securities Exchange on 11 August 2025. There may be due diligence matters that prove to be inaccurate or not fully appreciated, integration may prove more challenging than expected, management may become distracted from the core business whilst working to complete the transaction and integrating the business after completion, financial performance may be affected if completion does not take place with wasted advisor and other costs and charges.

Remuneration report - audited

Introduction

This remuneration report sets out the remuneration structures of the Directors of the Company and other key management personnel ("KMP") of the Group and explains the principles underpinning those remuneration structures.

For the purpose of this report, KMP are defined as those individuals who have authority and responsibility for planning, directing and controlling the activities of the Group. KMP include the Directors of the Company and key Group executives. In this remuneration report, the following individuals are identified as KMP during the reporting period.

Board of Directors:

Mr D Teoh	Executive Chairman, Tuas Limited
Mr R Millner ¹	Non-Executive Director, Tuas Limited
Ms S Kenny	Non-Executive Director, Tuas Limited, Independent
Mr B Teoh	Non-Executive Director, Tuas Limited
Mr C Levy	Non-Executive Director, Tuas Limited, Independent

Other KMP of the Company and of the Group during the period were as follows:

Mr R Tan	Chief Executive Officer, Simba
Mr H Wong	Chief Financial Officer, Simba
Mr B Tan	Chief Technology Officer, Simba
Mr T Ng Chong	Head of Network Operations, Simba

Remuneration principles

Remuneration levels for KMP are designed to attract and retain appropriately qualified and experienced directors and executives. The Remuneration Committee considers the suitability of remuneration packages relative to trends in comparable companies and to the objectives of the Group's remuneration strategy.

The remuneration structures explained below are designed to attract suitably qualified candidates, to reward the achievement of strategic objectives and to achieve the broader outcome of value creation for shareholders by:

- a) providing competitive remuneration packages to attract and retain high calibre executives;
- b) ensuring that a significant proportion of executives' remuneration is performance-linked; and
- c) setting performance hurdles for the achievement of performance-linked incentives at a sufficiently demanding level to ensure value creation for shareholders.

It is important to note that the commercial operations of the Group are presently limited to Singapore and, as such, the board of Simba is ultimately responsible for determining the remuneration for Singapore and Malaysian employees, subject to any guidance from the Remuneration Committee.

¹ Mr Millner resigned as a director of the Company on 14 May 2025

The Board considers the Group's performance marked by subscriber growth, higher EBITDA, and 5G and Fibre Broadband rollout, has been positive, aligning well with the remuneration principles.

The Company has not engaged a remuneration consultant.

Consequences of performance on shareholder wealth

In considering the Group's performance and benefits for shareholder wealth, the Remuneration Committee have considered the following benchmarks in respect of the current financial year and the previous two financial years.

	2025 (S\$)	2024 (S\$)	2023 (S\$)
Profit/(loss) attributable to owners of the company	6,903	(4,368)	(15,304)
Operating performance growth	407%	75%	48%
Share price at period end	AUD\$5.37	AUD\$4.48	AUD\$1.97
Return on capital employed	2.4%	nil	nil

*There were no dividends paid during the periods noted above.

Loss attributable to owners of the Company has been calculated in accordance with Australian Accounting Standards. Operating performance growth is the percentage change in the "Results from operating activities" as reported in the statement of comprehensive income.

Remuneration structure

Remuneration packages include a mix of fixed and performance-linked remuneration.

(i) Fixed remuneration

Fixed remuneration consists of base salary, employer contributions to superannuation or similar retirement funds, and non-monetary benefits which typically only comprise annual leave entitlements but may also include other benefits.

Fixed remuneration levels are reviewed annually through a process that considers individual performance, overall performance of the Group, and remuneration levels for similar roles in comparable companies. The fixed remuneration of executive directors is determined by the Tuas Board. The fixed remuneration of other KMP is determined by the board of Simba subject to any guidance from the Remuneration Committee.

(ii) Performance-linked remuneration

Performance-linked remuneration provided by the Group currently includes a performance rights plan and cash bonuses.

Details of the performance rights plan are provided below. Cash bonuses may be paid by the Group, including to KMP, depending on the Group's performance and to reward individual performance. Bonuses awarded to executive directors are determined by the Tuas Board. Bonuses awarded to other KMP and staff are determined by the Board of Simba subject to any guidance from the Remuneration Committee.

KMP remuneration detail

(i) Remuneration awarded to David Teoh, Executive Chairman, Tuas Limited

The Company Board recognises the importance of having talented and experienced managers to drive the business towards achieving its objectives. The Company is fortunate to have the

continued support of David Teoh in the Executive Chairman role. David brings his many years of experience as an entrepreneur and manager in the telecommunications industry to benefit the Group.

David is employed by the Company on a typical form of employment contract which is terminable by either party on three months' written notice.

Under his employment contract with the Company, David's current annual remuneration is A\$150,000 plus superannuation up to the amount required under the Superannuation Guarantee (Administration) Act 1992 (Cth) which has been unchanged since the Company was listed on the ASX.

David is a significant shareholder in the Company and, during the initial phase of the Group's operations, he has not sought to be included in any incentive scheme, and his employment contract does not contain any provision for termination benefits other than as required by law. Remuneration payable to the Executive Chairman will be reviewed annually and fixed by the Company Board.

(ii) Remuneration awarded to non-executive Directors of Tuas Limited

Under the Tuas Constitution, the Tuas Board may decide the total amount paid by the company to each Director as remuneration for their services as a Company Director. However, under the Tuas Constitution and the ASX Listing Rules, the total amount of fees paid to all Non-Executive Directors in any financial year must not exceed the aggregate amount of Non-Executive Directors' fees approved by the Company Shareholders at a Company general meeting. This amount has been fixed by the Company at A\$500,000 per annum.

Currently, the annual base fee agreed to be paid by the Company to each of the Non-Executive Directors is A\$65,000.

Non-Executive Directors will also be paid Committee fees of A\$10,000 per year for each Committee of which they are a member or A\$20,000 if they are Chair of the Committee.

All Non-Executive Directors' fees are exclusive of statutory superannuation contributions.

These fees have not been changed since the Company was listed.

(iii) Remuneration awarded to executives of Simba

Aside from the Board of Directors, all of the Group's employees are currently employed by Simba or its subsidiary, Tuas Malaysia.

The principal remuneration objectives of Simba are to:

- fairly reward executives having regard to their individual performance against agreed objectives, the overall performance of the Simba business and the external compensation environment in which Simba operates;
- enable Simba to attract and retain key executives capable of contributing to the development of Simba's business, who will create sustainable value for shareholders and other stakeholders; and
- appropriately align the interests of executives with shareholders of the Company.

The remuneration of the Chief Executive Officer of Simba, Mr Richard Tan, is set out in section (v) below. For other Simba executives, remuneration currently predominantly comprises fixed salaries and a specified bonus, the discretionary payment of which is determined on the recommendation of the CEO of Simba having regard to the overall performance of the executive

and their contribution to the performance of the networks and business. In addition to bonuses, a share based performance incentive scheme was established in 2021, as described below. The full amounts of specified bonuses were paid during the reporting period. Fixed salaries are reviewed annually and benchmarked regularly against competitors. All Simba executives are paid in Singapore dollars.

Performance linked remuneration provided by the Group includes cash bonuses to reward individual performance. Bonuses awarded to Simba executives are recommended by the CEO and determined by the Board of Simba, subject to any guidance of the Remuneration Committee. Bonuses awarded to other staff are made at the recommendations of the CEO and the Executive Chairman.

(iv) Incentive Scheme for executives and key employees of Simba and Tuas Malaysia

In response to the recommendation of the Board of Simba, in April 2021, the Company established an incentive scheme to further align the KMPs' and certain key employees' remuneration with the Company shareholders' interests. The incentive scheme takes the form of a performance rights plan under which selected employees are granted performance rights, vesting over a 4 year or 5 year period. Performance rights have been granted in each of the financial years following FY21.

Under the rules of the performance rights plan, participants will be awarded fully paid ordinary shares in the Company for no consideration, subject to certain performance conditions. The key terms of the plan are as follows:

- A percentage of the performance rights granted will vest following the release of the Group's audited financial statements for each of the financial years following the granting of the relevant rights, with the first such vesting having occurred in the financial year ending 31 July 2022 and subsequent vesting occurring in the following financial years, subject to the satisfaction of performance conditions.
- The performance conditions, at each vesting date are:
 - The Personal Performance Condition: 40% of the performance rights that are due to vest on that date will vest if the rights holder has been continuously employed by the Group up until and including the relevant vesting date and the individual performance of the employee meets performance requirements set by Simba; and
 - The EBITDA Condition: Up to 60% of the performance rights that are due to vest on that date will vest (a) if the rights holder meets the Personal Performance Condition AND (b) Simba has met its EBITDA objectives for the financial year immediately preceding the relevant vesting date, in which case the percentage to vest will be as follows:
 - If Simba achieves 95% or more of target EBITDA – the full 60% will vest.
 - If Simba achieves between 80% and 94% of target EBITDA – 45% will vest.
 - If Simba does not achieve at least 80% of target EBITDA – the full 60% will lapse.
- Any performance rights which do not vest, automatically lapse.

The policy principles behind the vesting conditions are the following:

- To promote the retention of our most valuable employees, which is critical in the industry in which our Group operates; and

- To promote the financial performance of the business, in respect of which the EBITDA objective is determined annually by the Board of Directors of the Company.

For performance rights issued in FY21, the percentage of performance rights eligible for vesting each year was 20% (i.e., vesting over a five-year period). For performance rights issued in FY22, FY23, FY24 and FY25, the percentage of performance rights eligible for vesting each year was 25% (i.e., vesting over a four-year period).

A total of 3,065,200 (2024: 4,327,300) performance rights were granted and not lapsed as at the year ended 31 July 2025, to certain staff of Simba and Tuas Malaysia which will vest in accordance with the conditions described above.

The vesting of performance rights eligible to vest relating to the year ended 31 July 2025 will be determined by the Board after the issue of this Annual Report and therefore will vest in the FY26 year. As at 31 July 2025, the maximum number of performance rights pertaining from FY21 to FY25 that are available to vest in FY26 is 1,548,350. 693,600 being 20% of the non-lapsed FY21 grant, 299,250 being 25% of the non-lapsed FY22 grant, 357,000 being 25% of the non-lapsed FY23 grant 129,250 being 25% of the non-lapsed FY24 grant and 69,250 being 25% of the non-lapsed FY25 grant.

This number of performance rights granted to KMP is as follows:

	April 2021	March 2022	February 2023	February 2024	February 2025
Richard Tan	1,500,000	551,000	600,000	226,000	38,500
Harry Wong	211,000	39,000	70,000	40,000	9,000
Benjamin Tan	443,000	102,000	70,000	-	10,000
Ng Chong Teck	267,000	62,000	70,000	30,000	14,000

(v) Remuneration awarded to Richard Tan, Chief Executive Officer of Simba

Richard Tan is employed by Simba. Richard is entitled to receive annual fixed remuneration of S\$855,982 (inclusive of base salary and superannuation). Richard is also provided with certain insurance and car allowance benefits by Simba.

Richard is also entitled to a cash bonus of S\$300,000 each year, subject to achieving performance metrics set by Simba. Eligibility for this bonus is determined by the Board of Simba prior to approval by the Tuas Board. The determination of the achievement of those criteria will be undertaken by the Company at times of the Company's choosing. For the reported financial period, the factors considered for the cash bonus included the following items:

- Simba revenue and EBITDA performance
- Strong subscriber growth
- Ramp up of 5G network coverage
- Close management of capex
- Introducing positive financial product initiatives leading to improved ARPU
- Network development, including ensuring that IMDA QoS milestones were met or exceeded
- Network performance
- Clearance of regulator required third party audits
- Product developments, including Fibre Broadband and eSim
- Management of operating expenditure.

