

**Annual  
Report  
2025**

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**FleetPartners is a leading leasing and fleet management provider across AU & NZ, underpinned by a defensive operating model and a track record of predictable earnings and strong cash flow generation.**

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### Acknowledgement of Country

FleetPartners acknowledges the traditional owners of the lands and waters across the Australian continent and pays our respects to the many thousands of generations who looked after the lands and waters where we currently live and work. We are all visitors to this time and this place. We are just passing through. Our purpose here is to respect, to learn and to grow.

### Kia ora tātou (Hello everyone)

FleetPartners aspires to having a better understanding of Te ao Māori (the Māori World) and creating a meaningful impact on Te ao Hurihuri (the ever-changing world around us).

# Chair and Chief Executive Officer's Letter



Gail Pemberton  
Chair



Damien Berrell  
Chief Executive Officer

FleetPartners Group Limited (ASX:FPR) delivered a solid financial performance in FY25, with New Business Writings (NBW) of \$778 million, Assets Under Management or Financed (AUMOF) of \$2.3 billion, and Core Income<sup>1</sup> of \$169m. These results were achieved despite softer corporate market activity, demonstrating the strength and defensiveness of FleetPartners' business model.

Dear Shareholders,

We are pleased to present the Annual Report for FleetPartners Group Limited (FleetPartners) for the financial year ending 30 September 2025. FY25 was a transformational year for the Group, reshaping our operating platform, strengthening our market position, and delivering financial outcomes that underscore the resilience of our diversified business model.

For the year, FleetPartners delivered AUMOF growth of 2%, Core Income growth of 6%, NPATA pre-EOL growth of 9%, and generated \$93 million in organic cash flow, reflecting the quality of our recurring earnings and the strong cash-generative capacity of our business. FY25 also saw \$55.3 million returned to shareholders via the on-market buy-back, marking the completion of the Group's multi-year capital management program and supporting the transition to dividends from FY26 onwards.

The defining achievement of FY25 was the completion of the Accelerate program. This multi-year complex transformation consolidated our brands, systems and processes into a single, modern operating platform across Australia and New Zealand, significantly improving scalability, efficiency and customer experience.

True transformation is never easy. We acknowledge that the transition caused more disruption to some of our novated customers than we anticipated. Importantly, these challenges were temporary and resolved by year-end, and the Group is now in a materially stronger position having completed this work.

The Group's financial performance in FY25 once again demonstrated the strength and defensiveness of the FleetPartners business model. While NBW was lower due to subdued market activity and temporary disruption associated with the Accelerate system cutover, the Group continued to deliver strong underlying fundamentals. Operating expenses were \$91.5 million, in line with expectations, reflecting continued cost discipline and approximately a half-year benefit of Accelerate cost savings.

In November 2025, we announced an important growth initiative for FY26 with the acquisition of Remunerator, a salary packager and novated lease provider. The acquisition expands our novated offering, strengthens our go-to-market proposition, and enhances our competitiveness in a structurally growing segment. The transaction will be funded through existing cash and debt facilities and is expected to be EPS-accretive.

FleetPartners remains a highly predictable, cash-generative business operating in a defensive asset class, with growth opportunities supported by sector-leading capability and underpenetrated target markets.

## Financial Performance

We are pleased with the Group's FY25 performance, which again demonstrated the resilience and predictability of the FleetPartners business model. While NBW was lower, the Group delivered strong underlying fundamentals.

- **Core Income increased 6% to \$168.9 million**, driven by 6% average AUMOF growth and stable margins.
- **NPATA pre-EOL increased 9% to \$41.3 million**, highlighting the strength of recurring earnings.
- **AUMOF grew 2% to \$2.3 billion**, reflecting the stability of the portfolio.
- **Organic cash flow of \$93 million and Cash EPS of 37.5 cents** further emphasised the defensiveness of our earnings and the value of our capital management program.

FleetPartners ended the year with a **net cash position of \$27.9 million**, underscoring our ongoing financial strength.

1. Core income was previously referred to as "NOI pre EOL and provisions".

## Capital Management

FleetPartners has maintained a disciplined and shareholder-focused approach to capital management. During FY25, the Group completed its on-market share buy-back program, which returned \$55.3 million in FY25 and \$281 million since FY21, cancelling 36% of shares on issue. This program has been highly accretive to shareholders.

With the buy-back now concluded, the Group is entering a new capital management phase. Given the strength of our balance sheet and the stabilisation of our earnings and operating model, the Board has determined that dividends represent the most appropriate form of ongoing capital returns. Accordingly, the Board has declared a final dividend of 13.6 cents per share, representing \$29 million or 65% of 2H25 NPATA. The dividend implies an annualised yield of 8.9%<sup>2</sup>.

The Board remains committed to balancing growth investment with disciplined capital returns, ensuring FleetPartners continues to deliver sustainable long-term value for shareholders.

## Strategic Focus

Our strategic focus to Attract new customers, Retain existing customers, Grow share-of-wallet and Profit optimisation, saw strong execution in FY25 across the Group. We launched a market-leading Small Fleets online lease calculator, strengthening our proposition for small business customers, and continued to enhance relationships with OEMs and dealer partners. We retained all material contracts across our Corporate, Government and Novated portfolios and delivered meaningful upgrades to the Novated digital customer portal, improving the customer experience. Margin performance also strengthened, with expanded margins in both Fleet New Zealand and Novated, reflecting disciplined execution, pricing focus and the benefits of balance sheet funding.

## Team and Wellbeing

Our people remain at the centre of FleetPartners' success, and their contribution throughout this transformational year has been exceptional. In FY25 we initiated a new Strategy Office, led by our newly appointed Chief Strategy Officer (CSO). This appointment reflects the Group's renewed focus on growth, both organic and inorganic, and supports a more coordinated approach to long-term

strategic planning. The CSO has also assumed responsibility for Investor Relations, signalling our continued commitment to strong engagement, transparency and alignment with the investment community.

We were particularly proud to end the year with one of the highest employee engagement scores in recent times. This outcome underscores the strength of our culture, the dedication of our teams, and the pride our people take in supporting our customers and delivering on the Group's strategic objectives.

## Environmental, Social and Governance

The year marked significant progress in advancing FleetPartners' ESG agenda. We appointed a Head of ESG to lead the Group's ESG framework, drive key initiatives and prepare the organisation for new and emerging sustainability reporting requirements.

We continued to support the transition to lower-emission transport, with 60% of NBW in our Novated business comprising battery electric or plug-in hybrid vehicles. Since the start of FY24, we have conducted 126 sustainable fleet transition consultations with corporate customers, helping organisations evaluate and implement more environmentally responsible mobility strategies.

The Group also delivered a 42% reduction in Scope 1 and 2 emissions relative to our FY22 baseline year<sup>3</sup>, relocated our Sydney office to a building with a 5.0-star NABERS Energy rating, and made further progress on gender equality, with women representing 38% of senior management roles, up from 36% in FY24. Our people also contributed 158 volunteer hours to our charity partners.

## Electric Vehicles

Electric vehicle adoption continued to reshape the fleet landscape in FY25, with Novated leading the uptake and Corporate fleets progressing more gradually.

More broadly, the automotive industry is experiencing a monumental shift, with new brands and new drivetrains entering the Australian and New Zealand markets at an unprecedented pace. This evolution is increasing the diversity and complexity of fleet choices for organisations.

A core strength of the FleetPartners business model is that we are agnostic to both brand and drivetrain.

Whether internal combustion, hybrid, plug-in hybrid or fully electric, we continue to finance, service and manage these vehicles throughout their lifecycle.

Rather than creating complexity for FleetPartners, this evolving landscape presents a compelling opportunity. As complexity increases, our ability to simplify fleet decisions and support customers through technological and regulatory change becomes even more valuable, reinforcing the relevance of our offering during this next phase of the industry's evolution.

## Outlook

FleetPartners enters FY26 from a position of enhanced strength. The completion of the Accelerate program has materially improved the Group's scalability, efficiency and resilience, and FY25 results demonstrate the ongoing robustness of our recurring earnings and cash generation.

With a simplified operating environment, strengthened customer channels, expanded digital capability and a rapidly evolving automotive landscape, conditions are favourable for renewed momentum across Corporate, Small Fleets and Novated.

FY26 will focus on leveraging our transformed platform to drive growth, improve customer experience and enhance returns. Continued balance sheet-funded growth, stable margins and increasing EV adoption position FleetPartners to benefit from long-term industry tailwinds.

With a clear strategy, strong leadership and a committed workforce, we remain confident in FleetPartners' ability to deliver another year of sustainable growth and value creation for shareholders.

On behalf of the Board and Executive team, we thank our dedicated employees, valued customers, partners and shareholders for their continued support.



**Gail Pemberton**  
Chair



**Damien Berrell**  
Chief Executive Officer  
and Managing Director

2. Annualised yield calculated as \$29.4m declared dividend plus 2H25 buy-back of \$25.3m divided by FPR market capitalisation as at 12 Nov-25.

3. As at 30 September 2024.

# FY25 Results

**\$786.2m**

FY25 revenue



**38%**

Women in senior management (up from 36% in FY24)



**\$75.3m**

FY25 profit



**-42%**

Change in Scope 1 and 2 emissions vs baseline (FY22)



**\$2.89**

End of FY25 share price



**60%**

Proportion of novated new business writings in FY25 for electric and plug-in hybrid vehicles (up from 53% in FY24)



**37.5c**

FY25 cash earnings per share



**AFIA sustainability award**



**\$84.1m**

FY25 NPATA



**ISO 27001:2022 Information Security Management**



**\$132.4m**

FY25 EBITDA



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# Our Purpose and Values

## Our purpose

We have been supporting our customers for decades as their transport needs evolve - whether that is the transition to battery electric vehicles, increasing driver safety and fleet efficiency or accessing new vehicle makes and models. Yet, in an environment of ongoing improvement and change, our purpose remains constant.

Our purpose is '**empowering tomorrow's destination, today**' - each word carefully chosen to reflect what we do and why we do it.

'**Empowering**' reflects our aim to provide expertise, service and advice to support our customers achieve their goals.

'**Tomorrow**' reflects our focus on preparing ourselves and our customers to anticipate the needs of tomorrow. We acknowledge the challenges of navigating the transition that is underway in road transport and we are here to help our customers prepare.

'**Destination**' reflects our customers' needs to be mobile and connected and our role in helping them reach their destination, both day-to-day and over the long term.

'**Today**' is about taking action now, not delaying. In doing so we can support our customers to achieve their goals faster.

## Our values

While our operating environment is dynamic and changing, our organisational values are steadfast, underpinning our ways of working:

- **Collaboration:** Our team is always greater than the sum of its parts
- **Accountability:** Ownership, accountability and pride in everything we do
- **Reimagine:** Dream big, ask why and seek out positive change
- **Excellence:** Deliver beyond expectations, every day

'CARE' helps guide our efforts to reimagine solutions for the betterment of our customers, shareholders and team members. Owning our decisions, being accountable and working together all form part of team member performance measures, helping to drive excellence and uphold the 'CARE' culture at FleetPartners.



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# Sustainability Report

## Sustainability approach

Our aim is to be a leader in our industry, driving more sustainable behaviour and delivering a positive impact for the communities we serve and the environment in which we operate. We recognise the need to minimise, over time, the adverse environmental impacts of our products - including reducing greenhouse gas (GHG) emissions - whilst actively encouraging the uptake of lower carbon emitting alternatives.

We consider our approach to sustainability using the three interconnected pillars of People, Community, and Environment.

## Our People

We want our people to be engaged and to feel safe in their workplace. Having passionate, capable and accountable teams is central to delivering on our strategy and, in turn, delivering the greatest value for our customers, communities and shareholders.

## Our Community

We believe a thriving community is one in which all people have an opportunity to prosper. This can only start to be achieved if equal opportunities to learn and be inquisitive are accessible.

## Our Environment

Our focus is on reducing GHG emissions and improving environmental outcomes within our sphere of influence. We remain committed to playing our role in support of the Paris Agreement ambition to limit the increase in global average temperature to 1.5°C above pre industrial levels.

Within the framework of these three pillars, we prioritise those topics that are most material to FleetPartners and our stakeholders, including our customers. Our risk management processes help inform our understanding of the impact of outside influences on our business and we are guided by the Global Reporting Initiative (GRI) Standards in determining the impact of our operations on our sphere of influence. A content index mapping our disclosures to the GRI Standards is available on our website at [fleetpartners.com.au](https://fleetpartners.com.au).

A materiality assessment was first conducted in FY23 by our ESG Steering Committee, which continues to provide input and review over our material topics on an annual basis. A reassessment was undertaken in FY25 to ensure we remain focused in the right areas. This reassessment included an employee survey to establish which social and environmental topics our people are most passionate about. The survey provided conclusive support for mental health and wellbeing being included as one of our six priority topics. The findings from the broader reassessment indicated that the remaining five topics be carried over from FY24. The reassessment also reinforced that, under the pillar of Our Environment, our most impactful opportunity to reduce emissions is centred on our role in enabling customers to transition away from internal combustion engine vehicles.



Pillar	Material topic	Our response in FY25	SDG <sup>1</sup> Target Alignment	Read more
Our People	Training and education	Commenced development of an updated learning & development framework to help strengthen the core of our business	 4.4	p.11
Our People	Diversity and equal opportunity	Refreshed our gender diversity target: equal representation of men and women, while recognising and supporting gender diversity beyond the binary	  5.5, 10.2, 10.3	p.10
Our People / Our Community	Mental health and wellbeing	Community and Wellbeing employee working group established to champion wellbeing and mental health initiatives and strengthen community partnerships		p.12
Our Community	Local communities	Connected with our community partners, providing both non-financial and financial support including a \$50k donation to the Cerebral Palsy Alliance		p.14
Our Community	Rights of Indigenous People	Released our Innovate Reconciliation Action Plan detailing our commitment to deliver 14 actions across 3 focus areas: Relationships, Opportunities and Governance	  8.5, 10.2, 10.3	p.14-15
Our Environment	Climate impact	Continued to drive towards our Scope 1 and 2 greenhouse gas emissions targets, and to help commercial customers achieve their own decarbonisation targets by facilitating an increasing % of new business writing in electric vehicles	 13.2, 13.3	p.16-27

1. Sustainable Development Goals

# Sustainability Report continued

## Responsible Business

The following section provides an overview of our foundational governance topics. These underpin our ability to build and maintain stakeholder trust and to deliver long-term value.

### Ethics and compliance

We are committed to practicing honesty, transparency and integrity in all aspects of our business. Our 'CARE' values<sup>1</sup> help to promote this behaviour, defining our way of working that supports us to deliver excellence to our customers.

Our Board-approved Code of Conduct (Code) establishes the expectations of all directors, employees, consultants and contractors, providing tools to help inform behaviours and support decision-making. Our Code provides details of our Speak Up culture, encouraging team members to raise concerns where they see or become aware of instances where the Code is not being met. Fostering a culture of speaking up is also embedded in our Whistleblower Policy. We emphasise the importance of transparent whistleblower reporting and escalation of concerns through ongoing training.

Team members are required to read and accept our core policies, including the following:

- Anti-Bribery, Anti-Corruption and Fraud
- Code of Conduct
- Conflicts of Interest
- Diversity, Equity and Inclusion
- Modern Slavery
- Whistleblower

The completion rate for annual compliance training was 98% in FY25, up from 97% in FY24.

The Board Audit and Risk Committee (ARC) has oversight of the Group's compliance management framework and monitors the adequacy of our compliance programs.

### Customer experience

Customers are at the centre of our purpose, and we aim to deliver customer experiences that consistently exceed expectations. Our Customer Experience Framework outlines our approach to embedding the voice of our customers into decision making and operations to ensure we are continuously improving.

A major business transformation program - Project Accelerate - was delivered in the second quarter of FY25. As advised to the market, there were challenges following the go-live that temporarily disrupted our customers' experiences and as a result we did not consistently deliver on our service commitments. A number of actions were deployed to ensure we could return to usual service levels as quickly as possible. In the third quarter of FY25 we also rolled out training to our customer facing teams designed to improve internal complaint handling with clearer ownership and escalation pathways.

Improving outcomes for our customers remains a strategic imperative, with progress against our goals - including Net Promoter Scores (NPS) - incorporated into our monthly Strategy Notice Board situated in our office common areas helping to drive awareness and accountability. Oversight of our progress is monitored by the Board, which receives a 6-monthly Voice of Customer report.

### Data privacy and cyber security

Our customers, employees and other stakeholders trust us to keep their data safe and secure. Our Privacy Policy details our specific commitments and practices in collecting and handling personal information in accordance with our legal obligations across our operations in both Australia and New Zealand. The Policy is available on our website at [fleetpartners.com.au](https://fleetpartners.com.au) and is supported by privacy and awareness training for all employees.

To further strengthen our data privacy controls, in FY25 we introduced a policy outlining our approach regarding the safe, responsible and ethical use of Generative AI. The policy includes prohibiting any proprietary, customer, personal, commercially sensitive or other information not already publicly available be entered into any Generative AI platform.

Our Risk Management Strategy (RMS) provides us with the tools and processes to identify and manage cyber security risk ensuring we continue to safeguard our data and critical infrastructure systems. We continue to invest in our IT systems to ensure we are well equipped to monitor and respond to these risks. As part of this investment, in FY25 we sought and achieved an upgraded certification for our information security management systems - ISO 27001:2022 - for both our Australian and New Zealand operations.

# \$100m+

Assets financed via our CEFC facilities since establishment in 2015

Oversight of cyber risk is the responsibility of our Cyber Risk Forum, which includes our Chief Information Officer. Specific responsibilities of the Cyber Risk Forum include reviewing and monitoring performance of the Group against key cyber and technology risk initiatives, which this year included crisis management and disaster recovery exercises. These exercises test the integrity of our systems and our capability to respond, ensuring we have effective detection and mitigation controls in place. The Cyber Risk Forum escalates material cyber and technology risk matters to the Executive Risk Committee. The Board is also accountable for reviewing and monitoring the Company's key risks in relation to information technology and cyber risks through the ARC.

### Financing the transition

#### Clean Energy Finance Corporation (CEFC)

In FY25, we extended our relationship with the Australian government's CEFC, continuing our commitment to support the transition towards low and zero emission vehicles.<sup>2</sup> Our work with the CEFC enables us to pass on discounted financing rates and competitive vehicle residual values for light commercial hybrid and electric vehicle (EV) models to our commercial customers that might otherwise be inaccessible.

The total amount of assets financed via our CEFC facilities is more than A\$100 million since establishment in 2015. Utilising CEFC finance remains challenging at current levels of hybrid and EV uptake by our corporate customers due to constraints such as availability of fit-for-purpose vehicles, government policy and charging infrastructure. However, we are confident in the transition toward greater uptake of hybrids and EVs in Australia and New Zealand over the longer term and remain committed to helping our customers achieve their fleet-related emission reduction goals.

1. Collaborate, Accountability, Reimagine, Excellence. See page 5 for more information.

2. For the purposes of this report, references to low and zero emission vehicles refer to vehicles with reduced or no direct (exhaust) greenhouse gas emissions during operation.



### Green Bond Framework

In addition to government funding, we also access the public market via the issuance of Asset Backed Securities (ABS). In FY25 we issued a \$400m auto and equipment ABS in Australia that included a green tranche with an initial balance of \$80m. Both this tranche and our inaugural green issuance in FY24 are backed exclusively by a pool of zero or low emission vehicles and were issued in Australia under our Green Bond Framework, which allows for identifiable and qualifying green tranches under the International Capital Markets Association Green Bond Principles. For further details, our Green Bond Framework is available at [fleetpartners.com.au](http://fleetpartners.com.au).

Key performance indicator	FY25	FY24
Assets financed via CEFC facilities (AU only)	\$12m	\$13m

Following on from our issuance in FY24, interest in this latest funding round underscored a continuing and encouraging level of market support - locally and overseas - for clean energy investments, with the green tranche oversubscribed.

We also note and welcome the publication of the Australian Sustainable Finance Institute's (ASFI) Australian Sustainable Finance Taxonomy in June 2025, developed to provide a common standard for green and transition finance that promotes transparency and trust and reduces instances of greenwashing. The labelling of our green ABS is consistent with the transport screening criteria outlined in version 1.0 of the Taxonomy, and we will remain alert to any future versions to ensure our ongoing alignment.

Key performance indicator	FY25	FY24
Outstanding green bond balance (AU only)	\$117m	\$65m

### Recognition



**EcoVadis - Bronze Medal**  
(66th percentile)



**2024 AFIA Award winner for Promoting Sustainability**



**WGEA Employer of Choice for Gender Equality**



**WORK180 Endorsed Employer for all women**

# Sustainability Report continued

## Our People

Our People bring our purpose to life and underpin our success. We are committed to continuously improving the experience and capability of our employees, with investment in programs that support employee development and wellbeing, ensuring we are able to deliver on our strategy.

## Diversity and equal opportunity

Our Diversity, Equity and Inclusion (DEI) Policy articulates our commitment to developing and maintaining an inclusive workplace that embraces and celebrates diversity. We also look to attract and retain a workforce that is broadly representative of the communities we work in and the customers we serve. In working towards a diverse, equitable and inclusive organisation, we can promote employee productivity and wellbeing, upholding our 'CARE' values.

Key to achieving an inclusive workplace where all team members have access to equal opportunity is creating awareness, understanding and acceptance of diversity and promoting inclusion. To help facilitate this, our DEI working group runs a calendar of events in support of various global movements that promote awareness and understanding including International Women's Day, World Harmony Week, PRIDE Month, Wear it Purple and Māori Language Week.

