

Talius Bolsters Leadership Team with Appointment of Pat Howard as Managing Director and CEO

8 December 2025

HIGHLIGHTS

- Talius appoints Pat Howard MBA, B.Pharm, GAICD as Managing Director and Chief Executive Officer, effective 16 February 2026.
- Brings more than 25 years of executive experience across healthcare, technology, government, elite sport and property, including CEO of highly successful ASX-listed MSL Solutions, where he led the sale to private equity at a materially higher EBITDA multiple.
- Proven track record in scaling SaaS businesses, complex stakeholder management and capital-efficient growth; focus will be on executing Talius' growth strategy, deepening health and government partnerships and selectively expanding into international markets.
- As part of a planned succession, Founder Graham Russell transitions to newly created role of Founder and Executive Director, Strategy and Growth, maintaining strategic, innovation and sales leadership within the business.

Talius Group Limited (Talius or the Company) (ASX: TAL) is pleased to announce the appointment of Pat Howard as Managing Director and Chief Executive Officer, effective 16 February 2026.

Mr Howard brings more than 25 years of executive experience across health, technology, government, sport and property. Mr Howard is co-founder of Rx Management, a pharmacy business formed in 2003 which oversees more than 250 staff, and is currently Executive General Manager – Strategy, Insight and Innovation at the Australian Sports Commission, a role that includes oversight of strategy, commercial, marketing, research and innovation, as well as the allocation of approximately \$178 million in annual government funding.

In his previous role as Chief Executive Officer of ASX-listed SaaS provider, MSL Solutions Limited (2019–2023), a SaaS provider of hospitality, stadium and golf management software across 47 countries, Mr Howard led the company through a period of material growth in software revenues and scale. Under his leadership, MSL expanded its stadium and venue footprint into new international markets, acquired the SwiftPOS and OrderMate businesses, and secured major government and enterprise contracts. During his tenure, MSL's market capitalisation increased from approximately \$16 million to \$120 million, representing a 650% uplift in value and culminating in a successful sale to private equity at a significantly higher earnings multiple.

His broader leadership and elite performance experience includes Executive General Manager – Team Performance at Cricket Australia (2011–2018), Chief Operating Officer of ASX-listed Cromwell Property Group through the GFC, and high-performance roles with Rugby Australia and the Australian Institute of Sport.

With a strong track record in scaling SaaS businesses, managing complex health and government funding programs and executing disciplined M&A, the Board considers Mr Howard well placed to lead Talius through its next phase of growth. His depth in digital platforms, data-driven decision-making and high-performance leadership provides the operational discipline and stakeholder focus needed to support Talius' expansion in Australia and international markets.

Mr Howard holds a Master of Business Administration (Dean's Honour List) from the University of Queensland / Wharton, a Bachelor of Pharmacy from the University of Queensland, a Graduate Diploma in Applied Finance and Investment, and is a Graduate of the Australian Institute of Company Directors.

Graham Russell to Lead Strategy, Innovation and Growth

Concurrently with Mr Howard's appointment, and aligned with Talius' growth strategy and planned succession, founder Graham Russell will transition from his current role as Managing Director to the newly created position of Founder and Executive Director, Strategy and Growth, effective February 2026.

Mr Russell founded Talius (formerly HSC Technology Group) more than a decade ago and has over 25 years' experience in systems integration, sensor technology and AI-enabled solutions across healthcare, utilities and government in the Asia-Pacific region. He has led the development of the Talius platform and its key partnerships, including CSIRO and major clients such as Uniting, Keyton, Bolton Clarke, Silverchain, ADT and Hato Hone St John.

Mr Russell will focus on strategy, innovation, sales growth and strategic partnerships, working closely with Mr Howard and the executive team to drive the next phase of the Company's expansion in aged care, disability and broader health and community services.

Commenting on the strengthened leadership team, Talius' Chairman, Mr Ramsay Carter, said:

"This is an important and highly positive moment for Talius. Graham has built a remarkable business and team, and this planned succession ensures we retain his vision and entrepreneurial energy while adding Pat's deep operational, health-sector and government expertise at precisely the right time.

"With favourable regulatory settings, a growing client footprint and strong distribution partners, the Board believes Talius is well positioned for its next phase of growth. The combination of Graham's strategic focus and Pat's proven execution capability in scaling SaaS businesses and working with government funders positions Talius for its strongest growth phase yet. On behalf of the Board, I thank Graham for his outstanding leadership and warmly welcome Pat to the Company."

Incoming Managing Director and CEO, Mr Pat Howard, said:

"I am excited to join Talius at such a pivotal time. Graham and the team have created a world-class platform that is genuinely improving lives in aged care and disability services.

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"With my background in healthcare, government funding and scaling technology businesses, I am excited to drive operational excellence, deepen our public-sector and industry partnerships, and deliver even greater impact for our clients and the people they support. I look forward to working closely with the Board, Graham and the broader team to execute on Talius' strategy and build sustainable long-term value for shareholders."

Talius' Founder, Mr Graham Russell, added:

"Founding and leading Talius from an idea to where it stands today has been an incredible journey. My strength has always been in strategy and identifying opportunities, building companies from the ground up and reshaping how they operate to create lasting impact."