Directors' and executive officers' remuneration

The tables below set out the statutory remuneration disclosures for each Director of the Company and for other KMP of the Group. The amounts shown reflect the expense recognised in the Group's financial statements.

		Short-term					Total S\$	Post-employment	(Note E) Share-based payments S\$	Total S\$	Proportion of remuneration performance related %	Share-based payments as proportion of remuneration %
		(Note A) Salary & fees S\$	(Note B) STI cash bonus S\$	(Note C) Other Allowances S\$	(Note D) Non-monetary benefits S\$	Superannuation benefits S\$						
Directors												
Executive Directors												
Mr D Teoh (Executive Chairman)	FY25	128,647	-	-	-	128,647	14,848	-	143,495	-	-	
	FY24	132,500	-	-	-	132,500	14,630	-	147,130	-	-	
Non-Executive Directors												
Mr R Millner ¹	FY25	50,663	-	-	-	50,663	6,781	-	57,444	-	-	
	FY24	66,250	-	-	-	66,250	7,315	-	73,565	-	-	
Mr B Teoh	FY25	64,323	-	-	-	64,323	7,424	-	71,747	-	-	
	FY24	66,250	-	-	-	66,250	7,315	-	73,565	-	-	
Ms S Kenny	FY25	81,476	-	-	-	81,476	9,404	-	90,880	-	-	
	FY24	83,917	-	-	-	83,917	9,266	-	93,183	-	-	
Mr C Levy	FY25	81,476	-	-	-	81,476	9,404	-	90,880	-	-	
	FY24	55,944	-	-	-	55,944	6,189	-	62,133	-	-	
Executives												
Mr R Tan	FY25	855,982	300,000	10,000	129,099	1,295,081	12,472	532,015	1,839,568	45%	29%	
	FY24	823,114	300,000	10,000	120,257	1,253,371	15,366	766,913	2,035,650	52%	38%	
Mr H Wong	FY25	197,809	-	-	12,659	210,468	14,586	83,603	308,657	27%	27%	
	FY24	190,591	-	-	10,939	201,530	13,396	101,300	316,226	32%	32%	
Mr B Tan	FY25	363,564	80,000	-	13,395	456,959	16,830	68,183	541,972	27%	13%	
	FY24	355,278	80,000	-	24,266	459,544	16,864	92,321	568,729	30%	16%	
Mr T Ng Chong	FY25	235,996	25,000	-	3,668	264,664	7,935	96,386	368,985	33%	26%	
	FY24	226,930	25,000	-	7,186	259,116	8,774	100,820	368,710	34%	27%	
Total	FY25	2,059,936	405,000	10,000	158,821	2,633,757	99,684	780,187	3,513,628			
	FY24	2,028,746	405,000	10,000	162,648	2,606,394	102,192	1,061,354	3,769,940			

Notes in relation to the table of directors' and executive officers' remuneration

¹ R Millner ceased as a director on 14 May 2025.

- A. Director remuneration is contracted in AUD. Changes between FY24 and FY25 are due to currency fluctuation. In constant currency, there has been no change in director remuneration.
- B. The short-term incentive bonuses paid during the year were for performance for the year ended 31 July 2025.
- C. The other allowance comprises a car allowance.
- D. The non-monetary benefits comprise movement in accrued annual leave entitlements and health insurance.
- E. The fair value of the 2024 rights at date of grant was A\$3.04 per performance right based on the market price of the Tuas shares on that day. The fair value of the 2025 rights at date of grant was A\$6.50. Share based payment expense recognition occurs from the grant date. The expense recognition for each year is graded, such that the expense is not straight-lined over the 4 or 5 year vesting period. The number of rights granted to each KMP is disclosed below. The rules of the performance rights plan are explained in (iv) above.

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Share based payments

The vesting of performance rights eligible to vest relating to the year ended 31 July 2025 will be determined by the Board after the issue of this Annual Report and therefore will vest in the FY26 year. As at 31 July 2025, the maximum number of performance rights pertaining from FY21 to FY25 that are available to vest in FY26 is 1,548,350. 693,600 being 20% of the non-lapsed FY21 grant, 299,250 being 25% of the non-lapsed FY22 grant, 357,000 being 25% of the non-lapsed FY23 grant 129,250 being 25% of the non-lapsed FY24 grant and 69,250 being 25% of the non-lapsed FY25 grant.

The number of performance rights outstanding for KMP are set out in the below table.

FY25	Held	Granted	Vested	Held	Fair value	Total Vested
Performance	at 31 Jul 2024	during	during	at 31 Jul	per right at	prior to 31
rights grant		FY25	FY25	2025	grant date	Jul 2025
Mr R Tan	-	38,500	-	38,500	A\$6.50	-
Mr H Wong	-	9,000	-	9,000	A\$6.50	-
Mr B Tan	-	10,000	-	10,000	A\$6.50	-
Mr T Ng Chong	-	14,000	-	14,000	A\$6.50	-
FY24	Held	Granted	Vested	Held	Fair value	Total Vested
Performance	at 31 Jul 2024	during	during	at 31 Jul	per right at	prior to 31
rights grant		FY25	FY25	2025	grant date	Jul 2025
Mr R Tan	226,000	-	56,500	169,500	A\$3.04	56,500
Mr H Wong	40,000	-	10,000	30,000	A\$3.04	10,000
Mr B Tan	-	-	-	-	A\$3.04	-
Mr T Ng Chong	30,000	-	7,500	22,500	A\$3.04	7,500
FY23	Held	Granted	Vested	Held	Fair value	Total Vested
Performance	at 31 Jul 2024	during	during	at 31 Jul	per right at	prior to 31
rights grant		FY25	FY25	2025	grant date	Jul 2025
Mr R Tan	450,000	-	150,000	300,000	A\$1.28	300,000
Mr H Wong	52,500	-	17,500	35,000	A\$1.28	35,000
Mr B Tan	52,500	-	17,500	35,000	A\$1.28	35,000
Mr T Ng Chong	52,500	-	17,500	35,000	A\$1.28	35,000
FY22	Held	Granted	Vested	Held	Fair value	Total Vested
Performance	at 31 Jul 2024	during	during	at 31 Jul	per right at	prior to 31
rights grant		FY25	FY25	2025	grant date	Jul 2025
Mr R Tan	275,500	-	137,750	137,750	A\$1.70	413,250
Mr H Wong	19,500	-	9,750	9,750	A\$1.70	29,250
Mr B Tan	51,000	-	25,500	25,500	A\$1.70	76,500
Mr T Ng Chong	31,000	-	15,500	15,500	A\$1.70	46,500
FY21	Held	Granted	Vested	Held	Fair value	Total Vested
Performance	at 31 Jul 2024	during	during	at 31 Jul	per right at	prior to 31
rights grant		FY25	FY25	2025	grant date	Jul 2025
Mr R Tan	900,000	-	300,000	600,000	A\$0.65	900,000
Mr H Wong	126,600	-	42,200	84,400	A\$0.65	126,600
Mr B Tan	265,800	-	88,600	177,200	A\$0.65	265,800
Mr T Ng Chong	160,200	-	53,400	106,800	A\$0.65	160,200

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KMP shareholdings

The movement during the reporting period in the number of ordinary shares in the Company held directly, indirectly or beneficially by each KMP, including by their related parties, is as follows:

	Held at 31 July 2024	Acquired during the Period	Disposed during the Period	Held at 31 July 2025
Directors				
D Teoh	172,986,163	-	-	172,986,163
B Teoh	66,630	-	-	66,630
S Kenny	-	-	-	-
C Levy	210,300	-	(10,300)	200,000
Executives				
R Tan	1,025,500	644,250	(369,750)	1,300,000
Mr H Wong	121,400	79,450	-	200,850
Mr B Tan	-	131,600	(30,000)	101,600
Mr T Ng Chong	155,300	93,900	-	249,200

R Millner ceased to be a director on 14 May 2025.

KMP employment contract terms

All KMP other than directors have usual form employment contract terms that have no fixed expiry date.

The employment contract of the CEO can be terminated by either Richard Tan or Simba giving the other party six months' notice (or by Simba making payment in lieu of notice for part or all of the notice period).

The employment contracts of other KMP other than directors are standard employment contracts and can be terminated by either the employee or Simba giving the other party two months' notice (or by Simba making payment in lieu of notice for part or all of the notice period).

Transactions with KMP

Loans to KMP and their related parties

There were no loans in existence between the Group and any KMP or their related parties at any time during or since the financial year.

Other KMP transactions with the Company or its controlled entities

During the year, Tuas entered into an agreement with Teoh Capital Pty Ltd (Teoh Capital), a company associated with David Teoh and Bob Teoh, under which Teoh Capital provided corporate advisory services in connection with the acquisition of M1 in exchange for a success fee of 0.5% of the transaction enterprise value which is contingent upon the settlement of the acquisition within 12 months of 31 May 2025. In FY2025, there were no amounts paid or payable to Teoh Capital due to the contingent nature of the transaction. The Board (excluding David Teoh and Bob Teoh) resolved that the terms and conditions of this transaction were no more favourable than those available, or which might reasonably be expected to be available, in similar transactions with non-KMP related companies on an arm's length basis.

From time to time, KMP of the Company or its controlled entities, or their related entities, may purchase goods or services from the Group. These purchases are on the same terms and conditions as those entered into by other Group employees or customers and are trivial or domestic in nature.

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Sustainability report

About Tuas

Tuas is an ASX Listed company with no operations in Australia. Tuas's business is holding shares in Simba, which is a Singapore telecommunications company, holding the 4th facilities-based operator licence for mobile and fixed broadband telecommunications in Singapore, and the new Goose eSim business. It has no industrial manufacturing base and produces no greenhouse emissions, other than through the use of electricity.

Stakeholders

For the purposes of sustainability reporting in Australia, Tuas's primary stakeholders are its investors. Tuas conducts briefing sessions with its investors during key reporting periods each year.

Footprint

Tuas has no employees in Australia other than its directors and therefore has no office space. Tuas consumes no power in its Australian operations.

In Singapore, Simba has one office, two data centres (required to meet regulatory conditions in Singapore), and a number of mobile telecommunications cell sites needed to provide coverage for its customers.

Approach to Sustainability

Tuas is a relatively new company, seeking to establish itself as a profitable organisation to benefit Tuas stakeholders. The Company does not purport to hold sophisticated policies and procedures around sustainability, but the board considers sustainability matters as it makes decisions.

Sustainability Issues

Environmental

Tuas acknowledges the importance of environmental issues on the community and notes that degree of environmental impact for businesses is on a continuum.

Tuas considers that its environmental impact is on the very low end of the continuum and that it makes a favourable contribution to the environment by improving connectivity and hence reducing reliance of carbon intensive forms of travel.

Simba is not a significant consumer or producer of carbon-based fuels or water. Electrical power is the key input for the offices and the cell sites.

During the year, both for cost and environmental concerns, Simba has endeavoured to minimise its consumption of electrical power and, by innovative approaches focussing on using the most modern equipment and operating the smallest practical number of cell sites, has managed to maintain relatively flat usage of electrical power whilst our customer base has increased considerably.

Employees

There are fewer than 200 employees in the Group and the Company takes appropriate steps to manage its staff with a positive approach, appropriate compensation, and sensitive management. Diversity in terms of gender and ethnic background is an important feature of doing business in

Singapore and, in its recruitment process, the Company pays attention to these factors whilst trying to secure the best people for the roles that need to be filled.