At our 2025 annual International Women's Day event, we brought in a keynote speaker from one of our commercial customers, the Stars Foundation, an organisation that provides a holistic mentoring program for Aboriginal and Torres Strait Islander girls to support them to reach their full potential. The event provided an opportunity for our people to hear program participant success stories and is just one example of how we are working to create cultural learning opportunities as part of our Innovate Reconciliation Action Plan commitments.

## Employee engagement

Recognising the additional effort that delivery of Project Accelerate required of our people in FY25, we are conscious of the need to respond with concrete actions to help support employee engagement. Complementing the employee engagement check-ins, this year we added a bespoke DEI survey with the aim of using the outputs to refine elements of our people strategy including deployment of learning and development opportunities, and talent acquisition and retention.

### Key performance indicators

Employee engagement	FY25	FY24
Employee engagement survey:		
Survey participation rate	87%	90%
I would recommend FleetPartners as a great place to work	80%	81%
My manager genuinely supports equality between genders	90%	89%
Employee turnover rate	22%	19%

### Key performance indicators

Female representation	FY25	FY24	Target
% of women on the Board <sup>1</sup>	43%	43%	Equal representation of men and women
% of women in senior management	38%	36%	
% of women in the Group	44%	45%	

1. There are 7 members of our Board: 3 female and 3 male Non-Executive Directors and 1 male Executive Director (the CEO).

### Key performance indicators

Gender Pay Gap - all employees (AU)	2023-2024	2022-2023
Average (mean) total remuneration	16.6%	15.6%
Median total remuneration	21.5%	21.8%
Average (mean) base salary	13.1%	13.3%
Median base salary	17.2%	20.5%

2024/25 data will be published in early 2026.

## Gender equity and pay parity

We are committed to achieving and maintaining a gender balanced workforce throughout our organisation, ensuring that all team members have access to the same opportunities to build their careers. To help encourage our progress, we have established a clear target for the composition of our workforce: for the Board, senior leadership (comprising our Executive and Senior Leadership Teams) and whole of business, our target is to achieve equal representation of men and women while recognising and supporting gender diversity beyond the binary. We are encouraged that, as at the end of FY25, we are progressing towards this target and have achieved gender parity across our Board of Non-Executive Directors.

Our efforts to promote gender equality have been recognised by Australia's Workplace Gender Equality Agency (WGEA), which encourages, recognises and promotes active commitment to achieving gender equality in the workplace.

We have received their Employer of Choice for Gender Equality citation for the past three years, one of 25 companies in the Financial and Insurance Services industry to currently hold the citation.<sup>3</sup>

We have also been one of WORK180's endorsed employers for women since 2023 and we were proud to be recognised as one of their top 101 workplaces for women in Australia again in 2025. WORK180 assesses workplaces based on ten criteria, including hiring practices, paid parental leave, flexible work arrangements, and anti-discriminatory policies. The recognition reaffirms our ongoing commitment to fostering an inclusive, safe workplace environment where all team members can succeed.

These citations are a welcome recognition of the strategies we have had in place to help deliver an equitable, inclusive workplace. We acknowledge that gaps still exist, notably in regard to WGEA's pay gap analysis, and we remain committed to addressing these.

3. As at 30 Sep 2025. [WGEA Employer of Choice for Gender Equality citation holders | WGEA](#).

### Training and education

We recognise that investing in the success of our people is essential to delivering a seamless customer experience, retaining top talent and to the achievement of organisational goals. Our Environment and Sustainability Policy also notes our commitment to continuously improving employee capability to optimise performance and create a high performing culture. Acting on this commitment, we are refreshing our learning and development (L&D) framework as a core strategic imperative aimed at unlocking pathways to enhance L&D opportunities for all employees and empowering development in areas of interest.

#### AcadaMe

We are continuing to develop and improve our in-house learning platform, AcadaMe, which was first launched in FY23 and provides product-specific training aimed at our customer-facing teams. The platform hosts a range of courses, assessments and accreditations that help elevate our team members' product knowledge and skillset to improve customer experience. During the year, we saw an increase in the number of users accessing the platform to 157 from 109 with 448 hours of training delivered.

#### Senior leadership

Noting the importance of a common and shared leadership framework, this year we extended our leadership development program to include the Senior Leadership Team (SLT). The program, delivered over a number of sessions spanning 18 months, was initially rolled out to our Executive Leadership Team (ELT). In extending the program to our broader group of team leaders, we are investing in the development of our leadership capacity and capability, and ensuring that a common leadership framework of behaviours, mindset and language exists across the organisation.

Average training and development hours dipped in FY25 relative to prior year. This was an expected outcome amid a busy year for the delivery of core business projects, and we are working to lift training opportunities through the refresh of our L&D framework.

### Key performance indicators

Employee training	FY25	FY24
Employee engagement survey:		
There is someone at work who encourages my development	78%	66% <sup>1</sup>
Total training and development hours <sup>2</sup>	854	1,400
Average training and development hours per FTE	2.0	3.0
Performance management process completion rate	100%	100%

1. FY24 score refers to the following question, which was not part of the FY25 survey, "I believe there are good career opportunities for me at FleetPartners".
2. Training and development hours exclude compliance training and professional development training arranged by team members.



# Sustainability Report continued

## Health and wellbeing

### Work, Health and Safety

Supporting our people to maintain their wellbeing both at work and at home is at the forefront of business initiatives and is underpinned by the commitments in our Board-approved Work Health, Safety and Wellbeing (WHS) Policy. We deliver on these commitments by implementing our WHS Framework, which provides the guidelines and procedures designed to reduce workplace injuries, absenteeism and turnover, in addition to meeting our legal and regulatory obligations.

Accountability for Framework implementation and progress monitoring sits with our WHS Committee. Throughout the year, the WHS Committee continued to complete quarterly workplace hazard assessments, along with independent annual hazard assurance procedures, to help promote and maintain safe and comfortable working environments.

### Supporting mental health

This year we established a Community and Wellbeing working group, following an employee engagement survey that showed 'Mental Health and Wellbeing' to be a leading topic of interest for our people. 'Reframing Mental Health in the Workplace' was also one topic in a series of Medibank-facilitated webinars made available to our people throughout the year, with other topics including Sleep for Health, Neurodiversity and Health Habits for Success.

We strive to find ways to help employees access tools to support a healthy work-life balance. Having introduced a benefit in FY24 that enables employees to access 5 additional annual leave days, this year we revised the eligibility criteria to ensure a greater proportion of employees meet that criteria in FY26. Additional information on how we look to promote health, wellbeing and flexibility in the workplace is available under the Our commitment section of our website at [fleetpartners.com.au](https://fleetpartners.com.au).

### Sydney office relocation

In June 2025, we relocated our Sydney office from St. Leonards to North Sydney. The new premises were designed to enhance employee experience through a modern, updated fit-out, support new hybrid ways of working and increase collaboration by bringing all employees onto a single level. In addition, all workstations in the Sydney office are now equipped with height adjustment, helping to promote a range of health benefits.

### Key performance indicators

Employee health and wellbeing	FY25	FY24
Employee engagement survey:		
My manager shows that they genuinely care about my wellbeing	92%	89%
I have the flexibility I need to manage work and other commitments	93%	89%
I know what is expected of me at work	92%	Not included in survey
Return to work from Parental Leave <sup>1</sup>	92%	94%
Lost time injury frequency rate (LTIFR) <sup>2</sup>	N/A	2.5
Workers' compensation injury frequency rate (WCIFR) <sup>3</sup>	1.3	N/A

1. Employees that returned to work from primary or secondary carer parental leave of any duration during the reporting period.

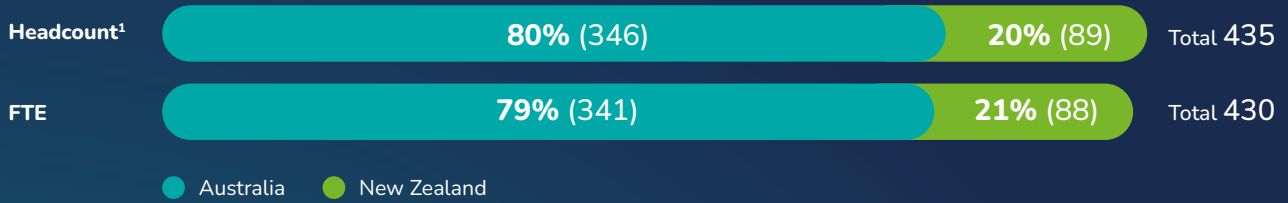
2. LTIFR was replaced by Safe Work Australia in FY25 by Workers' compensation injury frequency rate.

3. WCIFR is calculated as the number of approved workers compensation claims per million hours worked within the reporting period.

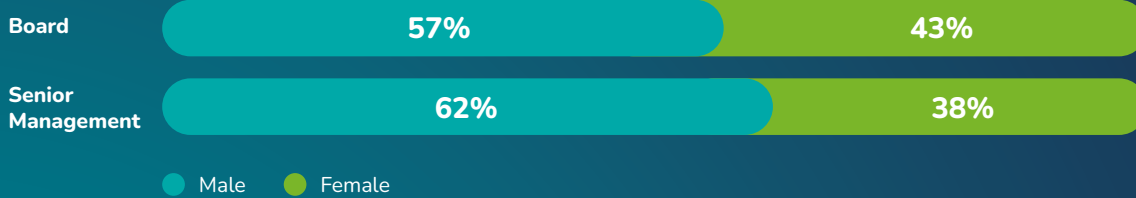
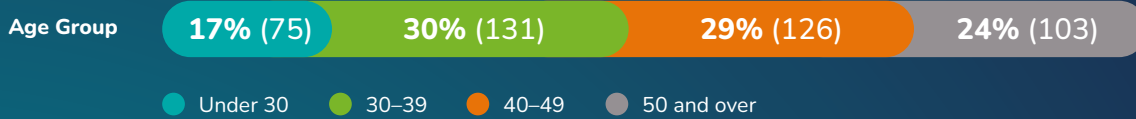


### Workforce metrics

The following tables present our key workforce-related metrics as at 30 Sep 2025.



1. Headcount and Full-time equivalent (FTE) data represent permanent and fixed-term employees. Casual workers and non-executives are excluded.



# Sustainability Report continued

## Our Community

### Community connection

Engagement with the communities in which we live and work - through direct financial contributions, volunteering or other in-kind support - helps us build trust, providing value for both the Group and the people we serve. We are proud of our community partnerships and remain committed to supporting these organisations through our sphere of influence.

### Cerebral Palsy Alliance

Our longstanding support of the Cerebral Palsy Alliance (CPA) stretches back to 2019 when we first participated in their September challenge, Australia's largest virtual workplace health and wellbeing challenge. This year we were again an official corporate supporting partner to September. We were joined at our internal launch by a Research Fellow of the CPA, who shared examples of the critical work being done on early detection of cerebral palsy in infants and the encouraging outcomes of early intervention. This work is made possible through fundraising, and between team member contributions and FleetPartners dollar-matching, we were able to raise \$38k - the product of 89 team members logging a combined 22 million steps throughout September. We were able to add a further \$12k donation to this fundraising effort for CPA from the proceeds of the sale of non-essential office equipment following our Sydney office move (details on page 12).

### Supporting education in the community

With learning and development one of our strategic imperatives, and education and youth development one of the topics our people are most passionate about,

Key performance indicators		
Investment and volunteering	FY25	FY24
Community investment spend <sup>1</sup>	\$78k	Not reported
Number of volunteer hours	158	Not reported

1. Community investment spend represents employee and employer-matched donations.

we are eager to use community partnering to promote learning opportunities. We are excited therefore to have been providing longstanding support to Duffy Books in Homes (New Zealand) and Story Factory (Sydney, NSW), two not-for-profit organisations delivering educational programs for children and young students in under-resourced communities through reading and creative writing respectively.

At no cost to either community-based organisation, we are providing vehicles (one for Duffy Books, two for Story Factory) via five-year leases that enable educators and storytellers to deliver their workshops to students in need. A more detailed overview of the invaluable work that these organisations are doing and our involvement is available in our FY24 Sustainability Report available on our website at [fleetpartners.com.au](https://fleetpartners.com.au).

### Community volunteering

To help build our connection with community, we offer one day of paid volunteering leave to all permanent and fixed term employees. Corporate volunteering opportunities are organised at various occasions throughout the year, providing support to our community and charity partners, which this year included hosting CPA partner clients at their 2025 Royal Easter Show and packing produce bags for Visionwest Waka Whakaitenga to distribute to their community.

A comprehensive overview of our community partners and the initiatives we are involved with is included on our website under Our Commitment at [fleetpartners.com.au](https://fleetpartners.com.au).

### Indigenous and Māori engagement

Our formal commitment to reconciliation was embodied in the launch of our inaugural Reflect Reconciliation Action Plan (RAP) in FY23. Underscoring our progress in implementing our vision for reconciliation, in November 2024 we launched our first Innovate RAP, covering the period November 2024 - October 2026. Our RAP working group leads and oversees the development and implementation of our actions and deliverables, ensuring team members are informed and engaged on their role in advancing reconciliation.

Through this RAP, we remain committed to opening up opportunities within our sphere of influence, with initiatives aimed at fostering an environment where Aboriginal and Torres Strait Islander peoples thrive, and that supports their participation and development in the economy.

Part of our aim is to improve employment outcomes for Aboriginal and Torres Strait Islanders through recruitment and retention. To achieve this, we are



endeavouring to create education opportunities and cultural awareness for all team members, further cultivating an inclusive and equitable workplace. In FY25, we established a relationship with Asquith Workforce, an Aboriginal-owned recruitment agency, to support with the facilitation of cultural awareness training and broader DEI learning, and to help us identify potential future Indigenous candidates.

The national NAIDOC Week theme this year was “The Next Generation: Strength, Vision & Legacy”. We took the opportunity to reflect on this theme with a Yarning Circle hosted by Red Dust, an organisation delivering innovative health and well-being programs for Indigenous youth in remote communities. The yarn was an invitation for all to learn and engage in meaningful discussion about reclaiming narratives, amplifying voices and committing to justice and equality.

A few team members attended a NAIDOC Week event hosted by Future Women, which provided an opportunity to hear from female Indigenous leaders reflecting on their understanding of the NAIDOC week theme.

***“It was wonderful to hear the inspiring and motivational insights from young and high-achieving First Nations women, as well as their perspective and experiences in the corporate world.”***

—Chris Iser, Asset Risk

Key performance indicators		
Indigenous supplier engagement	FY25	FY24
Number of Indigenous suppliers (AU)	11	11
Spend with Indigenous suppliers (AU)	\$555k	\$371k

In New Zealand, team members continue to design and participate in initiatives raising awareness of and celebrating Māori culture. Each year Māori Language Week and the Matariki (Māori New Year) are key celebrations. This year, we invited our customer Visionwest Waka Whakakitenga to provide an education session on the importance of Matariki in Māori culture. Visionwest are also a community partner who we have supported and volunteered with over the past 3 years, helping provide critical services to families in need.

### Supply chain management

We are committed to upholding sustainable and ethical business practices in our supply chains, underpinned by the expectations outlined in our Board-approved Supplier Code of Conduct and Modern Slavery (MS) Policy. Our MS Policy, which applies to all team members, directors and contractors, articulates how we identify, assess and mitigate modern slavery risks, including responsibility for raising concerns. The Board has oversight of our assessment of the risks of modern slavery in our value chain via the ARC, which reviews and recommends our annual Modern Slavery Statement to the Board for approval. For further information, our latest Modern Slavery Statement and our Supplier Code of Conduct are available at [fleetpartners.com.au](https://fleetpartners.com.au).

### Supplier due diligence

We leverage the Ethixbase 360 platform to support with the assessment of modern slavery risks in our supply chain, using a modern slavery questionnaire (MSQ) developed in conjunction with international law firm Norton Rose Fulbright. All suppliers that respond to our MSQ either agree to comply with our Supplier Code of Conduct or comply with their own comparable code. Whilst certain suppliers decline to complete the questionnaire, preferring instead to submit their Modern Slavery Statement for our review, we are continuing to request completion of our MSQ in accordance with the practices laid out in our Modern Slavery Policy.

### Supplier diversity

Our Innovate RAP includes an action to increase Aboriginal and Torres Strait Islander supplier diversity to support improved economic and social outcomes. Our membership of Supply Nation has been central to increasing Indigenous representation in our supply chain to date. Looking ahead, we intend to optimise this membership to help identify future procurement opportunities, whilst reviewing our own procurement practices to remove any potential barriers to working with Indigenous-owned and run businesses.



# Sustainability Report continued

## Our Environment

The automotive landscape in Australia and New Zealand remains dominated by internal combustion engine (ICE) vehicles. The transport sector is Australia's third largest emitter, representing 22% of Australia's domestic greenhouse gas emissions.<sup>4</sup> With over 80,000 vehicles under our management, we recognise that we can play an important role in the transition away from ICE vehicles towards lower emission alternatives by supporting customers to achieve their fleet decarbonisation goals, and through industry engagement and advocacy. In doing so, we can support Australia and New Zealand's national targets to reach net zero emissions by 2050.

### Sustainable fleet solutions

#### Electrifying our corporate fleet

Demonstrating that we have the knowledge and expertise to support our customers to navigate the complexities of transitioning their fleets to lower emission alternatives starts with applying our approach to our own corporate fleet. In FY23, we set our intention to transition our corporate fleet to 100% battery electric vehicles (BEV) as part of our

broader FY30 target to achieve zero Scope 1 greenhouse gas (GHG) emissions. In FY25, we made good progress towards this 100% BEV goal, transitioning 23 vehicles from hybrid to BEV, and 8 internal combustion engine (ICE) vehicles to plug-in hybrid electric vehicles (PHEV). At the end of FY25, we have one ICE vehicle remaining in a fleet of 60 vehicles across Australia and New Zealand.

The process of transition started with an in-depth comparison between our existing fleet and proposed replacement vehicles incorporating elements such as cost, GHG emissions impact and charging infrastructure. An important outcome from the analysis was determining that BEVs could not yet meet the operational requirements of certain roles. For employees involved with site audits, who cover considerable distances, PHEVs were needed to meet operational needs.

To support with up-front costs, we were able to take advantage of the NSW government's *Electric vehicle fleets incentive: Kick start* funding program, which subsidised the cost of new eligible BEVs and smart chargers. Over the course of the year, we also supported a number of customers to access this grant funding, easing their path to BEV adoption.

We are taking the learnings from our fleet transition and applying these to how we assist our customers with their own fleet decarbonisation goals. A case study exploring the transition of our Australian fleet is available at [fleetpartners.com.au](https://fleetpartners.com.au).

#### Simplifying the transition to lower emission vehicles

Our commitment to supporting the uptake of electric and hybrid vehicles led us to developing our 5-step journey to guide customers through the process of decarbonising their vehicle fleet. This year we have refreshed these steps, with the aim of simplifying the journey for our customers and introducing an emissions modelling capability. Combining the goal of fleet decarbonisation with operational needs, our revised approach includes considerations of more fuel-efficient ICE vehicles in addition to the wide range of available hybrid and electric powertrains. A staged approach to lower emission vehicle (LEV) uptake ensures operational needs are not compromised, and vehicle categories with good hybrid, BEV and PHEV availability and optionality in the market - i.e., passenger and light commercial - are given preference for transition ahead of harder to abate vehicle types. Full details of our 5-step journey are available at [fleetpartners.com.au](https://fleetpartners.com.au).



### The Ravensdown journey to a more sustainable fleet

New Zealand whole-farm solutions specialist Ravensdown made a commitment to reduce their Scope 1 & 2 emissions by 50% by 2030 from a 2018 baseline. To achieve their Scope 1 emissions reductions, Ravensdown concentrated on adopting low emissions vehicles across their passenger fleet. FleetPartners supported this process by:

- Delivering a fleet review with multiple strategies to optimise Ravensdown's fleet
- Identifying suitable vehicles that met operational needs whilst lowering emissions and ensuring cost efficiency
- Organising test drives and drivers' vehicle evaluations
- Providing financial modelling for transition into hybrid electric vehicles

Ravensdown has now transitioned 67 vehicles - representing 42% of their total fleet - to a combination of hybrid, PHEV and BEVs.<sup>5</sup> FleetPartners is continuing to support and provide recommendations to Ravensdown to transition their remaining ICE vehicles, to help them further reduce emissions and save on fuel cost.



4. Data true as of August 2025. [Reducing transport emissions - Department of Climate Change, Energy, the Environment and Water.](#)

5. Data as at July 2025.

### Customer fleet electrification

We are continuing to see a gradual uptick in the proportion of hybrid, PHEV and BEVs in our commercial portfolios with year-on-year growth of approximately 4%. This steady increase is indicative of the complexity of transitioning commercial fleets, as well as the current landscape of government policy and business incentives for BEVs. We remain encouraged by the growing number of customer enquiries we are seeing for information and support with transitioning their fleets to lower emission vehicles. In FY25, the number of sustainable fleet transition consultations we held reduced relative to FY24. But with steady growth in customer interest in fleet transition and ongoing development of our emissions modelling tool, we are well positioned to increase our engagement with current and prospective customers in supporting them to track towards their emission reduction goals.

### Key performance indicators

Fleet electrification	FY25	FY24
% of novated new business writings for BEV and PHEV	60%	53%
Number of sustainable fleet transition consultations <sup>1</sup>	37	89

1. Represents the number of new and existing commercial customers we have engaged during the financial year on our 5-step guide to fleet decarbonisation.