"With Pat coming onboard, it is a strong endorsement of what the team has built. To have someone of his calibre and deep operational experience align with our vision speaks volumes about the opportunity ahead. I am looking forward to focusing more fully on sales, driving innovation and forging strategic partnerships, while supporting Pat and the team as we take the business into its next chapter."

Transition Arrangements

- Mr Howard will commence as Managing Director and CEO on 16 February 2026.
- Mr Russell will continue as Managing Director until Mr Howard's commencement date, after which he will assume the role of Founder and Executive Director, Strategy and Growth.
- The Board considers that the complementary skills and experience of both executives will provide continuity for customers, staff and partners, and support execution of the Company's growth strategy.

Appendix A: Material Terms of Employment

In accordance with ASX Listing Rule 3.16.4, a summary of the material terms of Mr Howard's employment agreement, and the key changes to Mr Russell's employment arrangements associated with his new role, is set out in Annexure A to this announcement.

Key terms for Mr Howard include:

- **Position:** Chief Executive Officer / Managing Director.
- **Commencement:** February 2026.
- **Term:** Employed on a permanent full-time basis from the Commencement Date until terminated in accordance with the Employment Agreement. Probation period of six months applies from the Commencement Date.
- **Fixed remuneration:** \$350,000 per annum (including superannuation).
- **Short-Term Incentive (STI):** Up to 35% of fixed remuneration per annum, subject to achievement of KPIs aligned to Company performance. The STI awarded may be delivered 20% in cash and 80% in equity. The equity component is deferred and requires continued employment for 12 months following assessment of KPIs.
- **Long-Term Incentive (LTI):** One-off issue of Performance rights under the Company's Performance Rights Plan with a target grant value of 32% of fixed remuneration, with vesting throughout the first two years following the Commencement Date. Annual issue of Performance Rights issued the Company's Performance Rights Plan with a target value of 32% of fixed remuneration, subject to vesting conditions (currently including a minimum share price hurdle and tenure-based conditions).
- **Notice period:** Six months' notice by either party, with the Company able to make a payment in lieu of notice. Standard provisions apply in respect of termination for serious misconduct.

Key terms for Mr Russell in his new role include:

- **Position:** Founder and Executive Director, Strategy and Growth.
- **Commencement:** February 2026
- **Fixed remuneration:** \$275,000 per annum (including superannuation) plus commission as per the Talius Sales Commission Structure
- **Short-Term Incentive (STI):** Up to 30% of fixed remuneration per annum, subject to KPIs. Any STI awarded will be delivered 50% in cash and 50% in equity, with the equity component deferred for 12 months following assessment of KPIs.
- **Long-Term Incentive (LTI):** Performance rights under the Company's Performance Rights Plan with a target grant value of 30% of fixed remuneration per annum, subject to vesting conditions (currently including a minimum share price hurdle and tenure-based conditions).
- **Notice period (unchanged):** Eight weeks' notice by either party, with the Company able to make a payment in lieu of notice.

The employment agreements otherwise contain terms and conditions customary for agreements of this nature, including provisions relating to leave entitlements, confidentiality, intellectual property and post-employment restrictions.

This announcement has been authorised by the Board of Directors of Talius Group Limited.

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Talius provides a suite of technology enabled care solutions to the aged and disability sectors across multiple verticals, including retirement living, residential aged care, home, and community settings to improve the quality of life, later in life.

Talius' Software as a Service (SaaS) data analytics platform Talius Smart Care combines smart sensors with AI machine learning that delivers automated actions. Talius links awareness, analysis, and action through one platform allowing the care model to move from spot check care to sense-respond care. Nursing staff can switch their focus from data collection to building a human connection. Most importantly, residents benefit from a new era of autonomy and dignity.

Talius helps protect and connect our elderly and people with disabilities with a scalable healthcare technology platform integrated with leading third-party providers to ensure end-to-end solutions for Connected Health.

Forward Looking Statements

Certain statements contained in this ASX release, including information as to the future financial or operating performance of the Company and its projects, are forward looking statements. Such forward looking statements:

- (a) are necessarily based upon several estimates and assumptions that, while considered reasonable by the Company, are inherently subject to significant technical, business, economic, competitive, political, and social uncertainties and contingencies;
- (b) involve known and unknown risks and uncertainties that could cause actual events or results to differ materially from estimated or anticipated events or results reflected in such forward looking statements; and
- (c) may include, among other things, statements regarding estimates and assumptions in respect of prices, costs, results, and capital expenditure, and are or may be based on assumptions and estimates related to future technical, economic, market, political, social, and other conditions. The Company disclaims any intent or obligation to publicly update any forward-looking statements, whether because of new information, future events, or results or otherwise.

The words "believe", "expect", "contracted", "anticipate", "indicate", "contemplate", "target", "plan", "intends", "continue", "budget", "estimate", "may", "will", "schedule", "planned" and similar expressions identify forward looking statements. All forward looking statements contained in this ASX release are qualified by the foregoing cautionary statements. Recipients are cautioned that forward looking statements are not guarantees of future performance and accordingly recipients are cautioned not to put undue reliance on forward looking statements due to the inherent uncertainty therein.