Customers

Simba's entry into the Singapore market has brought substantial benefit to consumers in Singapore, whether our customers or not. The competitive response has seen mobile providers lowering prices to compete with Simba's innovative plans. The consumers are the winners. Simba's focus is to provide its customers the best possible experience, not merely the lowest price. Simba's business processes are deliberately simple and attractive. It is essential to the sustainability of the business that these processes and customer handling systems be maintained at the most efficient possible level for the capital that is available.

Data Security

With the recent surge of cybersecurity incidents around the world, Simba's Board and Executive team are acutely aware of the need to protect sensitive customer data within our business process systems. External independent experts and the Tuas Audit and Risk Committee play a role in monitoring capability and delivery of data security initiatives.

Furthermore, Singapore's regulatory regime, under which Simba operates, stipulates an array of CyberSecurity requirements to which compliance must be audited by designated third parties. These requirements are a superset of the usual ISO 27001 audits. To date, Simba has complied fully with these Codes of Practice which are comprehensive.

Financial

Financially (as described above), Tuas has secured positive EBITDA with positive cash flow from operations, and in FY25, achieved positive cash flow after capital expenditure. The key drivers for the Company's financial future are our quality network and customer growth. The Company invests in procuring and maintaining the most up-to-date infrastructure to provide this quality network, including by the acquisition of 5G spectrum and network assets, and is pleased with customer growth. These factors support the ongoing sustainability of the Tuas business for its stakeholders.

Principal activities

The Company is a company domiciled in Australia. The address of the Company's registered office is c/- Level 4, 68 Waterloo Road, Macquarie Park NSW 2113. On 29 June 2020, the Company was admitted to the Official List of ASX Limited. The Group is a for-profit entity.

The primary operations of the Group are via its investment in Simba, a company which is primarily involved in owning and operating a mobile network and providing telecommunications services in Singapore. The Group has also initiated the Goose eSim business which is in its infancy.

Dividends

Tuas Limited has not paid or declared any dividends during the year ended 31 July 2025.

Events subsequent to reporting date

Between the end of the financial period and the date of this report, the Company, with and through Simba, entered into a binding Share Purchase Agreement with Keppel Konnect Pte Ltd and Connectivity Pte Ltd (the "vendors") to acquire 100% of M1 Limited (excluding its information and

communications technology (“ICT”) businesses) for an enterprise value of S\$1,430m on a debt-free and cash-free basis (the “Acquisition”), subject to certain conditions precedent. To support the Acquisition, Tuas raised approximately AUD\$385m by issuing approximately 69.9m new ordinary shares by way of institutional placement. The Company has also offered eligible existing shareholders the opportunity to apply for up to AUD\$30,000 worth of new shares to raise an incremental ~AUD\$50 million by way of a share purchase plan which is expected to close in FY26.

More details about the Acquisition can be found in the Company’s announcements to the Australian Securities Exchange.

There has been no other item, transaction or event of a material and unusual nature likely, in the opinion of the Directors of the Company, to affect significantly the operations of the Group, the results of those operations, or the state of affairs of the Group in future periods.

Likely developments

Other than the completion of the Acquisition, there are no likely developments that need to be disclosed.

Environmental regulation

The Group’s operations are not subject to significant environmental regulation under a law or legislation of the Commonwealth or of a State or Territory.

Directors’ interests

The relevant interest of each Director in the shares and options over such instruments issued by the companies within the Group and other related bodies corporate, as notified by the Directors to the Australian Securities Exchange in accordance with S205G(1) of the *Corporations Act 2001*, at the date of this report are as disclosed in Remuneration Report above.

Unissued shares note

As also disclosed in section (iv) of the Remuneration Report, the Company has issued performance rights to employees of the Group, including certain KMP that entitle those employees, upon meeting the vesting criteria, to be issued ordinary shares in the Company. The number of unissued shares of the Company under performance rights is 3,065,200 shares as at the date of this report.

Indemnification and insurance of officers and directors

Indemnification

The Company has agreed to indemnify all Directors and officers of the Company against all liabilities to another person (other than the Company or a related body corporate) that may arise from their position as a Director or as an officer of the Company and its controlled entities, except where the liability arises out of conduct involving a lack of good faith. The agreement stipulates that the Company will meet the full amount of any such liabilities, including costs and expenses.

Insurance policies

The Group maintains policies in respect of directors' and officers' liability insurance for current and former directors and officers, including senior executives of the Company and directors, senior executives and officers of Group companies. The terms of the insurance contract prohibit disclosure of the premiums payable and other terms of the policies.

Non-audit services

During the period KPMG, the Company's auditor, has performed certain other services in addition to their statutory duties.

The Board has considered the non-audit services provided during the period by the auditor and is satisfied that the provision of those non-audit services during the period by the auditor is compatible with, and did not compromise, the auditor independence requirements of the *Corporations Act 2001* for the following reasons:

- all non-audit services were subject to the corporate governance procedures adopted by the Company and have been reviewed by the Audit & Risk Committee to ensure they do not impact the integrity and objectivity of the auditor; and
- the non-audit services provided do not undermine the general principles relating to auditor independence as set out in APES 110 *Code of Ethics for Professional Accountants*, as they did not involve reviewing or auditing the auditor's own work, acting in a management or decision-making capacity for the Company, acting as an advocate for the Company or jointly sharing risks and rewards.

Details of the amounts paid to KPMG and its related practices for audit and non-audit services provided during the period are set out in note 25 to the financial statements.

Proceedings on behalf of the Company

No proceedings have been brought on behalf of the Group, nor have any applications been made in respect of the Group under section 237 of the *Corporations Act 2001* (Cth).

Auditor's Independence Declaration

A copy of the Auditor's Independence Declaration as required by Section 307C of the *Corporations Act 2001* is included at page 25 of this report.

Rounding off

The Group is of a kind referred to in ASIC Corporations (Rounding in Financial/Director's Reports) instrument 2016/191 dated 24 March 2016 and, in accordance with that instrument, all financial information presented in Singapore dollars has been rounded to the nearest thousand dollars, unless otherwise stated.

This report is made with a resolution of the Directors.



David Teoh
Chairman

Dated at Sydney this 24th day of September, 2025



Lead Auditor's Independence Declaration under Section 307C of the Corporations Act 2001

To the Directors of Tuas Limited

I declare that, to the best of my knowledge and belief, in relation to the audit of Tuas Limited for the financial year ended 31 July 2025 there have been:

- i. no contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the audit; and
- ii. no contraventions of any applicable code of professional conduct in relation to the audit.

KPMG

KPMG

Caoimhe Toouli

Caoimhe Toouli

Partner

Sydney

24 September 2025

Consolidated statement of comprehensive income

For the year ended 31 July 2025

	Note	Year ended 31-Jul-25 S\$000	Year ended 31-Jul-24 S\$000
Revenue	4	151,290	117,065
Network, carrier and hardware costs		(48,337)	(35,751)
Employee benefits expense		(13,382)	(12,451)
Other expenses	5	(21,144)	(19,123)
Profit before interest, tax, depreciation and amortisation		68,427	49,740
Depreciation – plant and equipment and right of use assets	11,13	(44,195)	(39,693)
Amortisation of intangibles	12	(13,499)	(13,547)
Results from operating activities		10,733	(3,500)
Foreign exchange loss		(283)	(141)
Interest income		1,473	1,575
Finance and lease interest expenses		(223)	(103)
Net financing income		967	1,331
Profit/(loss) before income tax		11,700	(2,169)
Income tax expense	6	(4,802)	(2,203)
Profit/(loss) after tax		6,898	(4,372)
Items that may subsequently be reclassified to the income statement, net of tax:			
Foreign currency translation differences		5	4
Total other comprehensive income, net of tax		5	4
Total comprehensive income/(loss) for the period		6,903	(4,368)
Attributable to:			
Owners of the Company		6,903	(4,368)
Earning/loss per share attributable to owners of the Company:			
Basic earnings/(loss) (in cents) per share	7	1.48	(0.94)
Diluted earnings/(loss) (in cents) per share	7	1.47	(0.94)

The notes on pages 31 to 58 are an integral part of these consolidated financial statements.

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Consolidated statement of financial position

For the year ended 31 July 2025

	Note	31-Jul-25 S\$000	31-Jul-24 S\$000
Assets			
Cash and cash equivalents		39,747	20,201
Term deposits		40,940	35,132
Trade and other receivables	9	5,218	4,627
Inventories		910	673
Contract costs	10	1,756	666
Contract assets	10	327	-
Prepayments and other assets		2,563	2,394
Total Current Assets		91,461	63,693
Plant and equipment	11	291,895	280,481
Right of use assets	13	1,138	1,619
Spectrum assets	12	105,460	117,942
Other intangible assets	12	3,092	3,823
Deferred tax assets	6	2,992	7,675
Contract costs	10	336	-
Contract assets	10	231	-
Prepayments and other assets		1,767	1,361
Total Non-Current Assets		406,911	412,901
Total Assets		498,372	476,594
Liabilities			
Trade and other payables	14	28,179	24,689
Lease liabilities	19	580	587
Unearned revenue	15	20,006	10,353
Provisions	17	1,894	1,262
Employee benefits		781	758
Total Current Liabilities		51,440	37,649
Lease liabilities	19	458	903
Provisions	17	549	500
Total Non-Current Liabilities		1,007	1,403
Total Liabilities		52,447	39,052
Net Assets		445,925	437,542
Equity			
Share capital	18	528,788	527,240
Share based payment reserve	18	3,211	3,279
Common control reserve	18	(14,008)	(14,008)
Foreign currency translation reserve		10	5
Accumulated losses		(72,076)	(78,974)
Total Equity attributable to owners of the Company		445,925	437,542

The notes on pages 31 to 58 are an integral part of these consolidated financial statements.

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Consolidated statement of changes in equity

For the year ended 31 July 2025

	Note	Share capital	Share based payment reserve	Common control reserves	Foreign currency translation reserves	Accumulated losses	Total
		S\$000	S\$000	S\$000	S\$000	S\$000	S\$000
At 1 August 2023		525,915	2,919	(14,008)	1	(74,602)	440,225
Share-based payment	8	-	1,685	-	-	-	1,685
Loss for the period		-	-	-	-	(4,372)	(4,372)
Total comprehensive loss for the period		-	1,685	-	-	(4,372)	(2,687)
Shares issued during the period		1,325	(1,325)	-	-	-	-
Other comprehensive loss, net of tax		-	-	-	4	-	4
Balance at 31 July 2024		527,240	3,279	(14,008)	5	(78,974)	437,542
At 1 August 2024		527,240	3,279	(14,008)	5	(78,974)	437,542
Share-based payment	8	-	1,480	-	-	-	1,480
Profit for the period		-	-	-	-	6,898	6,898
Total comprehensive profit for the period		-	1,480	-	-	6,898	8,378
Shares issued during the period	18	1,548	(1,548)	-	-	-	-
Other comprehensive profit, net of tax		-	-	-	5	-	5
Balance at 31 July 2025		528,788	3,211	(14,008)	10	(72,076)	445,925

The notes on pages 31 to 58 are an integral part of these consolidated financial statements.