Looking ahead, the government's introduction of the New Vehicle Efficiency Standard (NVES) in Australia - which came into effect on 1 January 2025 - improves the policy landscape. Over time, as manufacturers comply with the NVES emissions targets for vehicles brought into the country, an increase in LEVs should become available, enabling greater choice and flexibility for businesses.

Within our novated portfolio, the growth in PHEVs and BEVs is more pronounced, with these powertrain types accounting for 60% of all new novated leases in FY25, up from 53% in FY24. The FBT exemption offered by the Australian Government continues to provide a strong incentive. Whilst PHEVs no longer qualify for the FBT exemption as of 1 April 2025, BEVs are making up the majority of new LEV novated leases.

### FPR portfolio composition by powertrain (% of total funded contracts)

Vehicle type	Novated		AU Commercial		NZ Commercial		Total	
	FY25	FY24	FY25	FY24	FY25	FY24	FY25	FY24
ICE	42%	57%	86%	90%	68%	72%	69%	76%
Hybrid	9%	7%	11%	9%	22%	17%	13%	10%
EV <sup>1</sup>	49%	36%	3%	2%	10%	10%	19%	13%

1. Includes both battery electric and plug-in hybrid vehicles.

### Industry engagement and advocacy

As one of the leading providers of vehicle leasing and fleet management services in both Australia and New Zealand, we recognise that we have an important role in advocating for policies and initiatives that help facilitate the transition to LEVs. We can exercise this influence through government and membership of industry peak bodies, including the following:


**We host our own podcast series - *In the Driver's Seat with FleetPartners*.**

The podcast explores the world of automotive, technology and business, uncovering trends and insights through interviews with industry leaders. New episodes are released every few months, and the podcast has become an important forum to help de-mystify and encourage electric vehicle uptake, as well as to explore topics that appeal to business owners and fleet managers.




**Australian Finance Industry Association (AFIA)**

Our CRO sits on the Strategy Committee of AFIA's Board, an organisation that represents over 150 members within the Australian finance industry. Through our engagement with AFIA, we are able to advocate for initiatives and policies that are shaping the future of mobility and sustainable transport.



**Australian Securitisation Forum (ASF)**

Our Group Treasurer is an active participant in ASF Sustainability Sub-Committee meetings. The Sub-Committee was established in June 2025 to ensure the ASF identifies and responds swiftly to domestic and global developments in sustainability, including ASF's Australian Sustainable Finance Taxonomy, and the Treasury's consultation on Sustainable Investment Product Labels.



**Drive Electric**

In New Zealand, we are longstanding, premium members of Drive Electric - a not-for-profit organisation championing electric vehicle uptake and the decarbonisation of New Zealand's transport sector.

# Sustainability Report continued

## Driving sustainability in our operations

In an FY25 employee engagement survey, team members ranked environmental sustainability among their material topics. Our Environment and Sustainability Policy articulates our commitment to managing our environmental impacts, incorporating sustainability considerations in decision-making processes regarding our premises, wherever practicable, including the environmental impact of building design and utilisation. This was a key consideration in choosing a new Sydney office location. In June 2025, we re-located to North

Sydney to a building with a 5.0-star NABERS Energy rating, and a 4.5-star NABERS Water rating. All electricity procured for the building is accredited GreenPower, and, from October 2025, natural gas use has been phased out via the installation of electrically powered heat pumps. EV chargers are also available onsite supporting those employees that have adopted, or are considering adopting, BEVs or PHEVs. The Sydney relocation ensures that contractual arrangements for the procurement of renewable energy are now in place across all our office sites in Australia and New Zealand.

The promotion of sustainability in our day-to-day operations is channelled through our Sustainability Working Group, which aims to foster a culture of sustainability to help create value for all our stakeholders. National Recycling Week and Plastic Free July were two notable highlights during the year that provided an opportunity to encourage waste reduction practices and reinforce effective use of the recycling streams. Tips on best practice and data insights from our office waste portals were shared with team members to help improve habits and support an increase in the volume of waste diverted away from landfill.

The promotion of sustainability in our day-to-day operations is channelled through our Sustainability Working Group, which aims to foster a culture of sustainability to help create value for all our stakeholders.



**Climate-related disclosures**

The following section is an evolution of the climate disclosures presented in our FY23 and FY24 Sustainability Reports. This voluntary disclosure leverages the framework of Governance, Strategy, Risk management and Metrics & targets to provide useful information to the primary users of our year-end reporting about the climate-related risks and opportunities that could impact our business. The content is not intended to comply with the climate-related financial disclosure standard set by the Australian Accounting Standards Board (AASB S2), which is expected to apply to us from FY26.

**Governance**

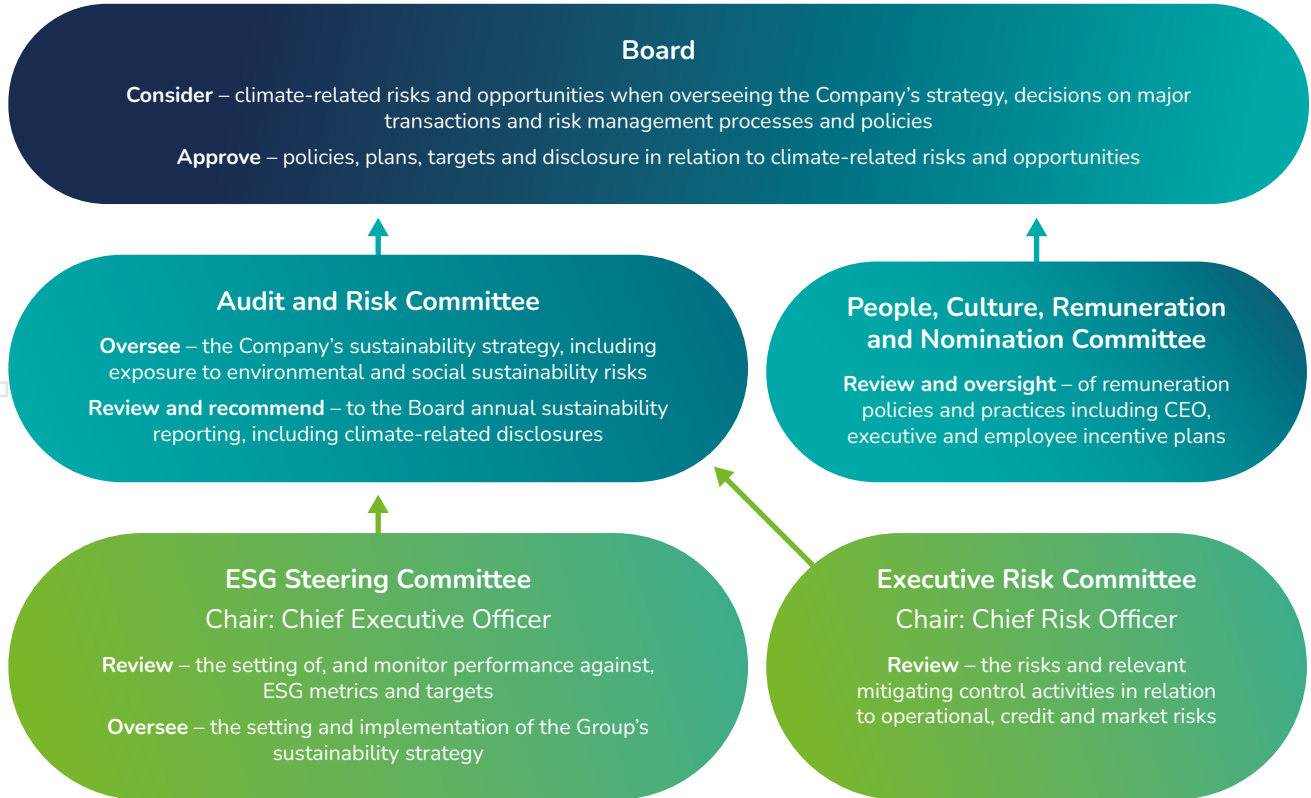
Our governance framework enables the Board, its committees, and the ELT to fulfil their responsibilities to effectively manage climate-related risks and opportunities. The division of responsibilities as it relates to climate-related governance is depicted in the below graphic. A full description of Board and Board Committee roles and responsibilities is available in their respective Charters, available in the corporate governance section of [fleetpartners.com.au](http://fleetpartners.com.au).

**Board accountabilities**

The Board is responsible for considering the impact of all environmental, social and governance risks relating to the Group's activities, including climate-related risks and opportunities. This responsibility is carried out via a number of channels, including setting and approving the Risk Appetite Statement and approving climate-related policies, plans and targets. The Board is supported in its responsibilities by its two standing committees.

The ARC meets periodically throughout the year and receives an ESG Report providing an update on the implementation of strategic initiatives, including progress against our greenhouse gas (GHG) emissions reduction targets. The ARC also receives a periodic Group Risk Report, providing oversight of key risk metrics for material climate-related risks and opportunities.

The People, Culture, Remuneration and Nomination Committee (PCRNC) have responsibility for recommending to the Board for approval, annually, the remuneration structure of key management personnel and determining performance outcomes. For the CEO and Managing Director and full ELT, their remuneration framework considers non-financial objectives, which since FY23 has included a climate-related metric in the Short Term Incentive (STI) balanced scorecard. In FY25, the STI balanced scorecard included EV portfolio penetration, with a 10% weighting. For more information see page 43 in the Remuneration Report.



# Sustainability Report continued

## Climate-related agenda items at Board meetings

The following table provides a non-exhaustive view of the climate-related agenda items discussed at the Board and its Committees during the 2025 financial year.

Forum	Agenda item	Nov	Dec	Mar	May	Jun	Aug
ARC	Risk Appetite Statement - approval			●			
ARC	Group Risk Report	●	●	●	●		●
ARC	ESG Report	●	●	●	●		●
ARC	ESG Report - annual climate risk assessment						●
ARC	ESG Report - carbon neutral strategy						●
PCRNC	Remuneration framework review	●					
Board	FY24 Sustainability Report - approval		●				
Board	FY25 sustainability reporting approach					●	●

### Board skills

The PCRNC has responsibility for assisting the Board in developing and reviewing the board skills matrix, setting out the mix of skills, expertise, competencies, experience and diversity that the Board currently has or is looking to achieve. Of our seven Board members, six Directors are assessed as having a high level of skill / experience in Risk Management. This provides a foundation from which skills specific to the management of climate-related risks are being developed.

The PCRNC is also responsible for monitoring that processes are in place to support director induction and ongoing education and reviewing the effectiveness of these processes. We intend to make available further opportunities for targeted education for our Directors to ensure they continue to build and develop the skills required to consider the impact of climate-related risks and opportunities, as relevant to FleetPartners.

### Management accountabilities

The Board delegates authority to manage the day-to-day operations of the Group to the Chief Executive Office (CEO). The CEO chairs our ESG Steering Committee, which includes a number of other ELT members including the Chief Financial Officer (CFO) and Chief People Officer (CPO). The Committee's responsibilities include, among other things, setting and implementing the Group's sustainability strategy and the setting and monitoring of ESG targets. In FY25, the Committee's key climate-related actions included reviewing the Group's approach to carbon neutral certification and interim emission reduction targets. The Committee meets a minimum of four times a year and provides an ESG Report periodically to the ARC. Supporting the Committee to carry out its responsibilities, we have a number of employee-led, and Executive-sponsored, working groups that drive

initiatives to support our broader goal of embedding a culture of sustainability across the organisation.

The Executive Risk Committee is chaired by the CRO and includes the CEO, CFO and Chief Legal Officer. The Committee's primary responsibility is to operationalise the Risk Management Framework and monitor developments of the risk profile of the Group. As in previous years, the outputs of our annual climate risk assessment workshop were presented to the Executive Risk Committee. The Committee approved the identified material climate-related risks and opportunities and presented them to the ARC for noting. The Executive Risk Committee meets quarterly and reports to the ARC periodically.



## Strategy

Under the CSIRO's most recent projection, sales of electric vehicles in Australia are expected to reach ~30-40% of all new vehicles by 2030, assuming the underlying trend remains unchanged. This rises to ~60% under CSIRO's more ambitious decarbonisation scenario.<sup>6</sup> Even when accounting for inherent uncertainty with these projections, it is evident that the transition away from ICE vehicles is accelerating. Managing potential risks and opportunities associated with this transition is central to our business and to delivering on our commitment to advance initiatives that support the uptake of electric vehicles.

### Climate-related risks

Climate-related risks manifest as either transitional or physical. Climate-related transition risks refer to the potential financial, operational and strategic impacts

accompanying the shift towards a low carbon future. Climate-related physical risks represent the acute (short term, extreme weather events) and chronic (long-term shifts in climate patterns) risks to the economy and broader society associated with climate change.

Our climate-risk assessment - including qualitative analysis of two different temperature scenarios - has identified two material risks that could reasonably be expected to impact our business over different time horizons.

### Time horizons

We are still in the process of integrating the output of climate-related scenario analysis into our strategic planning cycle. Consequently, the time horizons over which climate-related risks are currently assessed may differ from our strategic planning timeframes.

Our analysis of climate-related transition risks does not extend to the long term. The nature of transition risks to transform and evolve makes them subject to considerable uncertainty over longer time frames. We therefore focus our transition risk analysis on the short and medium term where market signals are comparatively clearer. Our definitions of the three-time horizons are as follows:

- **Short term:**  
~1-2 years (2025-2026)
- **Medium term:**  
~3-10 years (2027-2035).  
Aligns with the majority of lease terms
- **Long term:**  
~10+ years (2036 and beyond)

The following table details our inherent material climate-related risks and a qualitative view of the potential impacts on our business, alongside examples of mitigating actions.

Risk	Unpredictable changes in asset values resulting from the transition to low or zero emission transport alternatives	Risk of disruption to business activity and supply chain due to increased severity or frequency of extreme weather events
<b>Risk type</b>	Transition	Physical
<b>Time frame</b>	<div style="display: flex; gap: 10px;"> <div style="background-color: #f96; border-radius: 10px; padding: 2px 10px;">Short term</div> <div style="background-color: #f96; border-radius: 10px; padding: 2px 10px;">Medium term</div> </div>	<div style="display: flex; gap: 10px;"> <div style="background-color: #4caf50; border-radius: 10px; padding: 2px 10px;">Short term</div> <div style="background-color: #f96; border-radius: 10px; padding: 2px 10px;">Medium term</div> <div style="background-color: #f44336; border-radius: 10px; padding: 2px 10px;">Long term</div> </div>
<b>Risk owner</b>	Chief Risk Officer	Chief Operating Officer
<b>Description</b>	The market-wide transition to low and zero emission vehicles creates a risk to setting accurate residual asset values. This risk is driven by many factors including shifting government policy and incentives, changes in supply and demand, and a lack of available data. The risk is expected to lower in the medium term as the market penetration of EVs increases. <sup>6</sup>	The rising severity and frequency of extreme weather events has the potential to disrupt our day-to-day operations either directly via disruption to our office locations, and/or indirectly via disruption to our supply chain. The risk is more material in the longer term under both assessed temperature scenarios.
<b>Potential impacts</b>	<ul style="list-style-type: none"> <li>• Residual value (RV) model accuracy risk resulting in potential financial loss at end of lease</li> <li>• Loss of funder or shareholder confidence impacting availability of future funding, or an increase to cash reserve / liquidity requirements</li> <li>• Reduction in demand for vehicle leasing due to changes in mobility preferences</li> <li>• Increase in cost of investment in assets that have a rising likelihood of obsolescence</li> </ul>	<ul style="list-style-type: none"> <li>• Potential for significant operational downtime impacting customers, suppliers, partners and employees</li> <li>• Financial loss as a result of upstream and downstream supply chain disruption impacting availability and accessibility of new vehicles and maintenance.</li> <li>• Inability to use or access physical assets or equipment</li> </ul>
<b>Mitigation</b>	<ul style="list-style-type: none"> <li>• EV-specific depreciation assumptions incorporated into EV RV model</li> <li>• Clean Energy Finance Corporation funding facility available to fund EVs under a risk sharing structure</li> <li>• Governance structure and metrics to monitor the transition to low and zero emission vehicles embedded within the Risk Management Framework</li> <li>• Close monitoring of relevant technological developments</li> </ul>	<ul style="list-style-type: none"> <li>• Corporate and asset-level insurance</li> <li>• Business continuity, crisis management and disaster recovery plans</li> <li>• Offsite - cloud-based - servers and data management infrastructure</li> <li>• Geographic spread of FPR assets (across AU &amp; NZ) and of upstream supply chain</li> <li>• Development of process to measure and track our whole-of-portfolio leased asset emissions</li> </ul>
<b>Metrics</b>	<ul style="list-style-type: none"> <li>• EV asset concentration in the portfolio, including comparison to market (p.17)</li> <li>• CEFC AU funding utilisation (p.8-9)</li> <li>• ICE asset revaluations</li> </ul>	<ul style="list-style-type: none"> <li>• Group GHG emissions (p.24)</li> <li>• Developing a metric to monitor third-party ESG (including climate) risk management (management response)</li> </ul>

- **Low** - Risk level is low. No immediate action is required other than maintaining current measures
- **Medium** - Risk level is moderate but acceptable. Risk owners should focus on maintaining the current measures in place to reduce risk and monitor changes in risk patterns
- **High** - Risk level is high. Risk owners need to apply additional measures to reduce risk to lower levels within 6 months

6. Commonwealth Scientific and Industrial Research Organisation (CSIRO), *Electric Vehicles projections 2024*, February 2025.

# Sustainability Report continued

## Climate-related opportunities

The following table provides an overview of the identified climate-related opportunity that could reasonably be expected to have a positive impact on our business. A quantitative analysis of the current and anticipated effects of this opportunity over different time horizons has not yet been conducted.

Opportunity	<b>Adapt to changing customer mobility preferences and powertrain technology, delivering vehicle leasing solutions irrespective of fuel source</b>
Owner	Chief Strategy Officer
Description	<p>The economy-wide transition away from ICE vehicles presents an opportunity for our business as we adapt our product and service offerings to meet customer preferences. There are a number of considerations underpinning this opportunity, for example:</p> <ul style="list-style-type: none"> <li>• The introduction of Original Equipment Manufacturer (OEM) commitments to phase out ICE vehicles from their model line ups</li> <li>• The introduction of vehicle emissions standards in Australia and New Zealand<sup>1</sup></li> <li>• Complexity associated with transitioning to low and zero emission vehicles</li> <li>• Access to competitive funding options for LEV assets</li> </ul>
Potential impacts	<ul style="list-style-type: none"> <li>• New business development and an improved rate of existing customer retention in the short- to medium-term</li> <li>• Access to competitive debt and equity financing</li> </ul>
Management response	<ul style="list-style-type: none"> <li>• Developing new and amending current products and services to support the EV transition</li> <li>• Investing in thought leadership in e.g., vehicle-use scenarios, charging infrastructure, and GHG emissions modelling to support customers on their transition journey</li> <li>• Advocacy for government policy and legislation that supports the EV transition</li> </ul>
Metrics	<ul style="list-style-type: none"> <li>• EV asset concentration in the portfolio, including comparison to market (p.17)</li> <li>• Government EV sales projections (p.21)</li> </ul>

1. New Vehicle Efficiency Standard - Australian Government. Clean Car Standard - New Zealand Transport Agency.

### Effect on our business model and value chain

Our business model is set up to lease the vehicle type that provides the best fit for our customers' needs. An operating or finance lease for an EV operates in the same way as an ICE vehicle, minimising disruption or change to our core operation brought about by the transition to EVs. The material climate-related transition risk we have identified is uncertainty over the residual value (RV) of EVs (and other vehicle types as the profile of the used vehicle market evolves), which is exacerbated by, among other things, a comparative (relative to traditional ICE vehicles) lack of available data in our markets of operation, and factors affecting the pace of transition.

Our climate risk analysis points to EV RV risk being most material within our commercial portfolios across Australia and New Zealand. For our novated lease business, the RV risk lies with the novated driver, mitigating the risk to the Group. The driving forces behind the pace of the market-wide transition to LEVs are expected to be key drivers impacting the risk to the commercial portfolios. Under a scenario where the transition to LEVs is delayed due to undersupply, the transition risk is expected to be

consistent with our current assessment. Whereas, if the transition is delayed due to low demand - for example, due to a lack of fit-for-purpose commercial vehicles - the transition risk may increase amid LEV price volatility in the used vehicle market.

Our assessment of acute and chronic physical climate-related risk highlights an increasing risk over the longer term under a higher temperature scenario across our business. Upstream supply chain disruption - for example, extreme weather delaying supply of vehicles into the country - could impact our ability to access vehicles for both our commercial and novated customers. Whilst downstream supply chain disruption - for example, extreme weather delaying supply of vehicle parts into the country - could impact our ability to provide timely and comprehensive maintenance for our existing vehicles under management across both the commercial and novated businesses. We are developing our capability to monitor the potential impact of physical climate risks at our site locations as well as our principal supply chain geographies.

In the short and medium term, the opportunity presented by the transition to EVs is expected to be most relevant in our novated business where the uptake of EVs is more pronounced.

### Climate resilience

Under both climate scenarios, our analysis points to high short-term inherent climate-related transition risk and longer-term physical risk for our business. We have established climate risk mitigation initiatives to help manage these risks and support the resilience of our business model and value chain. At the centre of our climate risk strategic response is the consideration of climate risk into our broader Risk Management Framework. Climate-related risks are considered when setting business strategy and aligning strategic initiatives, which aims to enable financial resilience by responding to industry disruption during the transition to EVs.