Consolidated statement of cash flows

For the year ended 31 July 2025

		Year ended 31-Jul-25 S\$000	Year ended 31-Jul-24 S\$000
Cash flows from operating activities			
Cash receipts from customers		163,020	124,521
Cash paid to suppliers and employees		(83,242)	(66,067)
Cash from operating activities	23	79,778	58,454
Interest received		1,473	1,575
Tax paid		(52)	(35)
Net cash from operating activities		81,199	59,994
Cash flows from investing activities			
Investment in term deposits		(5,808)	(218)
Acquisition of plant and equipment	11	(54,124)	(45,812)
Acquisition of other intangible assets		(877)	(2,180)
Net cash used in investing activities		(60,809)	(48,210)
Cash flows from financing activities			
Repayment of lease liabilities		(590)	(564)
Finance costs paid		(16)	(23)
Net cash used in financing activities		(606)	(587)
Net increase in cash and cash equivalents		19,784	11,197
Cash and cash equivalents at beginning		20,201	9,088
Effect of exchange rate fluctuations		(238)	(84)
Cash and cash equivalents at ending		39,747	20,201

In addition, at 31 July 2025 the Group had term deposits of S\$40.9m (2024: S\$35.1m) which has been classified separate from cash and cash equivalent to other financial asset.

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Notes to the consolidated financial statements

1. Reporting entity

Tuas Limited (the 'Company') is a company limited by shares, incorporated in Australia whose shares are publicly traded on the Australia Securities Exchange (ASX). The address of the Company's registered office is c/- Level 4, 68 Waterloo Road, Macquarie Park NSW 2113, Australia. The consolidated financial statements as at, and for the year ended 31 July 2025, comprise the accounts of the Company and its subsidiaries (together referred to as the 'Group'). The Group is a for-profit entity involved in the development of a mobile network and provision of telecommunications services in the Singapore market.

2. Basis of preparation

a. *Statement of compliance*

The consolidated financial statements are general purpose financial statements which have been prepared in accordance with Australian Accounting Standards (AASBs) adopted by the Australian Accounting Standards Board (AASB) and the *Corporations Act 2001*. The consolidated financial statements comply with International Financial Reporting Standards (IFRSs) and the International Financial Reporting Interpretation Committee (IFRIC) adopted by the International Accounting Standards Board (IASB).

The consolidated financial statements were approved by the Board of Directors on 24 September 2025.

b. *Basis of measurement*

The consolidated financial statements have been prepared on the historical cost basis except for share based payments have been measured at fair value on grant date.

c. *Functional and presentation currency*

The Group's primary operations are those of Simba, whose functional and reporting currency is Singapore dollars, and accordingly, all figures in this report are also in Singapore dollars, the reporting currency of Tuas Limited.

The Group is of a kind referred to in ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191 dated 24 March 2016 and, in accordance with that instrument, all financial information has been rounded to the nearest thousand dollars unless otherwise stated.

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Note 2: Basis of preparation (continued)

d. *Use of estimates and judgements*

Preparation of the consolidated financial statements in conformity with IFRSs requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

The significant judgements made by management in applying the Group's accounting policies relate to:

- **Commencement of depreciation**

The Group determines that a network asset is considered completed and ready for use when it is technically ready for commercial paid services to be marketed. The assessment of when the asset is ready for its intended use affects when the depreciation of the asset commences, and the expense to be recognised in profit or loss.

- **Impairment of plant and equipment and intangible assets**

Impairment is recognised when events and circumstances indicate that the carrying amounts of plant and equipment or intangible assets exceed the recoverable amounts. The recoverable amount of an asset is the greater of its fair value less costs to sell and value in use. When value in use calculations are undertaken, management estimates the recoverable amount based on a discounted cash flow model. The cash flows are derived from the forecasts approved by the Board.

In determining the forecasts, the Group is required to make a number of judgements which focus on expected economic and market conditions.

- **Deferred tax asset**

Significant judgement is required in relation to the recognition and the assessment of recoverability of deferred tax assets relating to the unutilised tax losses of Group companies. The recoverability of deferred tax assets is assessed against forecast income streams and the carrying amount of deferred tax assets is reviewed at each reporting date. A deferred tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences and tax losses can be utilised. This involves judgement regarding the future financial performance of the Group company for which the deferred tax asset has been recognised.

Note 2: Basis of preparation (continued)

- **Calculation of lease liability**

The Group has applied judgement to determine the lease term for certain lease contracts which include renewal options. The assessment of whether the Group is reasonably certain to exercise such options impacts the lease term, which significantly affects the amount of lease liabilities and Right of Use (ROU) assets recognised.

e. *Going concern*

The financial statements have been prepared on a going concern basis, which assumes that the Group continues to trade and to meet its obligations for at least the next twelve months. This is notwithstanding the fact that the Group is not currently generating profits. The Group is in a net current asset position and believes it has sufficient funds to fully meet its obligations as they fall due and financial capacity to fund its business plans.

3. Segment reporting

The Group determines and presents operating segments based on the information that is internally provided to the CEO and Board of directors, which acts as the Group's chief operating decision maker.

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses. Segment profit (loss) before interest, tax, depreciation and amortisation is used to measure performance because management believes that this information is the most relevant in evaluating the results of the respective segments relative to other entities that operate in the same industries.

The Group's telecommunication operations in Singapore represents the only reportable segment. Reconciling items represents segments operating in Australia. The chief operating decision maker for this segment is the CEO and Directors of Simba.

**Profit/(loss) before interest, tax,
depreciation and amortisation
For the year ended 31 July 2025**

	Singapore	Reconciling items	Total
	S\$000	S\$000	S\$000
Revenue	151,290	-	151,290
Network, carrier and hardware costs	(48,337)	-	(48,337)
Employee benefits expense	(12,919)	(463)	(13,382)
Other expenses	(20,558)	(586)	(21,144)
Results from segment activities	69,476	(1,049)	68,427

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Note 3: Segment reporting (continued)

For the year ended 31 July 2024	Singapore	Reconciling items	Total
	S\$000	S\$000	S\$000
Revenue	117,065	-	117,065
Network, carrier and hardware costs	(35,751)	-	(35,751)
Employee benefits expense	(11,971)	(480)	(12,451)
Other expenses	(18,659)	(464)	(19,123)
Results from segment activities	50,684	(944)	49,740

Reconciliation of information on reportable segments to the amounts reported in the financial statements.

	Year ended 31-Jul-25 S\$000	Year ended 31-Jul-24 S\$000
Revenue		
Total revenue of reportable segments	156,873	121,413
Revenue for other segments	-	-
Elimination of inter-segment revenue	(5,583)	(4,348)
Consolidated revenue	151,290	117,065
Total cost of reportable segment	87,398	70,728
Total cost of other segments	1,048	945
Elimination of inter-segment cost	(5,583)	(4,348)
Consolidated profit before interest, tax, depreciation and amortisation	68,427	49,740
Profit/(loss) before tax		
Total profit/(loss) before tax of reportable segments	13,879	(3,414)
(Loss)/profit before tax for other segments	(2,179)	1,245
Elimination of inter-segment loss before tax	-	-
Consolidated profit/(loss) before tax	11,700	(2,169)
Assets		
Total assets of reportable segments	471,297	450,609
Assets for other segments	27,075	25,985
Other unallocated amounts	-	-
Consolidated assets	498,372	476,594
Liabilities		
Total liabilities of reportable segments	52,391	39,032
Liabilities for other segments	56	20
Other unallocated amounts	-	-
Consolidated liabilities	52,447	39,052

Note 3: Segment reporting (continued)

Other material items

For the year ended 31 July 2025	Reportable segment S\$000	Adjustment S\$000	Consolidated Total S\$000
Interest income	671	801	1,472
Depreciation and amortisation	57,693	-	57,693
Advertising and marketing costs	9,812	-	9,812
For the year ended 31 July 2024	Reportable segment S\$000	Adjustment S\$000	Consolidated Total S\$000
Interest income	710	865	1,575
Depreciation and amortisation	53,240	-	53,240
Advertising and marketing costs	9,037	-	9,037

Geographic Information

All the Group's operating revenues are derived from the Singapore based entities.

A geographic analysis of the Group's non-current assets, excluding deferred tax assets, is set out below.

Country	31-Jul-25 S\$000	31-Jul-24 S\$000
Singapore	403,919	405,226

4. Revenue

Revenue is measured based on the consideration specified in a contract with a customer. The Group recognises revenue when it transfers control over a product or service to a customer, i.e. when the customer can benefit from the goods or services.

The Group determines various performance obligations under a contract, allocates the total contract price amongst the performance obligations based on their relative standalone selling prices, and recognises revenue when the performance obligations are satisfied, i.e. upon delivery of goods sold, and activation of subscription plans.

Mobile Revenue

Performance obligations that arise from contracts with customers comprise the rendering of telecommunications services including provision of data, voice, SMS, roaming and other services. The Group recognises revenue as services are provided over time, i.e. when the customer simultaneously receives and consumes the benefits provided to them.

Billings are made in advance, with each billing cycle currently being 30 days or 90 days in accordance with each respective mobile plan. Invoices are made available to the customers

Note 4: Revenue (continued)

electronically via the Simba online customer portal or mobile application when they login to their accounts.

Revenue billed in advance for the rendering of mobile services is deferred and presented in the statement of financial position as unearned revenue.

Broadband revenue

Broadband revenue includes equipment, provision of on-site activation and installation of services to facilitate broadband connectivity. Revenue is recognised over time when service is rendered. Payment from customers is made on or before commencement of subscription plan. Revenue billed in advance of the rendering of broadband services is deferred and presented in the statement of financial position as contract liability.

Project revenue

Project revenue includes support and maintenance provided to technologies and system solution projects. Revenue is recognised over time when service is rendered.

Invoicing for project revenue is based on a series of performance related milestones. When a milestone is reached, the customer will provide the Company with a statement to certify the progress. At this point, any amount previously recognised as a contract asset will be reclassified to trade receivables upon invoicing to the customer. If the milestone payment exceeds the revenue recognised to date, then the Company recognises a contract liability for the difference.

Payment terms for these contracts are based on payment milestones over the duration of the contract where a 30-day payment term is given to customers.

Major product categories:

The following table provides a breakdown of revenue by major product categories.

	Timing of revenue recognition	Year ended 31-Jul-25 S\$000	Year ended 31-Jul-24 S\$000
Mobile revenue	Over time	144,626	116,505
Broadband revenue	Over time	6,381	301
Project revenue	Over time	183	144
Other	Over time/point in time	100	115
Total		151,290	117,065

Remaining performance obligations

The Group has applied the practical expedient of not disclosing information about the amount of the transaction price allocated to the remaining (unfulfilled) performance obligation where the Group has a right to consideration in an amount that corresponds directly with the value to the customer of the Group's performance completed to date, or the contract duration is less than one year.

5. Other expenses

	Year ended 31-Jul-25 S\$000	Year ended 31-Jul-24 S\$000
Advertising & marketing costs	9,812	9,037
Professional fees	2,694	3,003
Licence fees	2,439	2,474
Office expenses	990	906
Merchant charges	2,859	2,749
Other expenses	2,350	954
	21,144	19,123

6. Taxes

Income tax expense

	31-Jul-25 S\$000	31-Jul-24 S\$000
Current tax expense	114	40
Withholding tax	5	(79)
Deferred tax expense		
Origination and reversal of temporary differences including the recognition of tax losses	4,661	2,339
Adjustment from prior year	22	(97)
Total deferred tax expense	4,683	2,242
Income tax expense	4,802	2,203

Numerical reconciliation between tax benefit and pre-tax accounting loss

Profit/(loss) before income tax	11,700	(2,169)
Income tax expense/(benefit) Singapore tax rate of 17%	1,989	(369)
Different tax rates in other jurisdictions	(279)	165
Non-deductible and non-assessable items	3,102	2,595
Non-taxable income	(37)	(12)
Under/(over) provision for income tax in prior year	22	(97)
Withholding tax	5	(79)
Income tax expense	4,802	2,203

Deferred tax assets

Movement in temporary differences during the reporting period

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Note 6: Taxes (continued)

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be utilised. Deferred tax assets are attributable to the following:

	Balance 31-Jul-23	Recognised in profit or loss	Balance 31-Jul-24	Recognised in profit or loss	Balance 31-Jul-25
	S\$000	S\$000	S\$000	S\$000	S\$000
Deferred tax assets/(liabilities)					
Plant and equipment	9,514	(2,612)	6,902	(5,391)	1,511
Lease liabilities	340	(86)	254	(77)	177
Right-of-use assets	(378)	102	(276)	83	(193)
Provisions	158	322	480	611	1,091
Tax losses carried forward	283	32	315	91	406
	9,917	(2,242)	7,675	(4,683)	2,992

The group has unutilised deferred tax assets of S\$406,000 arising from unutilised tax losses which will be available for offset against future taxable income subject to compliance with the relevant provisions of local tax laws.

Income tax on the profit or loss for the reporting period comprises current and deferred tax. Income tax is recognised in the income statement except to the extent that it relates to a business combination, or items recognised directly in equity, in which case it is recognised in equity or in other comprehensive income.

Deferred tax is provided using the balance sheet liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: the initial recognition of assets or liabilities that do not relate to a business combination and that affects neither accounting nor taxable profit, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future.

The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity.

Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

7. Earning per share

	31-Jul-25	31-Jul-24
	S\$ Cents	S\$ Cents
Basic earnings/(loss) per share	1.48	(0.94)
	S\$000	S\$000
Earnings/(loss) attributable to owners of the Company used in calculating basic earnings/(loss) per share	6,903	(4,368)
Weighted average number of ordinary shares used as the denominator in calculating basic earnings/(loss) per share	467,102,822	465,754,632
	31-Jul-25	31-Jul-24
	S\$ Cents	S\$ Cents
Diluted earnings/(loss) per share	1.47	(0.94)
	S\$000	S\$000
Earnings/(loss) attributable to owners of the Company used in calculating diluted earnings/(loss) per share	6,903	(4,368)
Weighted average number of ordinary shares used as the denominator in calculating diluted earnings/(loss) per share	470,809,320	465,754,632

The Group presents basic and diluted loss per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to owners of the Company by the weighted average number of ordinary shares outstanding during the period. Diluted EPS is determined by adjusting the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares. The dilutive potential arises from the application of the share-based payments to Simba executives and employees as described in the following section.

8. Share-based payment arrangements

Description of share-based payment arrangements

In response to the recommendation of the Board of Simba, in April 2021, the Company established an incentive scheme to further align the KMP's and certain key employees' remuneration with the Company shareholders' interests. The incentive scheme takes the form of a performance rights plan under which selected employees are granted performance rights, vesting over a 4 or 5 year period. Performance rights have been granted in each of the financial years following FY21.

Under the rules of the performance rights plan, participants will be awarded fully paid ordinary shares in the Company for no consideration, subject to certain performance

Note 8: Share-based payment arrangements (continued)

conditions. The key terms of the plan are as follows:

- A percentage of the performance rights granted will vest following the release of the Group's audited financial statements for each of the financial years following the granting of the relevant rights, with the first such vesting having occurred in the financial year ending 31 July 2022 and subsequent vesting occurring in the following financial years, subject to the satisfaction of performance conditions.
- The performance conditions, at each vesting date are:
 - **The Personal Performance Condition:** 40% of the performance rights that are due to vest on that date will vest if the rights holder has been continuously employed by the Group up until and including the relevant vesting date and the individual performance of the Simba employee meets performance requirements set by Simba; and
 - **The EBITDA Condition:** Up to 60% of the performance rights that are due to vest on that date will vest (a) if the rights holder meets the Personal Performance Condition AND (b) Simba has met its EBITDA objectives for the financial year immediately preceding the relevant vesting date, in which case the percentage to vest will be as follows:
 - If Simba achieves 95% or more of target EBITDA – the full 60% will vest.
 - If Simba achieves between 80% and 94% of target EBITDA – 45% will vest.
 - If Simba does not achieve at least 80% of target EBITDA – the full 60% will lapse.
- Any performance rights which do not vest, automatically lapse.

The policy principles behind the vesting conditions are the following:

- To promote the retention of our most valuable employees, which is critical in the industry in which our Group operates; and
- To promote the financial performance of the business, in respect of which the EBITDA objective is determined annually by the Board of Directors of the Company.

For performance rights issued in FY21, the percentage of performance rights eligible for vesting each year was 20% (i.e., vesting over a five-year period). For performance rights issued in FY22, FY23, FY24 and FY25, the percentage of performance rights eligible for vesting each year was 25% (i.e., vesting over a four-year period).

At total of 3,065,200 (2024: 4,327,300) performance rights were granted and not lapsed as at the year ended 31 July 2025 to certain executives and employees of Simba and Tuas Malaysia which will vest in accordance with the conditions described above.

The vesting of performance rights eligible to vest relating to the year ended 31 July 2025 will be determined by the Board after the issue of this Annual Report and therefore will vest in the FY25 year. As at 31 July 2025, the maximum number of performance rights pertaining from FY21 to FY25 that are available to vest in FY26 is 1,548,350. 693,600 being 20% of the non-lapsed FY21 grant, 299,250 being 25% of the non-lapsed FY22 grant, 357,000 being 25% of the non-lapsed FY23 grant 129,250 being 25% of the non-lapsed FY24 grant and 69,250 being 25% of the non-lapsed FY25 grant.

Note 8: Share-based payment arrangements (continued)

This number of performance rights granted to KMP is as follows:

	April 2021	March 2022	February 2023	February 2024	February 2025
Richard Tan	1,500,000	551,000	600,000	226,000	38,500
Harry Wong	211,000	39,000	70,000	40,000	9,000
Benjamin Tan	443,000	102,000	70,000	-	10,000
Ng Chong Teck	267,000	62,000	70,000	30,000	14,000

The number of rights outstanding during the year ended 31 July 2025 are set out below:

	31-Jul-25	31-Jul-24
	Number of Rights	Number of Rights
Balance as at 1 August	4,327,300	5,360,650
Granted during the year	277,000	526,000
Forfeited during the year	(46,000)	(140,500)
Vested during the year	(1,493,100)	(1,418,850)
Balance as at 31 July	3,065,200	4,327,300

The fair value of the 2025 rights at date of grant was A\$6.50 (2024: A\$3.04) per performance right, taking into account the terms and conditions upon which the rights were granted including expected dividends, of which there were none. On February 2025, the FY21, FY22, FY23 and FY24 incentive plan vested, as conditions were met and 1,493,100 (2024: 1,418,850) shares, for S\$1,547,651 (2024: S\$1,325,556) were issued to qualifying employees.

Share based payment expense recognition occurs from the grant date. The expense recognition for each year is graded according to the benefit accrued, such that the expense is not straight-lined over the 4 year or 5 year vesting period.

The amount consequently expensed during the reporting period was S\$1,479,849 (2024: S\$1,685,485).

9. Trade and other receivables

	31-Jul-25 S\$000	31-Jul-24 S\$000
Trade receivables	4,755	3,253
GST receivables	322	952
Other receivables	141	422
	5,218	4,627

The Group's exposure to credit and currency risk and impairment losses related to trade and other receivables is disclosed in note 19.

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10. Contract balances

(i) The following table provides information about receivables, contract assets, contract liabilities and contract costs from contracts with customers.

	Year ended 31-Jul-25 S\$000	Year ended 31-Jul-24 S\$000
Contract assets	558	-
Contract costs	2,092	666

The contract assets primarily relate to the rights to consideration for goods and services provided for broadband services but not billed at the reporting date. The contract assets are transferred to trade receivables when the rights become unconditional.

There are no significant changes in the contract assets balances during the year.

(ii) The contract costs primarily relate to broadband optical network terminal and service activation fee which directly attributable to obtaining and fulfilling a customer's contract are capitalised in the statement of financial position and amortised as operating expenses over the contract period. The contract period typically ranges from 1 to 2 years.

11. Plant and equipment

	Plant and equipment S\$000	Office furniture and fittings S\$000	Work in progress S\$000	Total S\$000
Cost				
Balance at 1 August 2023	332,147	1,755	32,186	366,088
Additions	46	2	46,715	46,763
Transfer	62,729	-	(62,729)	-
Balance at 31 July 2024	394,922	1,757	16,172	412,851
Additions	225	-	55,784	56,009
Transfer	52,335	-	(52,335)	-
Disposal	(1,544)	-	(172)	(1,716)
Balance at 31 July 2025	445,938	1,757	19,449	467,144
Accumulated Depreciation				
Balance at 1 August 2023	(92,519)	(819)	-	(93,338)
Depreciation expense	(38,707)	(325)	-	(39,032)
Balance at 31 July 2024	(131,226)	(1,144)	-	(132,370)
Depreciation expense	(43,208)	(325)	-	(43,533)
Disposal	654	-	-	654
Balance at 31 July 2025	(173,780)	(1,469)	-	(175,249)
Carrying amounts				
Balance at 31 July 2024	263,696	613	16,172	280,481
Balance at 31 July 2025	272,158	288	19,449	291,895

Note 11: Plant and equipment (continued)

a. Recognition and measurement

Items of plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses. Cost includes all expenditure that is directly attributable to bringing the asset to the location and condition necessary for its intended use. The cost of self-constructed assets includes the cost of materials, associated labour, and the initial estimate, where relevant, of the costs of dismantling and removing the items and restoring the site on which they are located.

Where parts of an item of plant and equipment have different useful lives, they are accounted for as separate items of plant and equipment.

Any gains and losses on disposal of an item of plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of the item being disposed and are recognised net within other expenses in the income statement. During the period, a loss of S\$1,033,452 (2024: nil) was recognized on the disposal of assets.

b. Subsequent costs

Subsequent costs are added to existing assets if it is probable that future economic benefits will flow to the Group.

c. Depreciation

Depreciation is charged to the income statement on a straight-line basis over the estimated useful life of each part of an item of plant and equipment.

The estimated useful lives used in the current period are as follows:

- | | |
|---------------------------------|--------------|
| ● Plant and equipment | 3 – 10 years |
| ● Office furniture and fittings | 10 years |

The residual value, the useful life and the depreciation method applied to an asset are reassessed at least annually.

d. Impairment

At each reporting date, the Group reviews the carrying amounts of its non-financial assets, including intangible assets and plant and equipment, to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

The recoverable amount of an asset is the greater of its fair value less costs to sell and value in use. In assessing value in use, the estimated future cashflows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit

Note 11: Plant and equipment (continued)

(CGU) to which the asset belongs. CGUs are determined according to the lowest level of groups of assets that generate largely independent cashflows.

An impairment loss is recognised whenever the carrying amount of the asset or its CGU exceeds its recoverable amount. Impairment losses are recognised in the income statement unless an asset has previously been revalued, in which case the impairment loss is recognised as a reversal to the extent of that previous revaluation with any excess recognised through profit or loss. Impairment losses recognised in respect of a CGU are allocated first to reduce the carrying amount of any goodwill allocated to a CGU and then to reduce the carrying amount of other assets in the CGU on a pro rata basis.