### Areas of uncertainty

There are areas of significant uncertainty and dependencies outside of our control that limit our ability to assess the future impact of climate-related risks on our business, including the following:

- Close correlation between supply and demand for EVs and government policy and incentives
- Varying and changing timelines for OEMs to phase out ICE vehicle production, impacting the rate of transition to EVs



- Insufficient depth and quality of data to accurately determine EV residual values over different time horizons, and therefore quantify financial impact to the business
- Rate of supply of new EV models creating price volatility in the new and used EV market
- Vehicle use and location are determined by the customer, limiting our ability to mitigate physical climate risk

**Approach to climate scenario analysis**

We have used two climate scenarios to assess the impact of climate-related transition and physical risks, and climate-related opportunities on our business operations across Australia and New Zealand, as described in the table below:

The use of SSP1-2.6 and SSP2-4.5 allows us to explore moderate climate futures that reflect credible socioeconomic pathways and plausible emissions trajectories. Our original analysis, carried out in FY23, incorporated a third scenario - SSP8 8.5. Given the level of uncertainty associated with modelling the impact of temperatures exceeding +4°C by 2100, we have not considered this scenario in our latest analysis. Additionally, the outcome of our climate scenario analysis is not disclosed for the short-term as the assessment of risks is consistent in the short-term across both scenarios.

Climate scenario analysis is an evolving field that prompts regular updates to local and global scenario outputs. We intend to review the use of our current climate scenarios to ensure they remain relevant to our industry and geographic locations.

**Financial impact of climate-related risks and opportunities**

Quantitative analyses of specific climate-related sensitivities are not currently undertaken. The impacts of identified risks and opportunities are considered in budget-setting and long-term projections, but this does not extend to the potential financial impact over different time horizons. We are taking steps to quantify financial impact under different climate scenarios.

Scenario	SSP1 - 2.6	SSP2 - 4.5
Temperature	+1.5 degrees Celsius	+2.5 degrees Celsius
Source	Shared Socioeconomic Pathways (SSP) of the Intergovernmental Panel on Climate Change (IPCC)	Shared Socioeconomic Pathways (SSP) of the Intergovernmental Panel on Climate Change (IPCC)
Time horizons assessed	Medium- and long-term	Medium- and long-term
Description	A sustainable pathway of low GHG emissions limiting average temperature increase to +1.5°C	A middle path scenario with intermediate GHG emissions that fuel an average temperature increase of +2.5°C by 2060

## Risk Management

### Identification and assessment

Management of climate-related risks is incorporated into our Group-wide Risk Management Framework (RMF) to help enable the consistent identification, assessment, rating and management of these risks. Climate is classified as an operational risk within our Risk Management Strategy (RMS) and is defined for the purposes of our RMS as the 'risks and opportunities posed by climate change that have the potential to generate substantive changes in operations, revenue or expenditure for FleetPartners.'

The identification of new risks is primarily managed through our annual emerging risk workshop held with the Executive and Senior Leadership Teams. The top risks and top emerging risks are identified, discussed and potential actions decided. This year, climate reporting was noted as a new regulatory risk amid the emergence of mandatory climate disclosures. The hiring of a dedicated ESG lead, Board oversight and external assurance over our climate disclosures (from FY26) serve to help mitigate this risk.

The assessment of climate-related risks and opportunities is conducted through an annual risk and control self-assessment led by our CRO. This qualitative assessment is supported by the outcomes from our climate scenario

analysis, which considers the likelihood and magnitude of climate-related risks and opportunities over different time horizons. The assessment process also uses our Non-Financial Risk Grading Matrix set out in our Risk Appetite Statement (RAS). This matrix looks at the likelihood - rare to high - and expected impact - low to extreme - across the following risk types: legal, financial, reputational, people and operations.

### Monitoring

Processes for monitoring climate-related risks are integrated into our broader risk management approach, which leverages the three lines of defence governance model:

- **First line:** business units own risk management over their activities and are responsible for implementing the RMF
- **Second line:** the Group risk management function provides independent oversight of the risk profile, including scanning for emerging risks
- **Third line:** internal audit provide assurance that the RMF is functioning as designed

The output of our annual climate-related risk and control self-assessment is included as part of the Executive Risk Committee forum for oversight and approval. This ensures that management are considering climate-related impacts alongside broader risk strategy updates.

As with other risks, metrics are used to help monitor the effectiveness of our climate risk management strategies and to ensure residual risk remains within tolerance. Furthermore, established financial control, reporting and analysis processes help us to monitor performance and identify the impacts of any emerging climate-related risks and opportunities.

The Board has oversight of our material climate-related risks and opportunities via the ARC ESG Report update. Additionally, the ARC receives periodic updates on the status of our climate-related risk metrics as part of the broader Group Risk Report.

Further information regarding our risk management processes is available in Note 4.2 to the Financial Statements, on pages 82-89 of this Report.

## Metrics & Targets

### Greenhouse gas (GHG) emissions overview

Our GHG emissions reporting is for the year ended 30 September 2024. We have historically reported on our emissions one year in arrears to align with the reporting cycles of the agencies providing our carbon neutral certifications - Climate Active and Toitū. As part of our broader preparation for the incoming AASB S2 reporting standard, we are establishing the processes to facilitate reporting on current year emissions from FY26.

Group GHG emissions (tCO <sub>2</sub> -e) <sup>3</sup>	FY24			FY23 <sup>1,2</sup>			Prior year comparison		
	Group	AU	NZ	Group	AU	NZ	Group	AU	NZ
Scope 1	155	101	54	197	115	82	-21%	-12%	-34%
Scope 2 (location-based)	183	170	12	193	182	11	-5%	-7%	13%
Scope 2 (market-based)	124	120	4	169	159	10	-27%	-25%	-57%
<b>Total scope 1 &amp; 2 (market-based)</b>	<b>279</b>	<b>221</b>	<b>59</b>	<b>366</b>	<b>274</b>	<b>92</b>	<b>-24%</b>	<b>-19%</b>	<b>-37%</b>
Scope 3 emissions <sup>4</sup>	2,778	2,507	271	2,284	2,214	70	22%	13%	289%
<b>Total (market-based)</b>	<b>3,057</b>	<b>2,728</b>	<b>329</b>	<b>2,652</b>	<b>2,488</b>	<b>162</b>	<b>15%</b>	<b>10%</b>	<b>103%</b>
Carbon offsets retired <sup>5</sup>	(2,868)	(2,728)	(140)	(2,652)	(2,489)	(163)			
Scope 3 intensity (tCO <sub>2</sub> -e / FTE)	5.75	6.26	3.26	4.50	5.25	0.76			

1. Prior period emissions have been reattributed to conform to the GHG Protocol categorisation.

2. Prior period Scope 3 emissions have not been restated following the inclusion of additional sources of emissions in FY24.

3. Totals may not sum due to rounding.

4. See page 25 for a list of the sources included in our scope 3 emissions reporting.

5. Carbon offsets are purchased and retired in accordance with the reporting boundaries of the respective Climate Active and Toitū carbon neutral certifications (see p27).

### Organisational boundaries

We set our operational and organisational boundaries with reference to the *GHG Protocol: A Corporate Accounting and Reporting Standard (2004)*. Our organisational boundary is aligned to our financial report, encompassing FleetPartners Group and all its wholly owned subsidiaries. To establish our operational boundary and identify which activities and emissions sources to include in our reporting, we use an operational control approach. This control approach dictates that when we are ready to report on the emissions associated with our leased assets (the financed and operating leased vehicles we provide to our customers) they will be accounted for as Scope 3 (Category 13) as we do not retain operational control of these assets.<sup>7</sup>

**Scope 1 emissions** are direct emissions that come from sources owned or controlled by the reporting company. For FleetPartners, our primary source of direct emissions is our corporate fleet, which in FY24 included ICE vehicles and a number of PHEVs that use unleaded fuel.<sup>8</sup>

**Scope 2 emissions** are indirect emissions from the generation of purchased energy. We use both a location-based and market-based reporting approach. Location-based methodology reflects the average emissions intensity of the electricity grid in the region where energy is consumed. Market-based methodology reflects emissions based on contractual instruments, such as Renewable Energy Certificates (RECs). Our Scope 2 emissions include both the purchase of electricity for our offices and the charging of our corporate electric vehicles.

**Scope 3 emissions** are indirect emissions (not included in Scope 2) that occur in an organisation's value chain. Our reporting boundary includes emission sources where reliable data are readily available, such as business travel, employee commuting and waste generated in operations. The methodologies we employ to calculate our Scope 3 emissions are at varying degrees of maturity and we expect them to evolve as consistent approaches emerge, and data availability improves. Our current boundary does not include all indirect emissions sources. The following table establishes our inclusions and exclusions for our FY24 emissions reporting and a qualitative assessment of the relative materiality of each category as it relates to our Group operations.

Status	Scope 3 GHG emissions category	Materiality
Included in our Scope 3 emissions	Category 1 - Purchased goods and services	Medium
	Category 2 - Capital goods <sup>1</sup>	Low
	Category 3 - Fuel and energy-related activities	Low
	Category 5 - Waste generated in operations	Low
	Category 6 - Business travel (air, taxi, accommodation)	Low
	Category 7 - Employee commuting, including working from home	Low
	Category 8 - Upstream leased assets (base-building energy use)	Low
	Category 4 - Upstream transportation and distribution	Low
Partial inclusion <sup>2</sup>	Category 11 - Use of sold products	Medium
	Category 12 - End-of-life treatment of sold products	Medium
	Category 13 - Downstream leased assets <sup>3</sup>	High
Not reported - methodology in development	Category 9 - Downstream transportation and distribution	N/A
	Category 10 - Processing of sold products	N/A
	Category 14 - Franchises	N/A
	Category 15 - Investments	N/A
	FPR does not engage in activities related to these categories	

1. We account for the emissions associated with capital expenditure - other than the vehicles we purchase and lease to customers - under Category 1: Purchased goods and services. We believe this is currently the most appropriate treatment given the nature of our spending and the data available.
2. We currently report on emissions related to upstream transportation and distribution in our New Zealand operations.
3. We intend to account for the emissions associated with the vehicles we purchase and lease to customers under Category 13.



7. We do not currently include our leased assets in our Scope 3 emissions reporting. We are developing the methodology to account for this emissions source.  
 8. Our Scope 1 emissions also include fugitive emissions from air conditioning and refrigeration systems in our Australian office facilities.

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## Emissions reduction targets

Our emissions reduction targets were set in FY23 as part of our commitment to decarbonising our operations and with reference to the requirements of the Climate Active Carbon Neutral Standard for Organisations.<sup>9</sup> The targets represent gross emissions reductions, without the use of carbon credits to offset residual emissions. The scope of each target covers our Group operations with progress reviewed by the ESG Steering Committee.

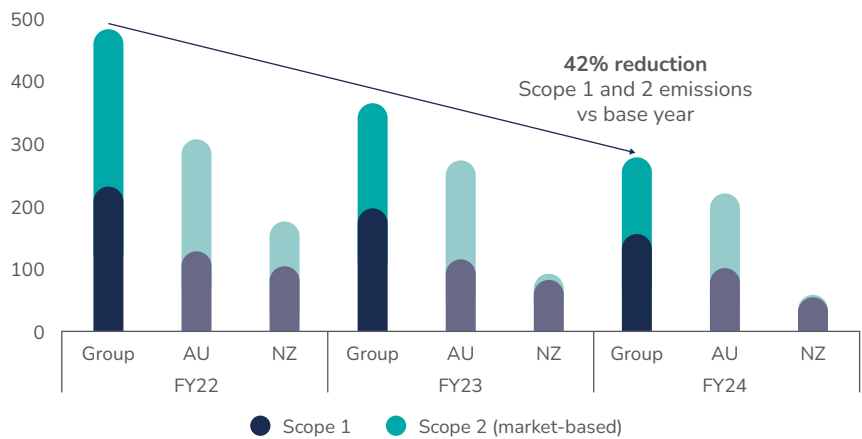
Target	Zero Scope 1 emissions	Zero Scope 2 emissions (market-based)	Reduce Scope 3 emissions to 3.54 tCO <sub>2</sub> -e / FTE <sup>1</sup>
<b>Target type</b>	Absolute	Absolute	Intensity
<b>Target year</b>	FY30	FY30	FY30
<b>Base year</b>	FY22	FY22	FY22
<b>Metric</b>	tCO <sub>2</sub> -e	tCO <sub>2</sub> -e	tCO <sub>2</sub> -e / FTE
<b>Focus area</b>	Transition FPR corporate fleet to 100% electric vehicles	Source 100% renewable energy across our sites	
<b>Status</b>	155 tCO <sub>2</sub> -e 33% reduction vs base year <b>On track</b>	124 tCO <sub>2</sub> -e 51% reduction vs base year <b>On track</b>	5.75 tCO <sub>2</sub> -e / FTE 62% higher than target intensity <b>Under review</b>
<b>Progress</b>	At the end of FY24, our Group fleet comprised 63 vehicles. In New Zealand: 1 ICE, 15 PHEVs and 11 BEVs. In Australia: 9 ICE, 26 hybrid and 1 BEV. The transition away from ICE vehicles in FY24 has driven the reduction in emissions.  Our fleet profile continued to evolve in FY25 with the introduction of BEVs to the Australian fleet to replace the hybrid vehicles, facilitating further emission reductions. We remain well positioned to transition to BEVs across the remainder of our fleet ahead of our FY30 target.	In March 2024, we relocated our Melbourne office to a building that sources renewable energy via the purchase of Large-Scale Generation Certificates (LGCs). Across our offices in New Zealand, from April 2024 we started purchasing NZ Renewable Energy Certificates via our energy supplier. This shift to renewable energy has supported the year-on-year reduction in our market-based electricity emissions.  As of FY25, our Brisbane office and new Sydney location are part of buildings that source 100% renewable energy (via LGCs and GreenPower respectively), keeping us on track to meet our target.	Emissions intensity increased in FY24 following changes to the emission sources captured in the scope of our reporting. See page 27 for further details. Given these changes, we are reviewing the target and intend to provide an update in FY26.  Intensity was 4.07 tCO <sub>2</sub> -e / FTE with the changes to the scope of emissions sources excluded - a 10% like-for-like reduction vs prior year.  This progress is driven by reduced emissions from our base-building energy use and waste sent to landfill, following the Melbourne office relocation. We expect that emissions from both these sources reduced further in FY25 following the Sydney office relocation.

1. The following sources are included in the boundary of this target: purchased goods & services, fuel & energy-related activities, waste, business travel, employee commuting (include WFH), base-building energy use, and transportation and distribution (NZ only).

9. [Carbon Neutral Organisations: Climate Active Carbon Neutral Standard for Organisations](#).



Progress vs target - Scope 1 & 2 GHG emissions (tCO<sub>2</sub>-e)<sup>10</sup>



**Emission targets considerations**

**Scope 1** - transitioning to 100% BEVs across our corporate fleet requires availability of fit-for-purpose vehicles. We are confident of this availability by our FY30 target date.

**Scope 2** - as our corporate fleet profile transitions to PHEVs and BEVs, the amount of energy used for charging increases. Under our operational control approach, we account for these emissions as Scope 2 whether the charging occurs at our offices, offsite or at our employees' homes as charging is part of company operations. We have a limited ability to influence the availability of renewable energy where charging occurs away from our office locations. We will continue to monitor closely the scale of charging from non-renewable sources and the implications for our Scope 2 target.

**Scope 3** - since establishing our Scope 3 emissions intensity target, a number of activities have been identified and incorporated into the scope of our reporting that had previously been omitted such as certain operating expense categories within Category 1 - Purchased goods and services. In addition, for FY24 we initiated reporting on certain Scope 3 emission sources in our New Zealand operations such as Category 7 - Employee commuting, including working from home, to establish a consistent reporting boundary across the Group where practical to do so. These changes provide greater completeness across our Scope 3 emissions reporting, and we are now reviewing the scope of our target to ensure it is consistent with our decarbonisation ambitions and our ability to effect change.

**Offsetting our emissions**



We have been certified carbon neutral for our Australian operations under the Australian Government's Climate Active Scheme since FY17. We have also held Toitū Net Carbon Zero certification for our New Zealand operations since FY22. For the FY24 reporting period we continued to seek these certifications, a process that includes an independent review - conducted by the certifying agency - over the completeness and accuracy of the data.

As we work towards our emissions reduction targets, the Climate Active and Toitū certifications ensure we offset the emissions covered by the certification reporting boundaries through the purchase and retirement of carbon offsets. For the FY24 emissions reporting period this included 2,728 carbon credits in Australia - a mix of Verified Carbon Units and Australian Carbon Credit Units - and 140 Gold Standard credits in New Zealand, details of which can be found on our website. We are reviewing our use of carbon credits to offset our emissions and intend to provide an update on our approach in FY26.

10. Scope 3 emissions trending is not depicted in this graphic owing to year-on-year changes in the emissions sources included in our reporting.

# Financial Report

For the year ended 30 September 2025

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# Directors' Report

The Directors present their report on the consolidated entity (referred to hereafter as Group or FleetPartners) consisting of FleetPartners Group Limited (Company) and the entities it controlled at the end of, or during, the year ended 30 September 2025.

## 1. Directors

The following persons were Directors of the Company during the financial year and up to the date of this report, unless otherwise noted:

**Gail Pemberton**  
MA (UTS), FAICD, GCERT FIN

**Chair since 6 May 2021,  
Independent Non-Executive Director  
since 26 March 2015**

Gail Pemberton's executive roles have included Chief Operating Officer UK at BNP Paribas Securities Services and CEO and Managing Director, BNP Paribas Securities Services, Australia and New Zealand. Gail joined BNP Paribas after a highly successful career at Macquarie Bank, where she worked for 20 years, holding the role of Group CIO for 12 years and subsequently as COO of the Financial Services Group in her last three years at Macquarie.

In addition to FleetPartners Group, Gail is currently an independent non-executive director of HSBC Bank Australia having been appointed in October 2021, Chair and independent non-executive director of Sydney Metro from April 2019 and Land Services WA & SA from May 2020 and February 2024, respectively. Her previous Non-Executive Director roles have included Symbio Holdings Limited, Link Administration Holdings Limited and Prospa Group Limited, where she also served as Chair.

Gail retired as independent non-executive director of Symbio Holdings Limited (ASX:SYM) in February 2024, where she was a director since September 2020, as independent non-executive director of Link Administration Holdings Limited (ASX:LNK) in May 2024, where she was a director since January 2024, and as Chair of Prospa Group Limited (ASX:PGL) in August 2024, where she was a director since May 2018 and Chair since February 2019.

Gail was awarded the Order of Australia (AO) in the 2018 Australia Day Honours list for distinguished service to the finance and banking industry, to business through a range of roles, as an advocate for technology, and as a mentor to women.

**Damien Berrell**  
BEc, CA, GAICD  
**Chief Executive Officer and  
Managing Director since  
31 January 2023**

Damien has over 20 years' experience in the domestic and international non-bank financial institutional space, with the majority of this time in senior leadership roles at successful fleet leasing businesses. Damien joined FleetPartners in 2020 as Chief Financial Officer (CFO), where he was responsible for all aspects of Finance as well as Strategy, M&A, Legal, Investor Relations and Company Secretarial.

Prior to this, Damien served as CFO at Custom Fleet. Here, Damien played a lead role in the sale of the business by General Electric (GE) and repositioning the business in Australia and New Zealand. Damien has also held senior finance positions at GE in Australia, New Zealand, Japan, China and in the US. Damien holds a Bachelor of Economics, Accounting from Macquarie University and is a qualified Chartered Accountant.

**Russell Shields**  
FAICD  
**Independent Non-Executive Director  
since 26 March 2015**

Russell Shields has more than 40 years' experience in financial services, including six years as Chair of ANZ Bank, Queensland and Northern Territory.

Prior to joining ANZ, Russell held senior executive roles with HSBC, including Managing Director Asia Pacific - Transport, Construction and Infrastructure and State Manager Queensland, HSBC Bank Australia. He was founding Chairman of Maritime Capital Shipping Ltd, an unlisted public company in Hong Kong, until the business was sold in 2009.

Russell retired as Chair of Aquis Entertainment Ltd (ASX:AQS) in May 2023, he was a director since April 2015.

# Directors' Report continued

## 1. Directors continued

### **Fiona Trafford-Walker**

BEc (HONS) (JCUNQ), MFIN (RMIT), GAICD

**Independent Non-Executive Director since 27 July 2021**

Fiona is currently an Independent Non-Executive Director of Perpetual Limited (ASX:PPT) from December 2015 and the Victorian Funds Management Corporation (VFMC). Fiona is also a member of the Investment Committee for the Walter and Eliza Hall Institute.

Fiona was previously an Investment Director at Frontier Advisors, where she was a member of the firm's Investment Committee and Governance Advisory team. She was the inaugural Managing Director at Frontier Advisors and played a critical role in growing the firm.

Fiona retired as an Independent Non-Executive Director of Link Administration Holdings Limited (ASX:LNK) in May 2024, where she was a director since September 2015, and Prospa Group Limited (ASX:PGL) in August 2024, where she was a director since March 2018.