Impairment losses are reversed when there is an indication that the impairment loss may no longer exist and there has been a change in the estimate used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

12. Intangible assets

	Spectrum licences S\$000	Other intangibles S\$000	Total S\$000
Cost			
Balance at 1 August 2023	161,181	9,082	170,263
Additions	1,712	95	1,807
Balance at 31 July 2024	162,893	9,177	172,070
Additions	-	286	286
Balance at 31 July 2025	162,893	9,463	172,356
Amortisation			
Balance at 1 August 2023	(32,750)	(4,008)	(36,758)
Amortisation expense	(12,201)	(1,346)	(13,547)
Balance at 31 July 2024	(44,951)	(5,354)	(50,305)
Amortisation expense	(12,482)	(1,017)	(13,499)
Balance at 31 July 2025	(57,433)	(6,371)	(63,804)
Carrying amounts			
Balance at 31 July 2024	117,942	3,823	121,765
Balance at 31 July 2025	105,460	3,092	108,552

a. Recognition and measurement

Intangible assets with definite useful lives:

Spectrum licences

Note 12: Intangible assets (continued)

Spectrum licences are stated at cost less accumulated amortisation and any accumulated impairment losses.

Other intangible assets

Other intangible assets comprise software and licences other than spectrum licences. Other intangible assets are stated at cost less accumulated amortisation and any accumulated impairment losses.

b. Subsequent expenditure

Other intangible assets expenditure on capitalised intangible assets is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates such as operating costs that are incurred in developing or acquiring income producing assets, and capitalised interest related to the acquisition of intangible assets. All other expenditure is expensed as incurred.

c. Amortisation and impairment

Unless otherwise stated, amortisation is charged to the income statement on a straight-line basis, over the estimated useful lives of intangible assets.

The estimated useful lives used in both the current and comparative periods are as follows:

Spectrum licences	-	Amortised over useful lives of 13 years.
Other intangible assets with finite useful lives	-	Amortised over useful lives of 5 years.

13. Right of use assets

Leases as lessee

The Group leases property. The leases typically run for a period of 6 years with an option to renew. Lease payments are renegotiated upon expiry. For certain leases, the Group is restricted from entering into any sub-lease arrangements.

The Group leases some rooftop spaces for the placement of network equipment with contract terms of one to three years. These leases are short-term and/or leases of low-value assets. The Group has elected not to recognise right-of-use assets and lease liabilities for these leases.

	31-Jul-25 Property S\$000	31-Jul-24 Property S\$000
Balance at 1 August	1,619	2,220
Depreciation	(662)	(661)
Addition to right-of-use assets	181	60
Balance at 31 July	1,138	1,619

Note 13: Right of use assets (continued)

Amounts recognised in profit or loss

	Year ended 31-Jul-25	Year ended 31-Jul-24
	S\$000	S\$000
Interest on lease liabilities	22	29
Expenses relating to short-term leases	1,046	991
Expenses relating to leases of low-value assets, excluding short-term leases of low-value assets	5	5

Amounts recognised in statement of cash flows

	Year ended 31-Jul-25	Year ended 31-Jul-24
	S\$000	S\$000
Total cash outflow for leases (including short term leases)	1,657	1,584

14. Trade and other payables

	31-Jul-25	31-Jul-24
	S\$000	S\$000
Trade creditors	3,905	7,165
Other creditors and accruals	24,274	17,524
	28,179	24,689

During the year, the Group modified the classification of provision of litigation claims to reflect more appropriately the nature of the obligation. Comparative amounts in the consolidated statement of financial position were reclassified for consistency. As a result, S\$1,262,000 was reclassified from 'other creditors and accruals' to 'provisions' for the comparative periods.

Trade payables are non-interest bearing and are normally settled on 30-60 day terms.

The Group's exposure to currency and liquidity risk related to trade and other payables is disclosed in note 19.

15. Unearned revenue

Liabilities are current as contracts are not more than 12 months. All unearned revenue recognised in the statement of financial position as at 31 July 2024 has been recognised in the profit and loss during the current year.

	31-Jul-25	31-Jul-24
	S\$000	S\$000
Unearned revenue	20,006	10,353

Unearned revenue primarily relates to unearned revenue arising from consideration received from customers for prepaid services which have not been utilised or from postpaid services which have not yet been provided.

16. Employee benefits

a. Current employee benefits

Liabilities for employee benefits that are due within 12 months of the reporting date represent present obligations resulting from employees' services provided up to the reporting date, and are calculated at undiscounted amounts based on remuneration wage and salary rates that the Group expects to pay as at the reporting date including related on-costs such as workers' compensation insurance and payroll tax.

b. Superannuation

The Group contributes to several defined contribution superannuation and similar retirement savings plans in its countries of operation. Contributions are recognised as an expense in the income statement on an accruals basis as the related service is provided.

The Group contributed S\$1,526,118 (2024: S\$1,315,948) to defined contribution superannuation or other retirement plans during the reporting period.

17. Provisions

	31-Jul-25	31-Jul-24
	S\$000	S\$000
Litigation claims	1,894	1,262
Make good of leased premises	549	500
	<u>2,443</u>	<u>1,762</u>

The Group is subject to a number of potential litigation claims that arise as part of the normal course of business. The Group assesses each legal claim to determine the likelihood of an unfavourable outcome and whether a reasonable estimate of the potential loss can be made. Where it is probable that a loss will occur and can be reasonably estimated, a liability has been recorded in the financial statements. Whilst the nature of legal claims means that the timing of settlement can be uncertain, we expect all claims to be settled in the next 1 to 2 years. Whilst the provisions are based on management's best estimate of the likely liability for obligations that exist at the year end date, the maximum potential exposure is not expected to be materially different to the provision made.

18. Capital and reserves

Share capital

	31-Jul-2025		31-Jul-2024	
	Ordinary shares	S\$000	Ordinary shares	S\$000
Balance at 1 August	466,378,771	527,240	464,959,921	525,915
Ordinary shares issued during the year	1,493,100	1,548	1,418,850	1,325
Balance as 31 July	<u>467,871,871</u>	<u>528,788</u>	<u>466,378,771</u>	<u>527,240</u>

Note 18: Capital and reserves (continued)

Issue of ordinary shares

In January 2024, the FY21, FY22, FY23, FY24 and FY25 incentive plans vested as conditions were met and 1,493,100 (2024: 1,418,850) shares for S\$1,547,651 (2024: S\$1,325,556) were issued to qualifying employees.

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares and share options are recognised as a deduction from equity, net of any tax effects. The Company does not have authorised capital or par value in respect of its issued shares. The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company. All shares rank equally with regard to the Company's residual assets.

Common control reserve

The reserve of S\$14,008,187 arises from the difference between the net asset value and the deemed consideration of these net assets acquired through business combination.

Foreign currency translation reserve

The translation reserve comprises all foreign exchange differences arising from the translation of the financial statements of foreign operations where their functional currency is different to the presentation currency of the reporting entity.

Share based payment reserve

The share incentive programme allows the Company's employees to be issued shares of the Company upon the exercise of performance rights as described in the Remuneration Report. The fair value of these share-based employee benefits of S\$1,479,849 (2024: S\$1,685,485) for this financial period is recognised as an expense with a corresponding recognition in the share-based payment reserve.

19. Financial instruments and risk management

Financial Instruments

The Group has no derivative financial assets or liabilities. The Group's non-derivative financial assets and liabilities comprise Cash and Cash equivalents, Term deposits, Trade and Other Receivables, and Trade and Other Payables.

The Group has limited exposure to risks from its use of financial instruments. Consumer customers, who provide the great majority of Simba's revenue prepay for the use of mobile services.

None of the Company's financial assets are measured at fair value. For Trade and Other Receivables and Other Payables, the carrying amount is a reasonable approximation of fair value.

Note 19: Financial instruments and risk management (continued)

The following table shows the financial instruments:

	31-Jul-2025	31-Jul-2024
	Carrying Amount	Carrying Amount
	S\$000	S\$000
Financial assets		
Cash and cash equivalents	39,747	20,201
Term deposits	40,940	35,132
Trade and other receivables	5,218	4,627
	85,905	59,960
Financial liabilities		
Trade and other payables	28,179	25,951

Risk management

The Group has exposure to the following risks from its use of financial instruments:

- credit risk
- liquidity risk
- market risk.

The Board of Directors has overall responsibility for the establishment and oversight of the risk management framework.

Risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and in the Group's activities. The Group aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty fails to meet its contractual obligations. Simba requires its consumer mobile customers to prepay for services and, as such, any credit risk to them is insignificant. The trade receivables largely arise from arrangements with project counterparties and interconnected network operators, of financial substance. As such, the Group's exposure to credit risk is low and risk management activity has been limited.

At each reporting date, the Group assesses whether financial assets are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired may include the following observable data:

- significant financial difficulty of the borrower or issuer;

Note 19: Financial instruments and risk management (continued)

- a breach of contract such as a default or being significantly overdue without due circumstance or prior arrangement.

Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

The Group manages the cashflow requirements to optimise its return on cash. The Group ensures that it has sufficient cash on demand to meet expected operational expenses.

The following are the contractual maturities of financial liabilities, including estimated interest payments and excluding the impact of netting agreements:

	Carrying amount S\$000	Contractual cashflows S\$000	Within 1 year S\$000	Between 1-5 years S\$000
Trade and other payables	28,179	28,179	28,179	-
Lease liabilities	1,038	1,052	591	461
Total as at 31 July 2025	29,217	29,231	28,770	461
Trade and other payables	25,951	25,951	25,951	-
Lease liabilities	1,490	1,515	602	913
Total as at 31 July 2024	27,441	27,466	26,553	913

It is not expected that the cashflows included in the maturity analysis above could occur significantly earlier, or at significantly different amounts.

Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates, will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising return.

a. Currency risk

The Group is exposed to currency risk on expenses and payables that are denominated in a currency other than its functional currency, the Singapore dollar (SGD). These other currencies include primarily the Australian dollar (AUD), the Malaysian ringgit (MYR), and the United States dollar (USD). As at 31 July 2025, currency risks associated with the Group's foreign currency denominated payables are not considered to be significant. The Group's exposure to currency risk on income and receivables is not considered to be significant.

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Note 19: Financial instruments and risk management (continued)

b. Interest rate risk

The Group currently has no external borrowings or other liabilities with an interest component and, as such, has interest rate risk only on cash and cash equivalents and term deposits. Any risk of adverse consequences is considered insignificant.

20. Capital and other commitments

	31-Jul-25 S\$000	31-Jul-24 S\$000
Contracted but not provided for in the financial statements	<u>5,338</u>	<u>13,066</u>

The commitments made are for purchases of mobile network equipment in Singapore dollars.

21. Consolidated entities

The following is a list of all entities that formed part of the Group:

<i>Name of Entity</i>	<i>Country of incorporation</i>	<i>Ownership interest as at 31 July 2025 %</i>	<i>Ownership interest as at 31 July 2024 %</i>
Parent entity			
Tuas Limited	Australia		
Subsidiaries			
Simba Telecom Pte Ltd	Singapore	100	100
Simba 5G Pte Ltd	Singapore	100	100
Netco East Pte Ltd	Singapore	100	100
Netco West Pte Ltd	Singapore	100	100
Goose Esim Pte Ltd ¹	Singapore	100	100
Tuas Solutions Sdn Bhd	Malaysia	100	100

¹ Goose Esim Pte Ltd incorporated on 25 October 2024.

22. Parent entity disclosures

	Year ended 31-Jul-25 S\$000	Year ended 31-Jul-24 S\$000
Result of the parent entity		
(Loss)/profit for the period	(2,100)	1,359
<i>Comprising:</i>		
Foreign exchange loss	(3,332)	(967)
Loan interest income	1,400	2,291
Income tax income	79	115
Other	(247)	(80)
Total (loss)/profit for the period	(2,100)	1,359
Financial position of parent entity		
Current assets	26,679	25,669
Non-current assets	500,484	502,079
Total assets	527,163	527,748
Current liabilities	56	21
Total liabilities	56	21
Total equity of the parent entity	527,107	527,727
Share capital	528,788	527,240
Share based payment reserve	3,211	3,279
Accumulated losses	(4,892)	(2,792)
Total Equity	527,107	527,727

Parent entity guarantees

The Company has given a performance guarantee to various trade suppliers of Simba, the value of which is limited to S\$12.5 million.

To support Simba obtaining bank guarantees in favour of commercial counterparties relating to services being supplied on a project basis mainly for the installation of infrastructure, the Company has committed fixed deposits totalling S\$16.9 million (2024: S\$17.3 million).

23. Reconciliation of cash flows from operating activities

	<i>Note</i>	31-Jul-25	31-Jul-24
		S\$000	S\$000
Cash flows from operating activities			
Profit/(loss) after tax for the period		6,898	(4,372)
<i>Adjustments for:</i>			
Depreciation	11, 13	44,195	39,693
Amortisation of intangibles	12	13,499	13,547
Share based payment		1,480	1,685
Unrealised foreign exchange loss		283	141
Interest income		(1,473)	(1,575)
Tax expense	6	4,803	2,203
Operating profit before changes in working capital and provisions		69,685	51,322
Changes in:			
- Trade and other receivables		(591)	(1,586)
- Contract costs		(1,426)	-
- Contract assets		(558)	-
- Inventories		(237)	(381)
- Deferred tax assets		4,683	2,242
- Prepayments and other assets		(575)	(1,274)
- Trade and other payables		(1,560)	2,037
- Unearned revenue		9,653	5,962
- Employee benefits		23	126
- Provisions		681	6
Cash from operating activities		79,778	58,454

24. Related parties

a. Parent and ultimate controlling party

The parent entity of the Group is Tuas Limited.

b. Subsidiaries

Interest in subsidiaries is set out in Note 21.

Other related party transactions between subsidiaries are loan interest and management fee. The above related party transactions eliminate on consolidation at the consolidated entity level.

c. Transactions with key management personnel

Information regarding transactions with key management personnel (KMP) including their remuneration is as follows:

Key management personnel compensation comprised the following:

Note 24: Related parties (continued)

	Year ended 31-Jul-25 S\$	Year ended 31-Jul-24 S\$
Short-term employee benefits	2,474,936	2,443,746
Non-monetary benefits	158,821	162,648
Post-employment benefits	99,684	102,192
Share based payment	780,187	1,061,354
	3,513,628	3,769,940

Compensation of the Group's key management personnel includes salaries, short term incentive cash bonus, other allowances, non-monetary benefits and superannuation benefits.

Executive officers also participate in the Group's performance rights plan (see Note 8).

During the year, Tuas entered into an agreement with Teoh Capital Pty Ltd (Teoh Capital), a company associated with David Teoh and Bob Teoh, under which Teoh Capital provided corporate advisory services in connection with the acquisition of M1 in exchange for a success fee of 0.5% of the transaction enterprise value which is contingent upon the settlement of the acquisition within 12 months of 31 May 2025. In FY2025, there were no amounts paid or payable to Teoh Capital due to the contingent nature of the transaction. The Board (excluding David Teoh and Bob Teoh) resolved that the terms and conditions of this transaction were no more favourable than those available, or which might reasonably be expected to be available, in similar transactions with non-KMP related companies on an arm's length basis.

25. Auditors' remuneration

	31-Jul-25 S\$	31-Jul-24 S\$
Audit and review services		
Auditors of the Company – KPMG, Australia		
- Audit and review of financial statements	101,104	93,450
Network firms of KPMG		
- Audit of Simba financial statements	270,850	260,400
- Audit of Simba's subsidiaries financial statements	47,038	35,533
	418,992	389,383
Other services		
KPMG, Australia		
- Taxation and other services	27,671	26,967

26. Subsequent events

Between the end of the financial period and the date of this report, the Company, with and through Simba, entered into a binding Share Purchase Agreement with Keppel Konnect Pte Ltd and Connectivity Pte Ltd (the "vendors") to acquire 100% of M1 Limited (excluding its

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Note 26: Subsequent events (continued)

information and communications technology (“ICT”) businesses) for an enterprise value of S\$1,430m on a debt-free and cash-free basis (the “Acquisition”), subject to certain conditions precedent. To support the Acquisition, Tuas raised approximately AUD\$385m by issuing approximately 69.9m new ordinary shares by way of institutional placement. The Company has also offered eligible existing shareholders the opportunity to apply for up to AUD\$30,000 worth of new shares to raise an incremental ~AUD\$50 million by way of a share purchase plan which is expected to close in FY26.

More details about the Acquisition can be found in the Company’s announcements to the Australian Securities Exchange.

There has been no other item, transaction or event of a material and unusual nature likely, in the opinion of the Directors of the Company, to affect significantly the operations of the Group, the results of those operations, or the state of affairs of the Group in future periods.

27. Material accounting policies

The accounting policies as set out below have been applied consistently to all periods presented in these consolidated financial statements and have been applied consistently across the Group.

a. Basis of consolidation

- Business combinations

The Group accounts for business combinations using the acquisition method when control is transferred to the Group (refer (ii) below). The consideration transferred in the acquisition is generally measured at fair value, as are the identifiable net assets acquired. Goodwill is measured as the excess of consideration transferred as compared to the value of identifiable net assets acquired.

In case of common control transactions, the consideration transferred, and identifiable net assets acquired, are measured at book value and no goodwill is created or recognised in common control reserve.

Transaction costs are expensed as incurred, except if related to the issue of debt or equity securities.

- Subsidiaries

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

The accounting policies of subsidiaries have been changed when necessary to align them with the policies adopted by the Group. Such changes have been made with effect from the date of acquisition.

Note 27: Material accounting policies (continued)

- Transactions eliminated on consolidation

Intra-group balances and any unrealised gains and losses or income and expenses arising from intra-group transactions are eliminated in preparing the consolidated financial statements.

b. *Foreign currency transactions*

Transactions in foreign currencies are translated at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are translated to Singapore dollars at the foreign exchange rate ruling at that date. Foreign exchange differences arising on translation are recognised in the income statement. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are translated to Singapore dollars at foreign exchange rates ruling at the dates the fair value was determined.

c. *Foreign operations*

The assets and liabilities of foreign operations are translated to Singapore dollars at exchange rates at the reporting date. The income and expenses of foreign operations are translated to Singapore dollars at exchange rates at the dates of the transactions.

Foreign currency differences are recognised in other comprehensive income and presented in the foreign currency translation reserve in equity.

d. *Cash and cash equivalents*

Cash and cash equivalents comprise cash balances and call deposits with original maturities of three months or less and includes bank overdrafts that are repayable on demand and form an integral part of the Group's cash management.

e. *Leases*

As a Lessee

- **Determining whether an arrangement contains a lease**

At the inception of a contract, the Group assesses whether a contract is, or contains, a lease based on whether it conveys the right to control the use of an identified asset for a period of time in exchange for consideration. For contracts that contain a lease and non-lease component, the consideration in the contract is allocated to each component in proportion to the relative stand-alone prices of the lease and non-lease components.

- **Measurement of right of use (ROU) assets and lease liabilities**

Note 27: Material accounting policies (continued)

The Group recognises a ROU asset and lease liability at the lease commencement date. The lease liability is initially measured at the present value of the lease payments that are not yet paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate.

The lease liability is subsequently increased by the interest cost on the lease liability and decreased by lease payments made. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, a change in the estimate of the amount expected to be payable under a residual value guarantee or, as appropriate, changes in the assessment of whether a purchase or extension option is reasonably certain to be exercised or a termination option is reasonably certain not to be exercised.

The ROU asset is initially measured at cost comprising the lease liability amount measured on initial recognition, lease prepayments and any restoration-related costs as reduced by any lease incentives received. The ROU asset is subsequently measured at cost less any accumulated depreciation and impairment losses, and adjusted for certain remeasurements of the lease liability.

The Group applies judgement to determine the likelihood of exercising renewal options on a lease-by-lease basis. The lease term would include the non-cancellable period plus extension terms for which the Group is reasonably certain to exercise options. The Group uses its weighted average cost of borrowing as an estimate of its incremental borrowing rate. The Group has elected not to recognise ROU assets and lease liabilities for leases with a term of less than twelve months or less and low-value assets such as photocopiers.

f. *Goods and services tax*

Revenue, expenses and assets are recognised net of the amount of goods and services tax (GST), except where the amount of GST incurred is not recoverable from the taxation authority. In these circumstances, the GST is recognised as part of the cost of acquisition of the asset or as part of the expense. Receivables and payables are stated with the amount of GST included. The net amount of GST recoverable from, or payable to, the Inland Revenue Authority of Singapore (IRAS) is included as a current asset or liability in the statement of financial position.

Cashflows are included in the statement of cash flows on a gross basis. The GST components of cashflows arising from investing and financing activities which are recoverable from, or payable to, IRAS are classified as operating cashflows.

g. *Inventory*

Inventories are measured at the lower of cost and net realisable value. The cost of inventories is based on the first-in first-out principle, and includes expenditure incurred in acquiring the inventories, production or conversion costs, and other costs incurred in bringing them to their existing location and condition. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and estimated costs

Note 27: Material accounting policies (continued)

necessary to make the sale. Where necessary, allowance is provided for damaged, obsolete and slow-moving items to adjust the carrying value of inventories to the lower of cost and net realisable value.

h. Government grants

Government grants related to assets are initially recognised as deferred income at fair value when there is reasonable assurance that they will be received and the Company will comply with the conditions associated with the grant. Grants related to the acquisition of assets are then recognised in profit or loss as 'other income' on a systematic basis over the useful life of the asset. Grants that compensate the Company for expenses incurred are recognised in profit or loss as 'other income' on a systematic basis in the same periods in which the expenses are recognised, unless the conditions for receiving the grant are met after the related expenses have been recognised. In this case, the grant is recognised when it becomes receivable.

i. Contingent liabilities

The Directors have given consideration to litigation and claims that arise as part of the normal course of business, which are or may be subject to litigation at year end, and subject to specific provision raised, are of the opinion that no material contingent liability exists.

j. Changes in significant accounting policies

A number of new standards are effective from 1 August 2024 but they do not have a material effect on the Group's financial statements.

28. Standards issued but not yet effective

A number of new standards are effective from 1 August 2024 and earlier application is permitted; however, the Group has not early adopted the new or amended standards in preparing these Group's financial statements.

The following new standards, interpretations and amendments to standards are not expected to have a significant impact on the Group's financial statements.

- IFRS 18 *Presentation and Disclosure in Financial Statements*
- Amendments to IFRS 9 and IFRS 7 *Classification and Measurement of Financial Instrument*
- IFRS S1 *General Requirements for Disclosure of Sustainability-related Financial Information*
- IFRS S2 *Climate-related Disclosures*

Consolidated entity disclosure statement

Name of Entity	Body Corporate, Partnership or Trust	Country of incorporation	% of share capital held directly or indirectly by the Company in the body corporate %	Australian or Foreign Tax Resident	Jurisdiction for Foreign Tax Resident
Parent entity					
Tuas Limited	Body Corporate	Australia	-	Australian	N/A
Subsidiaries					
Simba Telecom Pte Ltd	Body Corporate	Singapore	100	Foreign	Singapore
Simba 5G Pte Ltd	Body Corporate	Singapore	100	Foreign	Singapore
Netco East Pte Ltd	Body Corporate	Singapore	100	Foreign	Singapore
Netco West Pte Ltd	Body Corporate	Singapore	100	Foreign	Singapore
Goose Esim Pte Ltd	Body Corporate	Singapore	100	Foreign	Singapore
.Tuas Solutions Sdn Bhd	Body Corporate	Malaysia	100	Foreign	Singapore

Determination of Tax Residency

Section 295 (3A) of the *Corporation Acts 2001* requires that the tax residency of each entity which is included in the Consolidated Entity Disclosure Statement (CEDS) be disclosed. In the context of an entity which was an Australian resident, “Australian resident” has the meaning provided in the *Income Tax Assessment Act 1997*. The determination of tax residency involves judgment as the determination of tax residency is highly fact dependent and there are currently several different interpretations that could be adopted, and which could give rise to a different conclusion on residency.