Fiona has more than 30 years' experience advising institutional asset owners and investors on investment and governance-related issues. In 2013, Fiona was awarded inaugural Woman of the Year in the Money Management/Super Review of Women in Financial Services Awards and was ranked one of the top 10 global Asset Consultants from 2013 to 2016, and again in 2019. In 2016, Fiona was announced as a winner in The Australian Financial Review and Westpac 100 Women of Influence Awards in the Board/Management category.

### **Cathy Yuncken**

BCOM/LLB (UNSW), GAICD

**Independent Non-Executive Director since 27 July 2021**

Cathy is currently an Independent Non-Executive Director of MA Financial Group Limited (ASX:MAF) from March 2025, and a Non-Executive Director of Women and Girls Emergency Centre (WAGEC; Not for Profit) from August 2025.

Cathy has over 30 years commercial and executive leadership experience in the financial services industry, including corporate finance and investment banking roles at Bank of America and Barclays Capital, and executive leadership roles at GE Capital, Commonwealth Bank, and most recently Westpac Group, where she led diverse banking and private wealth businesses for Westpac and its regional banks St George Bank, BankSA and Bank of Melbourne.

### **Mark Blackburn**

Dip of Bus (ACC), GAICD

**Independent Non-Executive Director since 15 November 2023**

Mark is currently Independent Non-Executive Director and Chair of the Audit and Risk Committee for Lifestyle Communities Limited (ASX:LIC), director from December 2019, and Independent Non-Executive Director and Chair of the Audit, Business Risk and Compliance Committee for Pro-Pac Packaging Limited (ASX:PPG), director from November 2022.

Mark has over 23 years' experience as a CFO in both listed and unlisted companies in the financial services, manufacturing and mining sectors. Most recently, Mark was CFO of McMillan Shakespeare Limited, an ASX-listed provider of Salary Packaging, Novated Leasing, asset management and related financial products and services.

Mark brings extensive financial and capital management skills and experience with ASX-listed companies, acquisitions and establishing joint ventures, as well as strong industry domain experience particularly in Fleet, Novated Leasing and Salary Packaging.

### **Rob McDonald**

BCOM (UoA), FCA, CMIInstD

**Independent Non-Executive Director since 15 November 2023**

Rob is an experienced Non-Executive Director based in New Zealand and an experienced Chief Financial Officer.

Rob is currently Independent Non-Executive Director and Chair of Contact Energy Limited (ASX/NZX:CEN) and Councillor with the University of Auckland. Rob was appointed an Independent Non-Executive Director of Vero Insurance New Zealand Limited and Vero Liability Limited in March 2025, and became Chair in September 2025.

Rob retired as an Independent Non-Executive Director of Fletcher Building (ASX/NZX:FBU) in June 2024, where he was a director since September 2018.

Rob retired from Air New Zealand in 2018 after 14 years as CFO, where he successfully led the financial function of this international company, during periods of intense adverse market and financial turmoil (including GFC and Christchurch earthquake).

Rob brings extensive experience in financial risk management including the development and execution of treasury policies and multibillion dollar funding programs and structures, as well as a strong understanding of digital issues and concepts.

## 2. Company Secretary

Lauren Osbich (BA (Hons), LLB) was appointed Company Secretary on 1 February 2023. Lauren is admitted as a practising Solicitor of the Supreme Court of NSW, holds a Bachelor of Arts/Law with Honours in English and a Graduate Diploma in Legal Practice.

Alexandra Payne (LLB (Hons), MBA) was appointed as an additional Company Secretary on 1 September 2025. Alexandra is admitted as a practising Solicitor of the Supreme Court of NSW and the Courts of England and Wales, holds a Bachelor of Law with Honours, a Master of Business Administration and a Graduate Diploma in Legal Practice.

The Company Secretary function is responsible for ensuring the Company complies with its statutory duties and maintains proper documentation, registers and records. The role provides advice to the Directors and officers about corporate governance and legal matters.

## 3. Directors' Meetings

The table below sets out the number of meetings held during the 2025 financial year and the number of meetings attended by each Director. During the year a total of 9 Board meetings, 5 Audit and Risk Committee meetings and 5 People, Culture, Remuneration and Nomination Committee meetings were held.

Director	Board		Audit and Risk Committee		People, Culture, Remuneration and Nomination Committee	
	Eligible to attend	Attended	Eligible to attend	Attended	Eligible to attend	Attended
Gail Pemberton	9	9	5	5	5	5
Damien Berrell	9	9	-	-	-	-
Russell Shields	9	9	5	5	-	-
Fiona Trafford-Walker	9	9	5	5	5	5
Cathy Yuncken	9	9	5	5	5	5
Mark Blackburn	9	9	-	-	5	5
Rob McDonald	9	9	5	5	-	-

## 4. Principal activities

The Group is one of the leading providers of fleet management services in Australia and New Zealand. The Group's products include a comprehensive range of motor vehicle fleet services including vehicle acquisition, leasing, in-life fleet management and vehicle remarketing. The Group provides novated leasing and salary packaging services to customers in Australia.

## 5. Group financial performance

The Group measures financial performance adopting the following non-IFRS measures.

- Net operating income (NOI). This represents earnings before tax after direct costs such as interest expense on debt allocated to fleet assets, depreciation and amortisation of fleet assets. NOI also includes end of lease income but excludes the gains and losses associated with the movement in the fair value of ineffective interest rate hedges (hereafter referred to as "hedge gains/losses"). Hedge gains/losses result in volatility of earnings which is not driven by business performance, is not controllable by the Group and is non-cash in nature (being a fair value adjustment of a derivative), accordingly hedge gain/losses have been excluded from the calculation of NOI.
- Earnings before interest, taxes, depreciation and amortisation (EBITDA). This represents NOI before taxes after indirect costs such as wages, occupancy and technology costs. It also includes impairment expenses. EBITDA excludes depreciation and amortisation of non-fleet assets, share-based payments and operating finance costs (interest expense on debt other than debt allocated to fleet assets).
- Net profit after taxes, excluding amortisation (NPATA). This represents the post-tax earnings of the Group after excluding certain items. The items excluded are costs which are non-recurring due to the nature of the expense, amortisation of intangible assets and hedge gains/losses.

# Directors' Report continued

## 5. Group financial performance continued

The table below reconciles these non-IFRS measures with the statutory profit reported in the Group Statement of Profit or Loss and Other Comprehensive Income.

\$m	2025	2024
Net operating income as per the statement of profit and loss	227.8	226.5
Add back the hedge loss	1.0	3.5
<b>NOI</b>	<b>228.8</b>	<b>230.0</b>
Bad and doubtful debts	(4.9)	(3.5)
Operating expenses	(91.5)	(89.2)
<b>EBITDA</b>	<b>132.4</b>	<b>137.3</b>
Depreciation	(2.8)	(3.0)
Share based payments	(3.8)	(3.3)
Operating finance costs	(6.5)	(6.7)
Tax	(35.2)	(36.6)
<b>NPATA</b>	<b>84.1</b>	<b>87.7</b>
<b>Reconciling items to statutory profits</b>		
Amortisation of acquired intangibles (post-tax)	-	(1.7)
Amortisation and impairment of software (post-tax)	(6.7)	(4.4)
Hedge loss (post-tax)	(0.7)	(2.5)
Non-recurring items (post-tax)	(1.4)	(1.2)
<b>Statutory Profit</b>	<b>75.3</b>	<b>77.9</b>

### NOI

NOI decreased by \$1.2 million compared to the 2024 financial year. The NOI decrease was largely due to:

- A decrease in end-of-lease income as a result of a decrease in the number of vehicles sold and, to a lesser extent lower average income per sold motor vehicle;
- An increase in the provision held for fleet impairment, mainly in relation to a subset of electric vehicles in New Zealand; and
- Lower funding commissions, as a higher proportion of new business writing (NBW) was funded using the Group's warehouse funding structure, rather than through principal and agency funding arrangements. Funding leases through the warehouse funding structure impacted revenue by spreading the revenue over the life of the lease as net interest margin, rather than receiving the revenue at the start of the lease as funding commissions; offset by
- An increase in net interest margin as more leases were financed through the Group's warehouse funding structure; and
- An increase in the principal recovery of operating leases, with a smaller increase in the depreciation expense.

### Bad and doubtful debts

Bad and doubtful debts increased by \$1.4 million compared to the 2024 financial year. The increase in bad and doubtful debts for Australia largely relates to incremental provisions being raised associated with administrative arrears which were as a result of the system migration associated with the Accelerate program. New Zealand provisions increased as the level of arrears increased and the ageing of the arrears increased, largely driven by overall economic conditions in New Zealand.

The Group wrote-off \$2.7 million (2024: \$1.4 million) and holds credit provisions of \$11.6 million (2024: \$9.4 million).

### Operating expenses

Operating expenses increased by \$2.3 million compared to the 2024 financial year. The increase was driven by higher employee costs (including targeted investment in capability), consultant costs associated with non-recurring engagements and increased overhead costs, partially offset by cost benefits from the Accelerate program.

## Reconciling items to statutory profit

The major reconciling items between NPATA and statutory profit include:

### Amortisation of acquired intangibles (post-tax)

The amortisation of acquired intangibles (post-tax) represents the amortisation of customer relationships. Customer relationships were fully amortised in the 2024 financial year.

### Amortisation and impairment of software (post-tax)

The amortisation and impairment of software (post-tax) represents the amortisation and impairment of purchased and in-house developed software. For the 2025 financial year, the Group recognised a post-tax impairment of \$1.4 million (2024: \$0.2 million) for software; this related to existing software that was deemed to be impaired following the implementation of the Accelerate program. Software amortisation has also increased following the go-live of the new system following completion of the Accelerate program.

### Non-recurring items

Non-recurring items recognised for the 2025 and 2024 financial years included costs associated with employee redundancy payments and legal costs the company incurred in relation to its defence against the shareholder class action.

## Segment performance

### Australia Commercial

(\$m)	2025	2024
NOI	135.0	142.0
Bad and doubtful debts	(3.4)	(2.8)
Operating expenses	(62.5)	(61.2)
<b>EBITDA</b>	<b>69.1</b>	78.0

The Australia Commercial segment specialises in fleet leasing and management. It operates under the trading name of FleetPartners. The Group retired the FleetPlus brand as part of the Accelerate program.

NOI decreased by \$7.0 million compared to the 2024 financial year largely as a result of lower end-of-lease income of \$9.0 million due to lower average income per sold vehicle and a lower number of vehicles sold. This was partially offset by increased lease income as a result of growth in the lease portfolio, despite a decrease in NBW due to the impacts of the Accelerate system cutover (now resolved).

Bad and doubtful debts had a \$0.6 million negative impact when compared to the year ended 30 September 2024. This was largely as a result of incremental provisions held associated with administrative arrears which were as a result of the system migration associated with the Accelerate program.

Operating expenses increased by \$1.3 million largely as a result of higher employee costs, consultant costs associated with non-recurring engagements and increased overhead costs.

EBITDA within the Australia Commercial segment was \$69.1 million and decreased by \$8.9 million compared to the 2024 financial year, as a result of the above factors.

# Directors' Report continued

## 5. Group financial performance continued

### Novated

(\$m)	2025	2024
NOI	39.4	33.0
Bad and doubtful debts	-	(0.1)
Operating expenses	(13.6)	(12.7)
<b>EBITDA</b>	<b>25.8</b>	20.2

The Novated segment specialises in novated leasing and salary packaging. It operates under the trading name of FleetPartners. The Group retired the FleetPlus brand as part of the Accelerate program.

NOI increased by \$6.4 million compared to the year ended 30 September 2024 as a result of the growth in the lease portfolio. NBW for the Novated segment in the 2025 financial year was impacted by the Accelerate system cutover (now resolved), the lease portfolio continued to grow.

Growth in the lease portfolio has been partly driven by the increase in demand for and supply of electric vehicles, where eligible electric cars are exempt from Fringe Benefits Tax. The Fringe Benefits Tax exemption for plug-in hybrid electric vehicles ceased on 31 March 2025 and the exemption for battery electric vehicles will be reviewed by the Federal Government by mid-2027.

The Novated segment recognised an improvement in actual bad debt write-offs of \$0.1 million when compared to the year ended 30 September 2024.

Operating expenses increased by \$0.9 million largely as a result of higher employee costs.

EBITDA within the Novated segment was \$25.8 million and increased by \$5.6 million compared to the 2024 financial year, as a result of the above factors.

### New Zealand Commercial

(\$m)	2025	2024
NOI	54.5	55.0
Bad and doubtful debts	(1.5)	(0.6)
Operating expenses	(15.5)	(15.3)
<b>EBITDA</b>	<b>37.5</b>	39.1

The New Zealand Commercial segment specialises in fleet leasing and management. It operates under the trading name of FleetPartners.

NOI decreased by \$0.5 million compared to the 2024 financial year largely as a result of an increase of \$1.1 million in the provision held for a specific cohort of electric vehicles in New Zealand which was partially offset by an increase in the maintenance margin and an increase in the principal recovery net of depreciation expenses for the operating leases as the portfolio seasons.

Bad and doubtful debts had a \$0.9 million negative impact when compared to the year ended 30 September 2024. This was largely a result of increased arrears and an increase in the ageing of arrears, driven by overall economic conditions in New Zealand.

Operating expenses increased by \$0.2 million primarily as a result of higher operating costs.

EBITDA within the New Zealand Commercial segment was \$37.5 million and decreased by \$1.6 million compared to the 2024 financial year, as a result of the above factors.

## 6. Financial position

### Inventory

Inventory was \$13.3 million as at 30 September 2025 which was a decrease of \$2.3 million compared to 30 September 2024. Inventory levels have decreased due to a decrease in the number of vehicles being returned at end of lease.

### Finance leases

Finance leases were \$657.6 million as at 30 September 2025, which was an increase of \$102.7 million compared to 30 September 2024, driven by growth in the Novated lease portfolio.

### Operating leases reported as property, plant and equipment

Operating leases were \$1,164.8 million as at 30 September 2025, which was an increase of \$43.8 million compared to 30 September 2024. The increase was driven by the Group's strategy of funding a higher portion of leases through its warehouse funding structures.

### Borrowings and funding

As at 30 September 2025, gross borrowings included an amount of \$75.0 million drawn against the corporate debt facilities. This represents a \$15.0 million increase to the 30 September 2024 balance. After deducting cash and cash equivalents, the corporate net cash position as at 30 September 2025 was \$27.9 million, representing a \$3.4 million decrease to the corporate net cash balance at 30 September 2024.

The remaining borrowings of \$1,743.8 million relate to funding directly associated with finance and operating leases that the Group provides to its customers, along with the inventory of vehicles in the process of being sold. This funding is provided by a combination of warehouse and asset-backed securitisation funding structures.

Warehouse facilities are so-called because they can be drawn and repaid on an ongoing basis up to an agreed limit, subject to conditions. A group of assets funded via a warehouse facility can be pooled together and refinanced via the creation of special purpose asset-backed securitisation vehicles (backed by the assets initially financed via the warehouse) which issue debt securities to wholesale investors, such as domestic and international banks and institutional investors.

The Group aims to optimise its funding with committed funding facilities to cater for expected business growth. At 30 September 2025, the Group had undrawn corporate debt facilities of \$65.0 million and undrawn warehouse facilities of \$515.0 million.

	As at		
	30 September 2025	30 September 2024	% change
<b>Total Group assets and liabilities (\$m)</b>			
Inventory	13.3	15.6	(15%)
Finance leases	657.6	554.9	19%
Operating leases	1,164.8	1,121.0	4%
	1,835.7	1,691.5	9%
Other assets	896.2	839.1	7%
<b>Total assets</b>	<b>2,731.9</b>	2,530.6	8%
Borrowings	1,818.8	1,656.4	10%
Other liabilities	280.8	251.3	12%
<b>Total liabilities</b>	<b>2,099.6</b>	1,907.7	10%

### Cash flow

The Group's cash and cash equivalents, including restricted cash, increased by \$34.6 million (2024: \$26.9 million) during the 2025 financial year. The increase was driven by EBITDA, and a tax shield in Australia from the Temporary Full Expensing measure introduced by the Federal Government for eligible assets purchased between 7:30 pm AEDT on 6 October 2020 and 30 June 2023. These factors were partially offset by the share buy-back.

As at 30 September 2025, the Group held \$102.9 million of unrestricted cash and \$205.7 million of restricted cash.

### Assets Under Management or Financed (AUMOF)

The Group's AUMOF increased 1.7% during the 2025 financial year. The increase was driven by NBW during the year. NBW was impacted by the Accelerate system cutover that occurred in February 2025, which limited the Group's ability to deliver and activate new leases for a period of time and resulted in some operational backlogs, primarily in the Novated segment. The Group has cleared these operational backlogs and continues to focus on customer service and enhancing product offerings to drive growth.

# Directors' Report continued

## 7. Going concern

This financial report has been prepared on the basis that the Group is a going concern.

The Group has considered its ability to continue as a going concern using projected cash flow forecasts and other Group metrics and information for at least the next 12 months from the approval of these financial statements. This assessment assumes the Group will be able to continue trading and realise assets and discharge liabilities in the ordinary course of business beyond this period.

## 8. Business strategic objectives

The Accelerate program was delivered in the 2025 financial year. The objective of the program was to consolidate multiple operating systems, thereby removing duplication of brands, systems and processes to enhance profitability and improve the platform for growth. The program has delivered operating expense savings in excess of \$6 million on an annualised basis, at a total capitalised cost of \$31.5 million.

## 9. Key risks

The following key risks represent those where the Board and the Executive Leadership Team are focusing their efforts. This is not an exhaustive list and the Board and the Executive Leadership Team actively manage other risks and have processes for identifying emerging risks.

Key risk	Mitigating factors
The Group may inaccurately set or forecast vehicle residual values or there may be unexpected falls in used vehicle prices	<ul style="list-style-type: none"> <li>The Group performs a monthly portfolio revaluation using market information on all assets where the Group is exposed to residual value risk and any impairment identified is recognised.</li> <li>The Group has multiple disposal channels for vehicles returned at the end of the lease, allowing the Group to minimise any losses on vehicles where the residual value is above the market value.</li> <li>Residual values setting is reviewed regularly, and adjusted based on market and actual performance, by a dedicated asset risk team independent from sales.</li> <li>The Group utilises data from both vehicle auctioneers and third party residual valuation service providers as part of its twice a year residual value review process which is applied to all vehicle types including electric vehicles.</li> </ul>
The Group may not be able to obtain funding from banks and/or capital markets and/or be exposed to increased funding costs due to changes in market conditions	<ul style="list-style-type: none"> <li>The Group has a diversified funding platform which includes access to private and public securitisation markets (i.e. warehouses and asset-backed securitisation), bank loan markets and principal and agency funding lines via a number of different funding partners. The Group has the ability to shift funding in circumstances where specific funding lines are constrained.</li> <li>The Group has a well-developed risk appetite framework which monitors various Group risk metrics, including access to liquidity.</li> <li>The Board and the Audit and Risk Committee has oversight of the funding strategy, funding risks and funding performance and receive regular reporting on this.</li> <li>Funding margins are negotiated and agreed on an annual basis for the warehouse facilities, while margins for the asset-backed securitisation and corporate debt facilities are fixed for their respective terms.</li> <li>The Group has the ability to price any funding margin increase into NBW.</li> <li>The Group mitigates interest rate risk by hedging the portfolio at point of origination and funding is provided based on the contractual maturity of the lease. The securitisation and principal and agency receivables funding structures contain no bullet maturity risks.</li> </ul>
The Group is exposed to credit risk	<ul style="list-style-type: none"> <li>The Group has a dedicated credit team independent from sales, that assesses credit risk, drawing on formal qualifications and deep financial analysis and operating experience, a wealth of proprietary data (including customer credit performance, arrears management, loss rates, and recovery rates), and external credit reporting data from local credit bureaus.</li> </ul>
The Group is exposed to changes in the supply and mix of new vehicles sold	<ul style="list-style-type: none"> <li>The Group's NBW is comprised of leases for a diverse mix of vehicles, including passenger vehicles, light commercial vehicles and heavy commercial vehicles. This mitigates exposure to one vehicle segment.</li> <li>The Group has exposure to multiple drivetrains of internal combustion engines, battery electric vehicles and hybrid vehicles. The Group monitors exposure to the vehicle drivetrains and the changing market factors including legislation to ensure they can meet market demands.</li> </ul>
Attracting and retaining a high-quality team and investment in learning and development provided	<ul style="list-style-type: none"> <li>The Group has processes in place to identify, develop and retain key talent. Key staff are incentivised through short-term and long-term incentive plans. Incentive plans are reviewed regularly to ensure they appropriately reward individuals for achievements and align with shareholder outcomes.</li> </ul> <p>The Group has a "Work Health, Safety and Wellbeing Policy" where there is a commitment to provide a safe environment to all employees.</p>

## Key risk

Exposure to risk of cyber-attacks

## Mitigating factors

Cyber attacks present an ongoing threat of business disruption and data loss. We take key actions to monitor, detect, contain and secure our technical environment including:

- A 24/7/365 Security Operations Centre that actively monitors the Group's technical environment for malicious activity and acts upon findings.
- Maintaining our ISO 27001 Information Security Management System (ISMS).
- Enterprise-wide backup and system recovery solution.
- Policies and procedures in place to manage customer records and the appropriate handling of personal information.
- Data classification and handling framework to support and improve the processes that enable the management of data quality as well as the retention and disposal of data appropriately.
- Penetration and Disaster Recovery testing on critical systems and crisis simulation exercises.
- Education and awareness program to ensure increased awareness and vigilance of team members.

Environmental and climate risk

- The Group holds a carbon neutral certification from Climate Active for its Australian business operations.
- The Group holds a Net Carbon Zero certification from Toitū Envirocare for its New Zealand operations.
- The Group has a structured program to support customers to transition to electric vehicles.

The Group is exposed to changes in the regulatory environment in which it operates

- The Group is actively involved with industry bodies where changes to the regulatory environment are discussed, reviewed and actioned by the industry and its members as appropriate.
- The Group has governance structures in place to identify risks and opportunities, with the appropriate actions required and oversight from the Audit and Risk Committee.
- The Group has external relationships with experts in their field who proactively advise the Group of changes to the regulatory environment.

Operational and compliance risk

- The Group's Non-Financial Risk framework allows for the identification, assessment, management, monitoring and reporting of operational risks and compliance obligations.
- The framework sets out how to assess the Group's operational risk profile and helps establish and define policies, processes, procedures and controls used to manage and mitigate operational risks.

## 10. Subsequent events

On 14 November 2025, the Directors declared an unfranked dividend of 13.6 cents per ordinary share payable on 16 January 2026; the dividend will replace the share buy-back program.

Except for the matter disclosed above, there were no other matters or circumstances that occurred since the end of the reporting period that may materially affect the Group's operations, the results of those operations or the Group's state of affairs in future financial years.

## 11. Contingent liability

On 8 November 2023, the Group received a statement of claim relating to a shareholder class action filed in the Victorian Supreme Court. The claim was expressed to be made on behalf of shareholders who acquired an interest in the Group, then named Eclipx Group Limited, during the period between 8 November 2017 and 20 March 2019. The claim alleges during this period, the Group made statements regarding its financial performance in the 2017 and 2018 financial years, and provided guidance to its future earnings for the 2018 and 2019 financial years, and subsequently withdrew, revised or restated this information, and that this involved misleading representations and non-compliance with continuous disclosure obligations. The Group is defending the claim. The financial effect of this claim cannot be estimated as at the date of this financial report.

## 12. Changes in state of affairs

During the financial year, there was no significant change to the state of affairs of the Group other than that referred to in the Directors' report, financial statements or notes thereto.

## 13. Environmental factors

The Group is not subject to any significant environmental regulation under Australian Commonwealth, State or Territory law. The Group recognises its obligations to its stakeholders being customers, shareholders, employees, and the community, to operate in a way that lowers the impact both it and its customers have on the environment.

# Directors' Report continued

## 14. Dividends and share buybacks

On 14 November 2025, the Directors declared an unfranked final dividend for the year ended 30 September 2025 of 13.6 cents per ordinary share, to be paid on 16 January 2026 to eligible shareholders on the register as at 16 December 2025. This equates to a total estimated dividend of \$29.4 million based on the number of ordinary shares on issue as at 30 September 2025. The financial effect of dividends declared after the reporting date are not reflected in the September 2025 financial statements and will be recognised in subsequent financial statements.

No dividends were declared for the year ended 30 September 2024.

During the year ended 30 September 2025, the Group executed a \$55.3 million (2024: \$59.4 million) share buy-back program. The shares bought back were subsequently cancelled.

## 15. Share options

At the date of this report the Group has no options.

## 16. Indemnification of Directors and Officers

The Directors and Officers of the Group are indemnified against liabilities pursuant to agreements with the Group. The Group has entered into insurance contracts with third party insurance providers, in accordance with normal commercial practices. Under the terms of the insurance contracts, the nature of the liabilities insured against, and the amount of premiums paid, are confidential.

## 17. Non-audit services

KPMG, the external auditor of the Group provided no non-audit services during the 2025 financial year. The role of the external auditor is to provide an independent opinion that the financial reports are true and fair and that they comply with applicable regulations. The Audit and Risk Committee has implemented processes and procedures to review the independence of the external auditors and to ensure that they may only provide services that are not conflicting with their role of external auditor.

The fees paid or payable to KPMG were as follows.

	2025 \$m	2024 \$m
<b>Audit and assurance services</b>		
Audit and review of financial statements	1.1	1.1
<b>Assurance services</b>		
Regulatory assurance services	0.1	0.1
<b>Total remuneration for KPMG</b>	<b>1.2</b>	<b>1.2</b>

A copy of the auditor's independence declaration is set out on page 39 of this financial report, and forms part of the Directors Report.

## 18. Rounding of amounts

The Company is of a kind referred to in ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191, issued by the Australian Securities and Investments Commission, relating to the "rounding off" of amounts in the Directors' Report and the Financial Report. Amounts, unless otherwise stated, have been rounded off to the nearest whole number of thousands of dollars.

This Directors' Report is signed on 14 November 2025 on behalf of the Directors in accordance with the resolution of Directors made pursuant to section 298(2) of the *Corporations Act 2001*.



**Gail Pemberton**  
Chair

Sydney  
14 November 2025



**Damien Berrell**  
Chief Executive Officer and Managing Director

Sydney

# Auditor's Independence Declaration



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

To the Directors of FleetPartners Group Limited

I declare that, to the best of my knowledge and belief, in relation to the audit of FleetPartners Group Limited for the financial year ended 30 September 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

Luke Sullivan  
*Partner*

Melbourne  
14 November 2025

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# Letter from the Chair of the People, Culture, Remuneration & Nomination Committee



**Cathy Yuncken**  
Chair of the People,  
Culture, Remuneration  
& Nomination Committee

**Delivery of the Accelerate program, now complete, has simplified the business, achieved material structural cost savings, and positions FleetPartners for its next phase of growth.**

Dear Shareholders,

On behalf of the Board of Directors, I am pleased to present the FleetPartners Remuneration Report for the year ended 30 September 2025.

FleetPartners' remuneration strategy remains firmly focused on aligning executive reward with company performance, prudent risk management and the creation of long-term sustainable value for shareholders. The Board's approach is to ensure remuneration outcomes reflect both financial performance and the strategic progress achieved through business activities.

The 2025 financial year was a significant year for FleetPartners, marked by completion of the Accelerate business transformation program, solid growth in core income and AUMOF, and disciplined focus on portfolio quality, risk management, cost management, and our capital management strategy.

## **FY25 remuneration outcomes**

Our 2025 remuneration outcomes reflect management's consistent and disciplined execution of the business' strategic priorities, whilst closing out the various operating issues arising from the Accelerate program, a complex transformation and change management program that had a short-term impact on various performance measures both financial and non-financial. Delivery of the Accelerate program, now complete, has simplified the business, achieved material structural cost savings, and positions FleetPartners for its next phase of growth.

In FY25, the fixed remuneration of CEO and Managing Director, Damien Berrell, was increased by 4% to \$750,000, in line with total salary increases across the company. The CFO, James Owens, received a 6% increase of his fixed remuneration to \$500,000, following review of his remuneration pursuant to our annual market benchmarking exercise.

The Board also approved:

- FY25 Short Term Incentive (STI) awards for Executive KMP ranging between 71% and 80% of Target STI Opportunity, and 54% and 62% of Maximum STI Opportunity; following review of STI Balanced Scorecard outcomes. These were primarily impacted by Net Promoter and Employee Engagement scores, which reflected the temporary operational challenges experienced by customers and employees following the complex systems and process migrations associated with Accelerate.
- The partial vesting of FY23 Long Term Incentive (LTI) Performance Rights awarded to the CEO and CFO in FY23 for the three-year performance period to 30 September 2025. The 25% vesting outcome was based on achievement of the Accelerate program Return on Invested Capital (ROIC) performance hurdle. The EPS Growth measure, weighted at 75% of the award, was not achieved.
- The first increase to Board and Committee member fees in over six years, with fees increased by 4% in FY25, and total annual fees payable remaining within the shareholder-approved aggregate fee pool of \$1.4 million.



The Board reviews the competitiveness of executive remuneration on an annual basis, considering our executives' role and responsibilities, and their performance contribution, capability and experience.

### Changes to our Remuneration Framework in 2026

Our Executive Remuneration Framework is designed to attract and retain high-calibre executives capable of delivering this next stage of business growth. It comprises three components being Fixed Remuneration, Short-Term Incentives (STI) and Long-Term Incentives (LTI). This framework ensures a significant proportion of remuneration is "at risk" and directly linked to achievement against clearly defined performance objectives.

The Board reviews the competitiveness of executive remuneration on an annual basis, considering our executives' role and responsibilities, and their performance contribution, capability and experience. This review includes external benchmarking with primary reference to direct industry peers and listed non-bank financial services organisations of comparable scale.

During FY25, the Board completed a comprehensive external review of its remuneration strategy and Executive Remuneration Framework to ensure it remains fit for purpose. As a result of this review, the Board approved two changes to the prevailing framework for FY26, to apply to our Executive KMP:

- Change to the STI Plan Award delivery mechanism** - The Board resolved that from FY26, Executive KMP STI awards will be delivered 50% in cash, and 50% in Performance Rights vesting on a 12-month deferred basis, improving the balance between immediate reward and short-term shareholder value creation.
- FY26 LTI Award performance targets** - The Board resolved to introduce to the FY26 LTI Plan an outperformance award opportunity, to be granted in addition to the annual LTI award opportunity. The objective of this new award is to incentivise and reward executive KMP for delivery of business growth and earnings outperformance above the LTI Award target ranges set for the performance period.

### Looking ahead

The Board is confident that FleetPartners' remuneration structure remains appropriate for the business' scale and strategy, supporting the Group's ability to attract and retain talented leaders while driving accountability and performance.

On behalf of the Board, I would like to acknowledge the dedication and commitment of our leadership team and all employees across Australia and New Zealand throughout FY25. Their contribution has been instrumental in positioning FleetPartners for its next stage of growth.

I invite you to read the FY25 Remuneration Report in full and thank you for your continued support as we work to deliver sustainable long-term value for shareholders.

Yours faithfully,

**Cathy Yuncken**  
Chair of the People, Culture, Remuneration & Nomination Committee

# Remuneration Report

## 1 Who is covered by this Report?

This Report details remuneration outcomes for the Group's key management personnel (KMP), who are the team responsible for determining and implementing the Group's strategy. For the year ended 30 September 2025, the KMP were as follows.

Name	Position	Term as KMP
<b>Executive KMP</b>		
Damien Berrell	Chief Executive Officer and Managing Director (CEO & MD)	Full Year
James Owens	Chief Financial Officer	Full Year
<b>Non-Executive KMP</b>		
Gail Pemberton	Independent Chair	Full Year
Mark Blackburn	Independent Non-Executive Director	Full Year
Rob McDonald	Independent Non-Executive Director	Full Year
Russell Shields	Independent Non-Executive Director	Full Year
Fiona Trafford-Walker	Independent Non-Executive Director	Full Year
Cathy Yuncken	Independent Non-Executive Director	Full Year

## 2 FY25 at a glance - Remuneration Outcomes

### 2.1 Fixed Remuneration

The Group's Fixed Remuneration strategy is designed to offer market competitive rates to attract and retain top talent in our Executive Team and across the Group. Remuneration levels are set based on role responsibility, complexity and leadership accountability. They are benchmarked externally using Mercer salary data, and ASX peer data for comparable roles in the fleet management, salary packaging and non-bank financial institutions industries.

During FY25, the Fixed Remuneration of CEO and MD Damien Berrell was increased by 4% to \$750,000, in line with salary increases across the group. CFO James Owens' Fixed Remuneration was increased by 6% to \$500,000, inclusive of salary and superannuation contributions, pursuant to our annual benchmarking exercise. Both increases were effective 27 November 2024.

## 2.2 FY25 Short Term Incentive (STI) balanced scorecard assessment

The Executive KMP balanced scorecard assesses the achievement of the Executive KMPs' annual performance objectives and informs determination of their overall STI award for the performance year. The Executive Leadership team shares the same performance objectives as KMP to create alignment on strategy and business performance across the organisation.

In early FY25, the Board considered and approved the financial and non-financial Key Performance Indicators (KPIs) for Executive KMP as set out in the table below.

Delivery of an STI Award under the Group's STI Plan is subject to satisfaction of a risk gateway test. The risk gateway is based on the Board's judgement of a number of factors during the performance period including the Group's overall financial performance, compliance with the Group's Code of Conduct and no material deviations from the Board Risk Appetite Statement.

The Board reviewed the risk management performance of the CEO and MD Damien Berrell, and the CFO James Owens, and determined that they satisfied the risk gateway test throughout FY25 and were thereby deemed eligible for an STI award for FY25.

Individual STI outcomes reflect business performance against the STI balanced scorecard, individual contribution to these results, ways of working, and alignment with our core values. Executive KMP have a maximum STI opportunity of 130% of their target STI.

The table below provides a summary of Executive KMP financial and non-financial objectives, and performance outcomes relative to targets set at the start of FY25 for each KPI.

Objective	Measure	Weighting	Outcome
<b>Financial (60%)</b>			
Group Financial Targets	NPATA (pre EOL) Target	30%	
	FY25 outcome was 9% up on pcp		Threshold Target Maximum
	AUMOF Target	15%	
	FY25 outcome was 2% up on pcp		Threshold Target Maximum
Operating expenses / average AUMOF Target	Operating expenses / average AUMOF Target	15%	
	FY25 outcome was 15bps lower than pcp		Threshold Target Maximum
<b>Non-financial (40%)</b>			
Customer	Net promoter score	20%	
	FY25 outcome was 43% lower than pcp		Threshold Target Maximum
People and Culture	Employee engagement score	10%	
	FY25 outcome was 3% lower than pcp		Threshold Target Maximum
Sustainability	EV portfolio penetration	10%	
	FY25 outcome was 36% up on pcp		Threshold Target Maximum
Overall			Overall STI outcome 71% of target and 54% of maximum

Note: Financial targets represent the annual budget and non-financial targets reflect the annual operating plan.

The Board's performance review considered the balanced scorecard outcomes and endorsed the awarding of an STI award to the CEO at the scorecard outcome of 71% of target, being 54% of his maximum opportunity for FY25. For the CFO, the Board considered the balanced scorecard outcome and in recognition of the critical role he played during FY25 in the Accelerate business transformation program, approved the awarding of 80% of target, being 62% of his maximum STI opportunity for FY25.

The STI awards will be granted entirely in Performance Rights, following disclosure of the FY25 results in November 2025. In accordance with the Group's Plan rules, the vesting of these awards will be deferred until the conclusion of FY26. The CEO's Performance Rights issue will be subject to shareholder approval, to be sought at the Group's Annual General Meeting in January 2026.

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# Remuneration Report continued

## 2 FY25 at a glance - Remuneration Outcomes continued

### 2.3 FY25 STI awards

Executive KMP	Target STI Opportunity	Maximum STI Opportunity	% of Maximum STI Opportunity Awarded	% of Maximum STI Opportunity Forfeited	Value of STI Awarded - 100% Performance Rights	Deferral Amount	Deferral Duration
Damien Berrell	\$750,000 100% of FR	\$975,000 130% of FR	54%	46%	\$529,786	100%	12 months
James Owens	\$275,000 55% of FR	\$357,500 72% of FR	62%	38%	\$220,000	100%	12 months

### 2.4 FY23 LTI Grant Outcomes

The FY23 LTI Performance Rights awarded to the CEO and CFO were tested as at 30 September 2025 against the EPS Growth (75% of the award) and the Return on Invested Capital (ROIC) of the Accelerate business transformation program (25% of the award) performance hurdles. The following table sets out the FY23 LTI Plan outcomes for the three-year performance period ended 30 September 2025.

Metric	Threshold	Maximum	Actual	% of FY23 LTI Plan award that vested
EPS Growth CAGR (FY22 to FY25)	5.0%	6.5%	(0.2)%	nil
Accelerate program Return on Invested Capital (ROIC)	22%	25%	29%	100%

The Board therefore determined that 25% of the FY23 LTI award qualified for vesting in accordance with the terms of the FY23 LTI Plan, as a result of which the following performance rights will vest for Executive KMP.

Executive KMP	Performance Rights Granted	% Qualified for Vesting	Performance Rights Qualified for Vesting
Damien Berrell	383,261	25%	95,815
James Owens	68,218	25%	17,055

### 3 Executive KMP Remuneration Strategy and Framework

#### 3.1 Link between business strategy and remuneration framework

##### Our remuneration strategy

The remuneration strategy of the Group seeks to attract, retain and motivate key talent, fostering business performance that aligns with our business strategy to deliver sustainable long-term value creation.

##### Our business strategy

The Group's strategic objectives for each target market are summarised in the graphic below.



The strategy focuses on developing sales, distribution and service capabilities to drive further penetration into these markets.

A key enabler of the Group's business strategy was the Accelerate business transformation program. Implementation commenced in FY23 and was completed in FY25. The Accelerate transformation consolidated the Group's Australian brands, systems and processes on the Miles platform, in line with our New Zealand operations. Migrating the Australian business to Miles will realise material customer experience benefits, enhance operating agility, and simplify and standardise systems and processes, thereby establishing a strong foundation for increased digitisation and scalability. In line with project targets, Accelerate has delivered operating expense reduction at an annualised run rate of \$6 million.

**Our Purpose: Empowering tomorrow's destination, today.**

# Remuneration Report continued

## 3 Executive KMP Remuneration Strategy and Framework continued

Over the past five years, KMP remuneration outcomes have reflected company performance, with variable remuneration components closely tied to metrics including financial performance, non-financial performance and shareholder value.

The table below summarises key financial performance metrics over the last five years.

	FY21	FY22	FY23	FY24	FY25
NPATA <sup>1</sup> (\$'000)	84,905	108,105	88,324	87,712	<b>84,126</b>
NPATA pre EOL Income <sup>2</sup> (\$'000)	36,078	43,113	36,400	37,910	<b>41,214</b>
Cash EPS (cents)	27.6	37.6	33.4	36.5	<b>37.5</b>
Statutory EPS (cents)	24.7	35.9	30.7	32.4	<b>33.6</b>
Share price at the end of the year	\$2.47	\$2.25	\$2.74	\$3.09	<b>\$2.89</b>
Total dividend paid (cents)	-	-	-	-	-
Share buy-back (\$'000)	27,587	63,301	75,366	59,393	<b>55,286</b>

1. NPATA for FY21, FY22 and FY23 has been restated to remove the profit and loss impact of the ineffective portion of the hedge loss (after tax). The Group previously reported FY21 NPATA of \$85,149,000, FY22 NPATA of \$110,824,000 and FY23 NPATA of \$87,976,000. These periods have been adjusted as they related to the base years for the measure of EPS growth metric for the FY22 LTI Plan, FY23 LTI Plan and FY24 LTI Plan.

2. End of lease income.

3. Cash EPS for FY21, FY22 and FY23 has been restated to reflect the restated NPATA figures for those periods.

### 3.2 Our remuneration principles

#### Alignment to performance



Support the business strategy and shareholder alignment

#### Market competitive



Attract, motivate and retain highly capable executives

#### Simple and transparent



A remuneration framework that is easy to communicate

#### Equitable



Balanced approach with a significant portion of remuneration at risk

#### Culture



Drive a culture of rewarding high performance and engagement

#### Risk management



Clear practices in place to minimise potential conflicts of interest and enable effective decision making

### 3.3 FY25 Executive KMP Remuneration Framework

The Board undertakes a detailed review of the Executive KMP remuneration framework on an annual basis, to ensure its continued alignment with the Group's objectives and purpose. Following its review in 3Q24, the Board resolved to make no changes to the overall Executive KMP remuneration framework in FY25, which is summarised below.

	Fixed Remuneration (FR)	Short-Term Incentive (STI)	Long-Term Incentive (LTI)	Minimum Shareholding Requirement (MSR)
<b>What is it?</b>	Base salary, non-monetary benefits and superannuation	Performance Rights tested at the end of the financial year (100% of the award is deferred for twelve months)	Performance Rights allocated using a face value methodology	Executive KMP are required to hold equity / shares equivalent in value to Fixed Remuneration as follows: <ul style="list-style-type: none"> <li>CEO: 100% of FR (at the time of appointment)</li> <li>CFO: 50% of FR (at the time of appointment)</li> </ul> KMP have five years from the implementation of MSR (or appointment as a KMP) to meet the requirement
<b>Purpose</b>	Attract and retain key talent based on capability and experience to deliver strategy	Motivate, retain and reward Executive KMP, focusing on near-term actions designed to deliver sustainable long-term performance and strategic goals	Motivate, retain and reward Executive KMP focusing on sustainable long-term performance, and providing participants with exposure to the Group's share price	Retain and align Executive KMP with shareholder interest
<b>Link to performance</b>	Set based on the individual's experience, capability and the value they bring to the Group	Performance assessed annually by reference to risk outcomes and performance outcomes achieved relative to balanced scorecard performance objectives	Will only deliver value to participant where shareholder value is created as assessed by reference to LTI metrics	
<b>Alignment with business strategy</b>	Attract and retain based on comparable roles in companies with similar market capitalisation	Linked to company's strategic goals	Rewards individuals for delivering business performance that creates shareholder value	Aligning the long-term interests of Executive KMP with those of shareholders

### 3.4 FY25 Executive KMP remuneration mix

The remuneration components for each Executive KMP are expressed as a percentage of their total 'face value' target remuneration opportunity, and maximum remuneration opportunity, as illustrated in the following graphic.