In the determining tax residency, the consolidated entity has applied the following interpretations:

- **Australian tax residency**
The consolidated entity has applied current legislation and judicial precedent, including having regard to the Commissioner of Taxation’s public guidance in *Tax Ruling TR 2018/5*.
- **Foreign tax residency**
The consolidated entity has applied current legislation and where available judicial precedent in the determination of foreign tax residency. Where necessary, the consolidated entity has used independent tax advisers in foreign jurisdictions to assist in its determination of tax residency to ensure applicable foreign tax legislation has been complied with.

Directors' declaration

For the year ended 31 July 2025

1. In the opinion of the Directors of Tuas Limited ('the Company'):
 - (a) the consolidated financial statements and notes that are set out on pages 26 to 58 and the Remuneration report in the Directors' report, set out on pages 11 to 20, are in accordance with the *Corporations Act 2001*, including:
 - (i) giving a true and fair view of the Group's financial position as at 31 July 2025 and of its performance for the year ended 31 July 2025 and
 - (ii) complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the *Corporations Regulations 2001*; and
 - (b) the Consolidated entity disclosure statement as at 31 July 2025 set out on pages 59 is true and correct; and
 - (c) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.
2. There are reasonable grounds to believe that the Company and the Group entities will be able to meet any obligations or liabilities to which they are or may become subject to.
3. The Directors have been given the declarations required by Section 295A of the *Corporations Act 2001* from the chief executive officer and chief financial officer for the year ended 31 July 2025.
4. The Directors draw attention to note 2 to the consolidated financial statements, which includes a statement of compliance with International Financial Reporting Standards.

Signed in accordance with a resolution of the Directors.



David Teoh
Chairman

Dated at Sydney this 24th day of September 2025.



Independent Auditor's Report

To the shareholders of Tuas Limited

Report on the audit of the Financial Report

Opinion

We have audited the **Financial Report** of Tuas Limited (the Company).

In our opinion, the accompanying Financial Report of the Company gives a true and fair view, including of the **Group's** financial position as at 31 July 2025 and of its financial performance for the year then ended, in accordance with the *Corporations Act 2001*, in compliance with *Australian Accounting Standards* and the *Corporations Regulations 2001*.

The **Financial Report** comprises:

- Consolidated statement of financial position as at 31 July 2025
- Consolidated statement of comprehensive income, Consolidated statement of changes in equity, and Consolidated statement of cash flows for the year then ended
- Consolidated entity disclosure statement and accompanying basis of preparation as at 31 July 2025
- Notes, including material accounting policies
- Directors' Declaration.

The **Group** consists of the Company and the entities it controlled at the year end or from time to time during the financial year.

Basis for opinion

We conducted our audit in accordance with *Australian Auditing Standards*. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the Financial Report* section of our report.

We are independent of the Group in accordance with the *Corporations Act 2001* and the ethical requirements of the *Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the Financial Report in Australia. We have fulfilled our other ethical responsibilities in accordance with these requirements.

Key Audit Matters

Key Audit Matters are those matters that, in our professional judgement, were of most significance in our audit of the Financial Report of the current period.

This matter was addressed in the context of our audit of the Financial Report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on this matter.

Mobile revenue recognition (S\$144.6m)

Refer to Note 4 'Revenue' to the Financial Report

The key audit matter	How the matter was addressed in our audit
<p>The majority of Tuas Limited's revenue is generated from the provision of mobile telecommunications services to consumers.</p> <p>Mobile revenue recognition is a key audit matter due to:</p> <ul style="list-style-type: none"> The significance of mobile revenue to the financial statements; The high volume of individually low monetary value transactions recorded using a highly automated billing system. Auditing the revenue recognised based on this transactional data requires significant effort, including the use of IT specialists to supplement our senior audit team members; and The complexity of the Group's contractual arrangements for mobile telecommunications services when considering the application of the revenue accounting standard to the contracts. This involves underlying key assessments within the revenue contracts, their service fulfilment, and the impact to related revenue recognition. 	<p>Our procedures included:</p> <ul style="list-style-type: none"> Evaluating the Group's revenue recognition accounting policy against the requirements of the <i>AASB 15 Revenue from contracts with customers</i>. Working with our IT specialists, testing the relevant IT general controls over the Group's systems and the automated IT controls within the customer billing systems such as reconciling the billing system and the deferred revenue calculation to the general ledger. Testing the key manual controls including reconciliations of cash receipts to telecommunication services provided over the Group's revenue recognition process. For a sample of a mobile revenue transaction in the period, comparing the relevant features of the underlying contract to the criteria of the accounting standard and Group's policies against the Group's identified performance obligations. For a sample of mobile revenue transactions recognised by the Group either side of the year end, testing the timing of revenue recognition by the Group against underlying documentation. Comparing the revenue recognised by mobile revenue stream against our expectation based on the number of subscribers and corresponding mobile plan prices. Evaluating the adequacy of disclosures included in the financial statements using our understanding obtained from our testing and against the requirements of the accounting standards.

Other Information

Other Information is financial and non-financial information in Tuas Limited's annual report which is provided in addition to the Financial Report and the Auditor's Report. The Directors are responsible for the Other Information.

Our opinion on the Financial Report does not cover the Other Information and, accordingly, we do not express an audit opinion or any form of assurance conclusion thereon, with the exception of the Remuneration Report and our related assurance opinions.

In connection with our audit of the Financial Report, our responsibility is to read the Other Information. In doing so, we consider whether the Other Information is materially inconsistent with the Financial Report or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We are required to report if we conclude that there is a material misstatement of this Other Information, and based on the work we have performed on the Other Information that we obtained prior to the date of this Auditor's Report we have nothing to report.

Responsibilities of the Directors for the Financial Report

The Directors are responsible for:

- preparing the Financial Report in accordance with the *Corporations Act 2001*, including giving a true and fair view of the financial position and performance of the Group, and in compliance with *Australian Accounting Standards* and the *Corporations Regulations 2001*;
- implementing necessary internal control to enable the preparation of a Financial Report in accordance with the *Corporations Act 2001*, including giving a true and fair view of the financial position and performance of the Group, and that is free from material misstatement, whether due to fraud or error;
- assessing the Group and Company's ability to continue as a going concern and whether the use of the going concern basis of accounting is appropriate. This includes disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless they either intend to liquidate the Group and Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the Financial Report

Our objective is:

- to obtain reasonable assurance about whether the Financial Report as a whole is free from material misstatement, whether due to fraud or error; and
- to issue an Auditor's Report that includes our opinion.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with *Australian Auditing Standards* will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error. They are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Financial Report.

A further description of our responsibilities for the audit of the Financial Report is located at the *Auditing and Assurance Standards Board* website at: https://www.auasb.gov.au/media/bwvjcgre/ar1_2024.pdf. This description forms part of our Auditor's Report.



Report on the Remuneration Report

Opinion

In our opinion, the Remuneration Report of Tuas Limited for the year ended 31 July 2025, complies with *Section 300A* of the *Corporations Act 2001*.

Directors' responsibilities

The Directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with *Section 300A* of the *Corporations Act 2001*.

Our responsibilities

We have audited the Remuneration Report included in pages 11 to 20 of the Directors' report for the year ended 31 July 2025.

Our responsibility is to express an opinion as to whether the Remuneration Report complies in all material respects with *Section 300A* of the *Corporations Act 2001*, based on our audit conducted in accordance with *Australian Auditing Standards*.

KPMG

KPMG

Caoimhe Toouli

Partner

Sydney

24 September 2025

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Other Information

Additional information required by the Australian Securities Exchange Limited Listing Rules and not disclosed elsewhere in this report is set out below. The shareholding information is current as at 1 September 2025. As at that date, there were 537,775,651 ordinary shares held by 12,163 shareholders. There were no restricted securities subject to Escrow.

Substantial shareholders

The number of shares held by substantial shareholders and their associates as announced by them prior to 1 September 2025 are set out below:

Name of shareholder	Number of ordinary shares held	% of capital held
David Teoh and Vicky Teoh	172,986,163	32.17
Washington H Soul Pattinson and Company Limited	78,719,107	14.64

Distribution of equity security holders

An analysis of the number of shareholders by size of holding is set out below:

Number of shares held	Number of holders	Total units	% of capital
1 - 1,000	8,051	2,524,062	0.47
1,001 - 5,000	2,613	6,200,593	1.15
5,001 - 10,000	646	4,800,095	0.89
10,001 - 100,000	755	20,947,763	3.90
100,001 over	98	503,303,138	93.59
	12,163	537,775,651	100.00

The number of shareholders holding less than a marketable parcel of ordinary shares is 1,709.

Unquoted securities

The number of unquoted securities at 1 September 2025:

	Number on issue	No of holders
Performance rights over ordinary shares issued	3,065,200	27

Voting rights (ordinary shares)

On a show of hands every member present at a meeting in person or by proxy shall have one vote, and upon a poll each share shall have one vote.

Stock exchange

Tuas Limited is listed on the Australian Securities Exchange. The home exchange is Sydney, and the ASX code is TUA.

Other information

Tuas Limited, incorporated and domiciled in Australia, is a publicly listed company limited by shares.

Twenty largest shareholders (as at 1 September 2025)

Name of shareholder	Number of ordinary shares held	% of capital held
SIMBA SG PTY LTD <SIMBA SG FAMILY TRUST A/C>	162,873,607	30.29
CITICORP NOMINEES PTY LIMITED	81,457,167	15.15
WASHINGTON H SOUL PATTINSON AND COMPANY LIMITED	76,228,636	14.17
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	60,007,869	11.16
J P MORGAN NOMINEES AUSTRALIA PTY LIMITED	44,481,689	8.27
TSH HOLDINGS NO 3 PTY LTD	7,190,590	1.34
NATIONAL NOMINEES LIMITED	6,451,109	1.20
BNP PARIBAS NOMS PTY LTD	6,253,720	1.16
NEWECONOMY COM AU NOMINEES PTY LIMITED <900 ACCOUNT>	4,650,598	0.86
J S MILLNER HOLDINGS PTY LIMITED	4,485,100	0.83
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED - A/C 2	3,789,351	0.70
FARJOY PTY LTD	3,596,168	0.67
PALM BEACH NOMINEES PTY LIMITED	2,781,751	0.52
BNP PARIBAS NOMS (NZ) LTD	2,521,914	0.47
UBS NOMINEES PTY LTD	2,497,840	0.46
MERRILL LYNCH (AUSTRALIA) NOMINEES PTY LIMITED	2,398,718	0.45
WOODROSS NOMINEES PTY LTD	2,320,887	0.43
ECAPITAL NOMINEES PTY LIMITED <ACCUMULATION A/C>	2,111,822	0.39
MILONISS PTY LTD <TONI ANNE PAINE DISC A/C>	1,829,384	0.34
BNP PARIBAS NOMINEES PTY LTD <AGENCY LENDING A/C>	1,624,247	0.30
	479,552,167	89.17

Principal Registered Office

C/- Level 4, 68 Waterloo Road,

Macquarie Park NSW 2113

Telephone: 02 8026 0886

Share Registry

MUFG Corporate Markets (AU) Limited

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Sydney NSW 2000

Postal Address:

Locked Bag A14
SYDNEY SOUTH NSW 1235

Australian Telephone: 1300 554 474

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