	Fixed Remuneration	STI Opportunity	LTI Opportunity	Total				
<b>Damien Berrell</b>								
Target	\$750,000	\$750,000	\$750,000	\$2,250,000	FR 33.3%	STI 33.3%	LTI 33.3%	
Maximum	\$750,000	\$975,000	\$750,000	\$2,475,000	FR 30.3%	STI 39.4%	LTI 30.3%	
<b>James Owens</b>								
Target	\$500,000	\$275,000	\$150,000	\$925,000	FR 54.1%	STI 29.7%	LTI 16.2%	
Maximum	\$500,000	\$357,500	\$150,000	\$1,007,500	FR 49.6%	STI 35.5%	LTI 14.9%	

# Remuneration Report continued

## 3 Executive KMP Remuneration Strategy and Framework continued

### 3.5 FY25 STI Award

Key terms of the FY25 STI award issued under the STI plan are outlined in the following table.

Elements	How the STI works																									
<b>Purpose</b>	To reward the achievement of annual performance targets aligned with FleetPartners' business strategy and objectives that deliver sustainable stakeholder outcomes.																									
<b>Performance period</b>	12 months ended 30 September																									
<b>Gateway</b>	A risk gateway must be satisfied for any STI award to be made. The risk gateway is based on compliance with the Group's Risk Appetite Statement, ensuring that appropriate governance and risk tolerance levels are met, and no material breaches occur during the performance period.																									
<b>Maximum STI opportunity</b>	The maximum STI opportunity for the CEO is 130% of Fixed Remuneration, and for the CFO is 72% of Fixed Remuneration.																									
<b>Group scorecard</b>	Group performance is measured against a scorecard comprising financial (60%) and non-financial metrics (40%). The performance metrics used in the FY25 STI Group scorecard are outlined below. <table border="1" data-bbox="422 840 1423 1205"> <thead> <tr> <th>Objective</th> <th>Metric</th> <th>Weighting</th> </tr> </thead> <tbody> <tr> <td colspan="2"><b>Financial</b></td> <td><b>60%</b></td> </tr> <tr> <td rowspan="3">Group Financial Targets</td> <td>NPATA (pre EOL) target</td> <td>30%</td> </tr> <tr> <td>AUMOF target</td> <td>15%</td> </tr> <tr> <td>Operating expenses/average AUMOF target</td> <td>15%</td> </tr> <tr> <td colspan="2"><b>Non-financial</b></td> <td><b>40%</b></td> </tr> <tr> <td>Customer</td> <td>Net promoter score</td> <td>20%</td> </tr> <tr> <td>People and Culture</td> <td>Employee engagement score</td> <td>10%</td> </tr> <tr> <td>Sustainability</td> <td>EV portfolio penetration</td> <td>10%</td> </tr> </tbody> </table>	Objective	Metric	Weighting	<b>Financial</b>		<b>60%</b>	Group Financial Targets	NPATA (pre EOL) target	30%	AUMOF target	15%	Operating expenses/average AUMOF target	15%	<b>Non-financial</b>		<b>40%</b>	Customer	Net promoter score	20%	People and Culture	Employee engagement score	10%	Sustainability	EV portfolio penetration	10%
Objective	Metric	Weighting																								
<b>Financial</b>		<b>60%</b>																								
Group Financial Targets	NPATA (pre EOL) target	30%																								
	AUMOF target	15%																								
	Operating expenses/average AUMOF target	15%																								
<b>Non-financial</b>		<b>40%</b>																								
Customer	Net promoter score	20%																								
People and Culture	Employee engagement score	10%																								
Sustainability	EV portfolio penetration	10%																								
<b>Performance assessment</b>	<p>Performance against the Group STI scorecard for Executive KMP is assessed by the People, Culture, Remuneration &amp; Nomination Committee and approved by the Board.</p> <p>The Board takes a robust approach to determining Executive KMP remuneration outcomes, using business judgement and oversight, and considers the range of quantitative factors laid out in the scorecard, supported by qualitative considerations when making decisions.</p>																									
<b>Instrument</b>	<p>100% of the FY25 STI award will be delivered in the form of Performance Rights to acquire Group shares (at no cost to the participant), which will vest 12 months after grant, subject to the Executive KMP's continued employment with the Group.</p> <p>The number of Performance Rights granted is based on the FY25 STI awarded and the face value of a Performance Right (calculated as the VWAP for the five trading days following announcement of the Group's FY25 full-year results).</p> <p>The FY25 STI Performance Rights will be satisfied using shares already purchased on market and held as part of the ESOP trust.</p>																									
<b>Malus</b>	In the event of fraud, dishonest conduct or breach of duty or obligation owed to the Group by the participant, the Board has the discretion to cancel all Performance Rights.																									

### 3.6 FY25 LTI Grant

Key terms of the FY25 LTI grant issued under the LTI plan are outlined in the following table.

Elements	How the LTI works										
<b>Overview</b>	Awards granted under the FY25 LTI plan will vest at the end of the three-year performance period subject to achievement of the performance hurdles relating to EPS growth and Return on Assets (ROA).										
<b>Instrument</b>	<p>The FY25 LTI grant was provided in the form of Performance Rights to acquire Group shares (at no cost to the participant), subject to the achievement of performance hurdles based on growth in EPS over a three-year performance period and ROA in FY27. The Rights are also subject to the Executive KMP's continued employment with the Group.</p> <p>The number of FY25 Performance Rights granted was determined by the Board based on a percentage of the Executive KMP's Fixed Remuneration and the face value of a Right (calculated as the VWAP for the five trading days following announcement of the Group's FY24 full-year results).</p>										
<b>Maximum LTI opportunity</b>	<p>CEO - 100% of Fixed Remuneration</p> <p>CFO - 30% of Fixed Remuneration</p>										
<b>Performance period</b>	1 October 2024 - 30 September 2027										
<b>LTI Metric 1 EPS Growth 75% weighting</b>	<p>The following table sets out the normalised EPS growth targets for the FY25 LTI grant. Targets have been set, and performance will be measured, after adjusting for elevated end of lease income, and holding shares on issue constant.</p> <table border="1"> <thead> <tr> <th>Normalised EPS CAGR (from FY24 to FY27)</th> <th>% of FY25 LTI that vests</th> </tr> </thead> <tbody> <tr> <td>Below 5.5%</td> <td>Nil</td> </tr> <tr> <td>At 5.5%</td> <td>50%</td> </tr> <tr> <td>Between 5.5% and 7.0%</td> <td>Straight line pro-rata vesting between 50% and 100%</td> </tr> <tr> <td>At or above 7.0%</td> <td>100%</td> </tr> </tbody> </table>	Normalised EPS CAGR (from FY24 to FY27)	% of FY25 LTI that vests	Below 5.5%	Nil	At 5.5%	50%	Between 5.5% and 7.0%	Straight line pro-rata vesting between 50% and 100%	At or above 7.0%	100%
Normalised EPS CAGR (from FY24 to FY27)	% of FY25 LTI that vests										
Below 5.5%	Nil										
At 5.5%	50%										
Between 5.5% and 7.0%	Straight line pro-rata vesting between 50% and 100%										
At or above 7.0%	100%										
<b>LTI Metric 2 Return on Asset (ROA) 25% weighting</b>	<p>The following table sets out the ROA targets for the FY25 LTI grant. Targets have been set, and performance will be measured, after adjusting for the elevated end of lease income. An adjustment will only be made if the Board considers it necessary to normalise NPATA for any elevated EOL earnings.</p> <table border="1"> <thead> <tr> <th>ROA for FY27</th> <th>% of FY25 LTI that vests</th> </tr> </thead> <tbody> <tr> <td>Below 2.7%</td> <td>Nil</td> </tr> <tr> <td>At 2.7%</td> <td>50%</td> </tr> <tr> <td>Between 2.7% and 2.8%</td> <td>Straight line pro-rata vesting between 50% and 100%</td> </tr> <tr> <td>At or above 2.8%</td> <td>100%</td> </tr> </tbody> </table>	ROA for FY27	% of FY25 LTI that vests	Below 2.7%	Nil	At 2.7%	50%	Between 2.7% and 2.8%	Straight line pro-rata vesting between 50% and 100%	At or above 2.8%	100%
ROA for FY27	% of FY25 LTI that vests										
Below 2.7%	Nil										
At 2.7%	50%										
Between 2.7% and 2.8%	Straight line pro-rata vesting between 50% and 100%										
At or above 2.8%	100%										
<b>Malus</b>	In the event of fraud, dishonest conduct or breach of duty or obligation owed to the Group by the participant, the Board has the discretion to cancel all FY25 LTI Performance Rights.										

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# Remuneration Report continued

## 4 FY26 Executive Remuneration Framework

The Board undertook a comprehensive review of its remuneration strategy and framework in FY25, which included the commissioning of an independent external benchmarking review of Executive KMP remuneration. Following this review, the Board resolved to make the following changes:

### 4.1 FY26 STI Award

A change was made to the delivery mechanism for the FY26 STI award, of which 100% was formerly delivered in the form of Performance Rights vesting 12 months after the grant. For the FY26 STI Plan, 50% of any FY26 STI award delivered to Executive KMP will be delivered in cash, with the remaining 50% delivered in the form of Performance Rights to acquire Group shares (at no cost to the participant), to vest 12 months after award, subject to the Executive KMP's continued employment with the Group.

### 4.2 FY26 LTI Grant

With respect to the FY26 LTI grant, the Board reviewed the measures it would use to evaluate the Group's performance at the end of the three-year performance period (FY26 to FY28) and resolved to retain the EPS growth and ROA measures adopted in the FY25 LTI program, weighted at 75% and 25%, respectively.

The Board has determined that for the purpose of calculating both LTI Plan performance measures in the FY26 LTI Plan, that NPATA pre EOL income will be used as the earnings measure. The adjustment of NPATA used in prior years, where current year EOL Income was substituted with FY19 end of lease profit, is no longer a relevant adjustment. The Board believes that removing the volatility of EOL from NPATA is the most effective measurement of growth in the core business.

To incentivise and reward executive KMP for delivery of business growth and outperformance above target performance ranges agreed for the LTI award opportunity, the Board also resolved to introduce an additional outperformance award opportunity to the FY26 LTI Grant.

#### EPS growth metric (75% weighting)

In calculating EPS growth achieved for the FY26 LTI grant, earnings growth over the performance period will be calculated by reference to NPATA pre EOL income and average Shares on Issue (SOI).

Following careful consideration by the Board, the FY25 to FY28 EPS CAGR targets have been set as follows:

- LTI award opportunity: a minimum threshold of 4.8% up to a target of 5.8%.
- Outperformance award opportunity: from 5.8% up to a maximum of 6.8%.

#### Return on Assets metric (25% weighting)

The ROA metric reflects the efficiency of the business in generating returns on the assets under management and will be measured by dividing FY28 NPATA pre EOL by the average AUMOF for the FY28 period.

The FY25 to FY28 ROA targets have been set as follows:

- LTI award opportunity: a minimum threshold ROA of 1.7%, up to a target of 1.8%.
- Outperformance award opportunity: from 1.8% up to a maximum of 1.9%.

Vesting for both EPS and ROA will be straight line from 50% to 100% across the range from threshold to target, and straight line from 100% to 130% across the range from target to outperformance.

## 5 Executive Service Agreements

### 5.1 Executive service agreements

The table below details the key individual terms and conditions of employment applying to Executive KMP.

	Damien Berrell	James Owens
Notice period	12 months by either party	6 months by either party
Termination entitlement when initiated by the Group	12 months	6 months
Serious misconduct	Immediate termination	
Restraint of Trade	12 months following expiry of notice period	

## 6 Non-Executive Director Remuneration

### 6.1 Overview

Non-Executive Directors (NEDs) receive base Board member fees and Committee membership fees, inclusive of statutory superannuation. Fees are reviewed and set annually by the Board.

NEDs do not participate in any variable remuneration plans.

In FY25, there was a 4% increase to Board member fees and Committee membership fees. This increase was made recognising there had been no Board fee increases for over six years, was in line with the overall salary increase awarded to employees for FY25 and was supported by external benchmarking.

The table below outlines the Board fee structure. Fees in FY25 are within the approved aggregate Board fee pool of \$1.4 million.

Committee	Chair fees (\$)	Member fees (\$)
Board	260,000	130,000
Audit & Risk Committee	26,000	13,000
People, Culture, Remuneration & Nomination Committee	26,000	13,000

NEDs may participate in the Share Rights Contribution Plan, under which shareholder-approved NEDs may elect to sacrifice up to 50% of base fees (excluding Committee fees) to acquire shares on a pre-tax basis. The following key terms apply to the Share Right Contribution Plan.

- Share Rights are not subject to performance conditions.
- If a participant ceases to hold office before their Share Rights convert to shares, all Share Rights will lapse, and the fee amount sacrificed under the Share Rights Contribution Plan will be returned to the participant.

During FY25, NEDs did not elect to sacrifice a proportion of their base Board fees to acquire Share Rights.

# Remuneration Report continued

## 6 Non-Executive Director Remuneration continued

### 6.2 FY25 remuneration

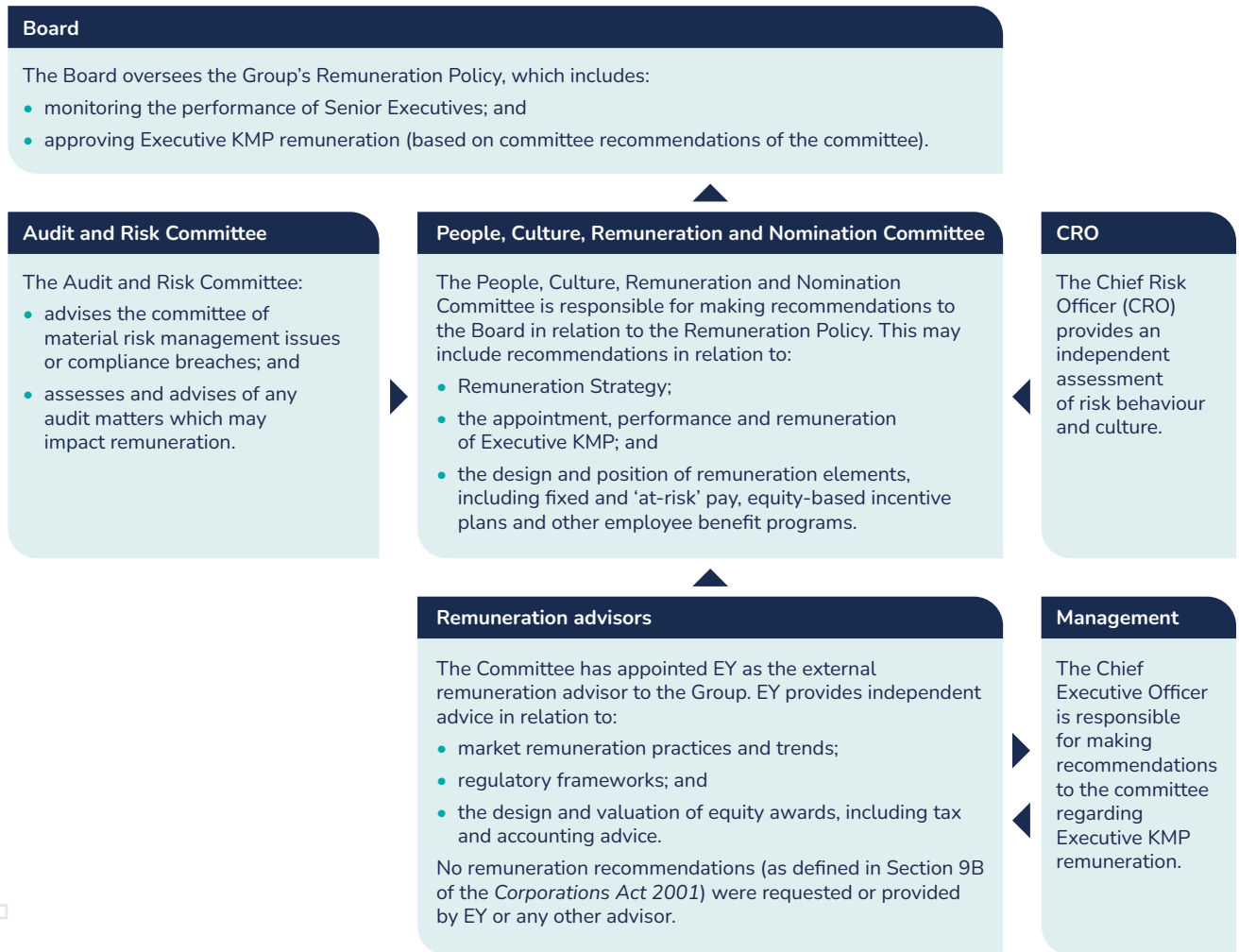
The following table shows the statutory remuneration received by NEDs in FY25.

NED	Year	Salary and fees		Short-term benefits	Post-employment benefits	Share-based payments	Total (\$)
		Cash (\$)	Fees sacrificed to acquire share rights (\$)	Non-monetary (\$)	Superannuation (\$)	Equity-settled (\$)	
Gail Pemberton (Board Chair)	<b>FY25</b>	<b>284,942</b>	-	-	-	-	<b>284,942</b>
	FY24	273,909	-	-	1,091	-	275,000
Mark Blackburn	<b>FY25</b>	<b>142,471</b>	-	-	-	-	<b>142,471</b>
	FY24	115,341	-	-	5,765	-	121,106
Rob McDonald	<b>FY25</b>	<b>127,623</b>	-	-	<b>14,849</b>	-	<b>142,471</b>
	FY24	108,957	-	-	12,149	-	121,106
Russell Shields	<b>FY25</b>	<b>127,623</b>	-	-	<b>14,849</b>	-	<b>142,471</b>
	FY24	123,746	-	-	13,754	-	137,500
Fiona Trafford-Walker	<b>FY25</b>	<b>168,375</b>	-	-	-	-	<b>168,375</b>
	FY24	160,023	-	-	2,477	-	162,500
Cathy Yuncken	<b>FY25</b>	<b>150,827</b>	-	-	<b>17,548</b>	-	<b>168,375</b>
	FY24	146,245	-	-	16,255	-	162,500

## 7 Remuneration Governance

The People, Culture, Remuneration and Nomination Committee (the Committee) assists the Board in relation to the Group's remuneration arrangements. The Board makes all final decisions in relation to these arrangements.

The Committee may seek the advice of a professional remuneration advisor or expert if considered necessary to carry out its duties and responsibilities. During FY25, the Committee considered remuneration data, trends and other relevant governance matters with the support of experienced remuneration consultants. No remuneration recommendations as defined in the *Corporations Act 2001* (Cth) were provided to the Committee during FY25.



# Remuneration Report continued

## 8 Statutory Disclosures

### 8.1 Executive KMP statutory remuneration

The following Executive KMP remuneration table has been prepared in accordance with the accounting standards and has been audited. The values in the table below align with the amounts expensed in the Group's financial statements.

KMP	Year	Short-term benefits			Long-term benefits			Total (\$)	Proportion of remuneration performance related
		Salary (\$)	Non-monetary (\$) <sup>1</sup>	Annual leave (\$)	Long service leave (\$) <sup>2</sup>	Super-annuation (\$)	Share-based payments (\$) <sup>3</sup>		
Damien Berrell	<b>FY25</b>	<b>717,037</b>	<b>2,653</b>	<b>(9,511)</b>	<b>28,851</b>	<b>30,067</b>	<b>1,203,103</b>	<b>1,972,201</b>	<b>61%</b>
	FY24	692,499	3,434	29,138	15,381	28,032	870,744	1,639,228	53%
James Owens	<b>FY25</b>	<b>466,021</b>	<b>2,653</b>	<b>(10,042)</b>	<b>7,331</b>	<b>30,067</b>	<b>373,850</b>	<b>869,880</b>	<b>43%</b>
	FY24	437,033	3,434	5,727	2,882	28,120	304,199	781,395	39%

1. Amount represents motor vehicle, car parking, and fringe benefits tax.

2. Amount represents long service leave provision movements.

3. In accordance with the accounting standards, remuneration includes a proportion of the fair value of the Options and Rights awarded under the LTI program from current and prior years. The fair value is determined as at grant date and is progressively allocated over the vesting period. The amount included in remuneration above may not be indicative of the benefit (if any) that KMP may ultimately realise should the equity instrument vest.

## Outstanding awards

The maximum value of awards that may vest that will be recognised as share-based payments in future years is set out in the table below. The table includes the number and value of awards that have been exercised during the period. The amount reported is the value of share-based payments calculated in accordance with AASB2 Share-Based Payments over the vesting period.

KMP	Plan	Award type	Per- formance condition	Number of awards granted	Grant date	Fair value per instru- ment	Total fair value of award at grant date	Expected vesting date	Number of awards exercised	Value of awards exercised	Expiry date
<b>Damien Berrell</b>	FY25 LTI - Performance Rights	Rights	75% EPS 25% ROA	235,228	23 Jan-25	\$3.06	\$719,798	23 Nov-27	-	-	23 Jan-30
	FY24 STI Rights	Rights	Service	214,706	23 Jan-25	\$3.19	\$684,569	24 Nov-25	-	-	31 Jan-28
	FY24 LTI - Performance Rights	Rights	75% EPS 25% ROA	260,119	25 Jan-24	\$3.06	\$795,964	24 Nov-26	-	-	25 Jan-29 <sup>1</sup>
	FY23 STI Rights	Rights	Service	220,014	25 Jan-24	\$2.77	\$609,438	24 Nov-24	220,014	\$705,947	25 Jan-27 <sup>1</sup>
	FY23 LTI - Performance Rights	Rights	75% EPS 25% ROIC	383,261	1 Feb-23	\$2.06	\$789,518	21 Nov-25	-	-	1 Feb-28 <sup>1</sup>
	FY22 LTI - Performance Rights	Rights	100% EPS	78,431	23 Nov-21	\$2.20	\$172,548	22 Nov-24	78,431	\$254,901	23 Nov-26
<b>James Owens</b>	FY25 LTI - Performance Rights	Rights	75% EPS 25% ROA	47,105	11 Dec-24	\$3.04	\$143,199	23 Nov-27	-	-	11 Dec-29
	FY24 STI Rights	Rights	Service	63,136	11 Dec-24	\$3.19	\$201,303	24 Nov-25	-	-	11 Dec-27
	FY24 LTI - Performance Rights	Rights	75% EPS 25% ROA	101,083	24 Nov-23	\$2.73	\$275,957	24 Nov-26	-	-	24 Nov-28
	FY23 STI Rights	Rights	Service	60,968	24 Nov-23	\$2.77	\$168,881	24 Nov-24	60,968	\$195,535	24 Nov-26
	FY23 LTI - Performance Rights	Rights	75% EPS 25% ROIC	68,218	21 Nov-22	\$2.00	\$136,095	21 Nov-25	-	-	20 Nov-27
	FY22 LTI - Performance Rights	Rights	100% EPS	23,639	21 Nov-22	\$2.00	\$47,160	22 Nov-24	23,639	\$76,827	20 Nov-27

1. The expiry dates for denoted awards have been restated to correct for administrative errors, there has been no impact on the fair value per instrument or the total fair value of the award at grant date.

# Remuneration Report continued

## 8 Statutory Disclosures continued

### 8.3 Equity instruments

Equity instruments held by Non-Executive Directors (Non-Executive KMP) and Executive KMP as at 30 September 2025 are set out in the table below.

	Held as at 30 September 2024		Net change <sup>1</sup>		Held at 30 September 2025		MSR <sup>2</sup>
	Shares	Rights	Shares	Rights	Shares	Rights	
<b>Non-Executive KMP</b>							
Gail Pemberton (Chair)	450,221	-	-	-	450,221	-	Met
Russell Shields	335,647	-	-	-	335,647	-	Met
Cathy Yuncken	27,500	-	-	-	27,500	-	Met
Fiona Trafford-Walker	36,132	-	-	-	36,132	-	Met
Mark Blackburn	11,940	-	10,989	-	22,929	-	Met
Rob McDonald	11,000	-	14,000	-	25,000	-	Met
<b>Executive KMP</b>							
Damien Berrell	472,075	941,825	149,222	151,489	621,297	1,093,314	Met
James Owens	42,483	253,908	42,304	25,634	84,787	279,542	Met

1. Net change reflects equity instruments granted or acquired during the period, less those sold, exercised or forfeited.

2. Minimum shareholding requirements (MSR) are outlined in the Company's Remuneration Policy.

### 8.4 Loans

There were no employee loans issued or settled during FY25.

# Statement of Profit or Loss and Other Comprehensive Income

For the year ended 30 September 2025

	Notes	Consolidated	
		2025 \$'000	2024 \$'000
Revenue and income from continuing operations	2.2	786,231	761,632
Cost of revenue and income	2.2	(462,244)	(450,217)
Lease finance costs	2.3	(96,119)	(84,892)
<b>Net operating income before operating expenses and impairment charges</b>		<b>227,868</b>	226,523
Impairment expense on loans and receivables		(4,951)	(3,477)
Software Impairment	3.7	(1,929)	(267)
<b>Total impairment</b>		<b>(6,880)</b>	(3,744)
Employee benefit expense		(73,023)	(71,962)
Depreciation and amortisation expense	2.3	(10,350)	(11,329)
Operating overheads	2.3	(24,316)	(22,342)
<b>Total overheads</b>		<b>(107,689)</b>	(105,633)
Operating finance costs	2.3	(6,541)	(6,713)
<b>Profit before income tax</b>		<b>106,758</b>	110,433
Income tax expense	2.5	(31,423)	(32,556)
<b>Profit for the year</b>		<b>75,335</b>	77,877
<b>Other comprehensive income</b>			
<i>Items that may be reclassified to profit or loss</i>			
Changes in the fair value of cash flow hedges		(5,337)	(24,842)
Exchange differences on translation of foreign operations		(7,141)	(3,456)
<b>Other comprehensive income for the year</b>		<b>(12,478)</b>	(28,298)
<b>Total comprehensive income for the year</b>		<b>62,857</b>	49,579
Profit attributable to:			
Owners of FleetPartners Group Limited		75,335	77,877
Total comprehensive income for the year attributable to:			
Owners of FleetPartners Group Limited		62,857	49,579
		<b>2025 Cents</b>	<b>2024 Cents</b>
<b>Earnings per share</b>			
Basic earnings per share	2.4	33.6	32.4
Diluted earnings per share	2.4	33.1	32.0

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

# Statement of Financial Position

As at 30 September 2025

	Note	Consolidated	
		2025 \$'000	2024 \$'000
<b>ASSETS</b>			
Cash and cash equivalents	4.3	102,869	91,298
Restricted cash and cash equivalents	4.3	205,691	182,705
Trade receivables and other assets	3.4	103,008	79,145
Inventory		13,285	15,577
Finance leases	3.3	657,586	554,895
Operating leases reported as property, plant and equipment	3.1	1,164,836	1,120,966
Property, plant and equipment	3.1	6,018	3,495
Right-of-use assets	3.2	5,758	3,782
Intangibles	3.7	472,830	478,720
<b>Total assets</b>		<b>2,731,881</b>	<b>2,530,583</b>
<b>LIABILITIES</b>			
Trade and other liabilities	3.5	125,666	138,092
Provisions		8,690	8,397
Derivative financial instruments	4.4	14,667	5,727
Borrowings	4.1	1,818,757	1,656,446
Lease liabilities	3.6	9,801	5,738
Deferred tax liabilities	2.5	122,006	93,251
<b>Total liabilities</b>		<b>2,099,587</b>	<b>1,907,651</b>
<b>Net assets</b>		<b>632,294</b>	<b>622,932</b>
<b>EQUITY</b>			
Contributed equity	4.5	389,825	444,679
Reserves	6.1	152,221	163,340
Retained earnings		90,248	14,913
<b>Total equity</b>		<b>632,294</b>	<b>622,932</b>

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

# Statement of Changes in Equity

For the year ended 30 September 2025

	Note	Attributable to owners of FleetPartners Group Limited			Total equity \$'000
		Contributed equity \$'000	Reserves \$'000	Retained earnings \$'000	
<b>Consolidated</b>					
Balance at 30 September 2023		503,668	194,980	(62,964)	635,684
Profit for the year		-	-	77,877	77,877
Cash flow hedges		-	(24,842)	-	(24,842)
Foreign currency translation		-	(3,456)	-	(3,456)
<b>Total comprehensive income for the year</b>		-	(28,298)	77,877	49,579
<b>Transactions with owners in their capacity as owners:</b>					
Net movement in employee share schemes	6.1	-	2,331	-	2,331
Movement in treasury reserve		-	(714)	-	(714)
Acquisition of treasury shares		-	(4,555)	-	(4,555)
On market share buy-back		-	(59,393)	-	(59,393)
Cancellation of shares		(58,989)	58,989	-	-
<b>Balance at 30 September 2024</b>		<b>444,679</b>	<b>163,340</b>	<b>14,913</b>	<b>622,932</b>
<b>Balance at 30 September 2024</b>					
Profit for the year		-	-	75,335	<b>75,335</b>
Cash flow hedges		-	(5,337)	-	<b>(5,337)</b>
Foreign currency translation		-	(7,141)	-	<b>(7,141)</b>
<b>Total comprehensive income for the year</b>		-	(12,478)	75,335	<b>62,857</b>
<b>Transactions with owners in their capacity as owners:</b>					
Net movement in employee share schemes	6.1	-	3,798	-	<b>3,798</b>
Movement in treasury reserve		-	(7)	-	<b>(7)</b>
Acquisition of treasury shares		-	(2,000)	-	<b>(2,000)</b>
On market share buy-back		-	(55,286)	-	<b>(55,286)</b>
Cancellation of shares		(54,854)	54,854	-	-
<b>Balance at 30 September 2025</b>		<b>389,825</b>	<b>152,221</b>	<b>90,248</b>	<b>632,294</b>

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

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# Statement of Cash Flows

For the year ended 30 September 2025

	Note	Consolidated	
		2025 \$'000	2024 \$'000
<b>Cash flows from operations</b>			
Receipts from customers		1,000,686	906,640
Payments to suppliers and employees		(480,808)	(453,524)
<b>Cash generated from operations before interest, tax and investment in lease portfolio</b>		<b>519,878</b>	453,116
Income tax paid		(8,357)	(6,940)
Interest received		10,967	11,385
Interest paid		(99,237)	(85,954)
<b>Cash generated from operations before investment in lease portfolio</b>		<b>423,251</b>	371,607
Purchase of items reported under operating leases reported as property, plant and equipment		(424,678)	(459,970)
Purchase of items reported under finance leases		(295,576)	(320,427)
Proceeds from sales of inventory		224,510	240,921
<b>Net cash outflow from operating activities</b>	6.6	<b>(72,493)</b>	(167,869)
<b>Cash flows from investing activities</b>			
Purchase of property, plant and equipment and intangibles		(12,713)	(18,549)
<b>Net cash outflow from investing activities</b>		<b>(12,713)</b>	(18,549)
<b>Cash flows from financing activities</b>			
Proceeds from borrowings		737,165	731,996
Repayments of borrowings		(554,631)	(450,518)
Payment of lease liabilities		(2,076)	(2,315)
Payments on settlement of long term incentive plans		-	(990)
On market share buy-back		(55,286)	(59,393)
Purchase of treasury shares		(2,000)	(4,555)
<b>Net cash inflow from financing activities</b>		<b>123,172</b>	214,225
<b>Net increase in cash and cash equivalents</b>		<b>37,966</b>	27,807
Cash and cash equivalents at the beginning of the financial year, net of overdraft		274,003	247,092
Exchange rate variations on New Zealand cash and cash equivalent balances		(3,409)	(896)
<b>Cash and cash equivalents at end of the year, net of overdraft</b>	4.3	<b>308,560</b>	274,003

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

# Notes to the Financial Statements

## 1.0 Introduction to the report

### Statement of compliance

These general purpose financial statements of the consolidated results of FleetPartners Group Limited (ACN 131 557 901) have been prepared in accordance with the Accounting Standards and Interpretations issued by the Australian Accounting Standards Board and the *Corporations Act 2001*. The consolidated financial statements comply with International Financial Reporting Standards (IFRS) adopted by the International Accounting Standards Board (IASB).

The financial report was authorised for issue by the Board of Directors on 14 November 2025.

### Basis of preparation

These financial statements have been prepared under the historical cost convention, except for the financial assets and liabilities (including derivative instruments) at fair value through profit or loss.

The Statement of Financial Position is prepared with assets and liabilities presented in order of liquidity.

Where necessary, comparative figures have been reclassified to conform to changes in presentation in the current year.

### Rounding of amounts

The Company is of a kind referred to in ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191, issued by the Australian Securities and Investments Commission, relating to the 'rounding off' of amounts in the financial statements. Amounts in the financial statements have been rounded off in accordance with that Instrument to the nearest thousand dollars, or in certain cases, the nearest dollar.

### Critical accounting estimates and assumptions

The preparation of financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies.

### Material accounting policies

The accounting policies that are material to the Group are set out below. Other material accounting policies are contained in the notes to the financial report to which they relate. The financial statements are for the Group consisting of FleetPartners Group Limited (Company) and its controlled entities.

#### (i) Principles of consolidation

The consolidated financial statements incorporate the assets and liabilities of all controlled entities of FleetPartners Group Limited as at 30 September 2025 and the results of all controlled entities for the year then ended. FleetPartners Group Limited and its controlled entities together are referred to in this financial report as the Group or the consolidated entity.

The Company controls an entity if it is exposed, or has rights, to variable returns from its involvement with the controlled entity and has the ability to affect those returns through its power over the controlled entity. All controlled entities have a reporting date of 30 September.

Profit or loss and other comprehensive income of controlled entities acquired or disposed of during the year are recognised from the effective date of acquisition, or up to the effective date of disposal, as applicable. In preparing the financial report, all intercompany balances, transactions and unrealised profits arising within the consolidated entity are eliminated in full.

#### (ii) Foreign currency translation

##### *Functional and presentation currency*

The consolidated financial statements are presented in Australian dollars (AUD), which is also the functional currency of the Company.

##### *Foreign currency transactions and balances*

Foreign currency transactions are translated into the functional currency of the respective Group entity, using the exchange rates prevailing at the dates of the transactions (spot exchange rate). Foreign exchange gains and losses resulting from the settlement of such transactions and from remeasurement of monetary items at year end exchange rates are recognised in profit or loss.

Non-monetary items are not retranslated at year-end and are measured at historical cost (translated using the exchange rates at the date of transaction), except for non-monetary items measured at fair value which are translated using the exchange rates at the date when fair value was determined.

# Notes to the Financial Statements continued

## 1.0 Introduction to the report continued

### Material accounting policies continued

#### *Foreign operations*

In the Group's financial statements, all assets, liabilities and transactions of Group entities with a functional currency other than AUD are translated into AUD upon consolidation. The functional currency of the entities in the Group has remained unchanged during the reporting period.

On consolidation, assets and liabilities have been translated into AUD at the closing rate at the reporting date. Goodwill and fair value adjustments arising on the acquisition of a foreign entity have been treated as assets and liabilities of the foreign entity and translated into AUD at the closing rate. Income and expenses have been translated into AUD at the average rate over the reporting period. Exchange differences are charged or credited to other comprehensive income and recognised in the currency translation reserve in equity. On disposal of a foreign operation, the cumulative translation differences recognised in equity are reclassified to profit or loss and recognised as part of the gain or loss on disposal.

#### **Going concern**

This financial report has been prepared on the basis that the Group is a going concern.

The Group has considered its ability to continue as a going concern, using projected cash flow forecasts and other Group metrics and information for at least the next 12 months from the approval of these financial statements. This assessment assumes the Group will be able to continue trading and realise assets and discharge liabilities in the ordinary course of business beyond this period.

At 30 September 2025, the Group held unrestricted cash reserves of \$102.9 million, and undrawn capacity under its corporate debt facilities of \$65.0 million.

### **Changes in material accounting policies**

Except for the changes below, the Group has consistently applied the accounting policies set out in the notes to the financial statements to all periods presented in these consolidated financial statements.

#### *New and revised standards and interpretations not yet adopted by the Group*

A number of new standards are issued, but not yet effective. Early application is permitted; however the Group has not early adopted the new or amended standards in preparing the financial statements.

#### *New Australian Accounting Standards and amendment standards that are effective in the current period*

The Group has adopted all of the new, revised or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ("AASB") that are mandatory for the current reporting period. The adoption of these Accounting Standards and Interpretations did not have any significant impact for the full financial year ending 30 September 2025. Any new, revised or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

## 2.0 Business result for the year

This section provides the information that is most relevant to understanding the financial performance of the Group during the financial year and, where relevant, the accounting policies applied and the critical judgements and estimates made.

- 2.1 Segment information
- 2.2 Revenue and income
- 2.3 Expenses
- 2.4 Earnings per share
- 2.5 Taxation

### 2.1 Segment information

#### Identification of reportable segments

An operating segment is a component of an entity that engages in business activities from which it may earn revenue and incur expenses, whose operating results are reviewed regularly by the Group's Chief Operating Decision Maker in assessing performance and in determining the allocation of resources.

The Group has identified three business segments, Australia Commercial, Novated (based in Australia) and New Zealand Commercial. The segments have been identified based on how the Chief Operating Decision Maker (i.e. Chief Executive Officer and Chief Financial Officer) monitors performance and allocates resources.

The segment information for the reportable segments for the year ended 30 September 2025 is as below.

	Australia Commercial \$'000	Novated \$'000	New Zealand Commercial \$'000	Total \$'000
<b>2025</b>				
Net operating income before operating expenses and impairment charges	134,804	39,216	53,848	227,868
Add back hedge loss	189	149	635	973
<b>NOI</b>	<b>134,993</b>	<b>39,365</b>	<b>54,483</b>	<b>228,841</b>
Bad and doubtful debts	(3,419)	(34)	(1,498)	(4,951)
Operating expenses	(62,450)	(13,573)	(15,497)	(91,520)
<b>EBITDA</b>	<b>69,124</b>	<b>25,758</b>	<b>37,488</b>	<b>132,370</b>
Depreciation, amortisation and impairment	(7,888)	(2,279)	(2,112)	(12,279)
Share based payments	(2,135)	(709)	(954)	(3,798)
Holding company debt interest	(5,015)	(658)	(868)	(6,541)
Non-recurring items*	(1,992)	-	(29)	(2,021)
Hedge loss	(189)	(149)	(635)	(973)
Tax	(15,628)	(6,588)	(9,207)	(31,423)
<b>Statutory net profit after tax</b>	<b>36,277</b>	<b>15,375</b>	<b>23,683</b>	<b>75,335</b>
Post-tax add-back of non-recurring items	1,394	-	21	1,415
Post tax add back of hedge loss	133	104	457	694
<b>Cash net profit after tax including amortisation of software</b>	<b>37,804</b>	<b>15,479</b>	<b>24,161</b>	<b>77,444</b>
Post-tax add-back of software amortisation and impairment	4,240	1,408	1,034	6,682
<b>NPATA</b>	<b>42,044</b>	<b>16,887</b>	<b>25,195</b>	<b>84,126</b>

\* Non-recurring items relate to restructuring and class action legal costs.

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# Notes to the Financial Statements continued

## 2.0 Business result for the year continued

### 2.1 Segment information continued

#### Identification of reportable segments continued

	Australia Commercial \$'000	Novated \$'000	New Zealand Commercial \$'000	Total \$'000
<b>2024</b>				
Net operating income before operating expenses and impairment charges	141,308	32,436	52,779	226,523
Add back hedge loss	733	560	2,201	3,494
<b>NOI</b>	142,041	32,996	54,980	230,017
Bad and doubtful debts	(2,756)	(141)	(580)	(3,477)
Operating expenses	(61,206)	(12,671)	(15,331)	(89,208)
<b>EBITDA</b>	78,079	20,184	39,069	137,332
Depreciation, amortisation and impairment	(6,032)	(903)	(2,214)	(9,149)
Share based payments	(2,032)	(374)	(915)	(3,321)
Holding company debt interest	(5,117)	(679)	(917)	(6,713)
Amortisation and impairment of acquired intangibles	(2,067)	(380)	-	(2,447)
Non-recurring items*	(1,686)	-	(89)	(1,775)
Hedge loss	(733)	(560)	(2,201)	(3,494)
Tax	(18,204)	(5,187)	(9,165)	(32,556)
<b>Statutory net profit after tax</b>	42,208	12,101	23,568	77,877
Post-tax add-back of amortisation and impairment of acquired intangibles	1,446	266	-	1,712
Post-tax add-back of non-recurring items	1,181	-	64	1,245
Post tax add back of hedge loss	610	287	1,585	2,482
<b>Cash net profit after tax including amortisation of software</b>	45,445	12,654	25,217	83,316
Post-tax add back of software amortisation and impairment	2,806	516	1,074	4,396
<b>NPATA</b>	48,251	13,170	26,291	87,712

\* Non-recurring items relate to restructuring and class action legal costs.

## 2.2 Revenue and income

### Recognition and measurement

Revenue is recognised when the Group satisfies its obligations in relation to the provision of goods and services to its customers in the ordinary course of business. Revenue is measured at an amount that reflects the consideration to which the Group expects to be entitled in exchange for performing these obligations. The Group's revenue is disaggregated by the nature of the product or service.

#### *Finance income*

For finance leases, the Group purchases vehicles to lease to customers and earns a spread, or net interest income, being the difference between the interest component of the lease rental income (finance income) it receives from customers and its cost of funds. The Group recognises finance income over the life of the lease. Finance income from finance lease contracts is recognised using the effective interest method. This is a method of calculating the amortised cost of a financial asset and allocating the interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the future asset. Payments collected from the lease are allocated between reducing the net investment in the lease and recognising interest income.

#### *Operating lease rentals*

The Group purchases vehicles to lease to customers and collects rentals in relation to these operating leases. The operating lease instalments (or rental income) are recognised in the financial statements in their entirety on a straight-line basis over the lease term. The instalments are classified and presented in 'Operating lease rentals'.

#### *Maintenance and management income*

Income related to maintenance and management services is recognised over the term of the lease contract based on the percentage of completion method. The allocation of maintenance income over the term is based on a maintenance profile supported by market data of expected service costs and intervals. The difference between the amounts received and amounts recognised as income is accounted for as deferred revenue disclosed within trade and other liabilities. Deferred maintenance income amounted to \$11.1 million (2024: \$11.5 million) and will be recognised over the remaining term of the respective lease contracts.

#### *Related products and services income*

The Group earns income from the provision of related products and services. Revenue is recognised when the right to receive payment is established and the performance obligation has been satisfied.

#### *Brokerage income*

The Group earns fees for the origination of financing from third party banks and financial institutions. Revenue is recognised when the related service has been provided. This is deemed to be at settlement date.

#### *End of lease income - vehicle sales*

The Group earns income on the sale of vehicles from terminated lease contracts. The Group acts as the principal in these transactions and proceeds are recognised on a gross basis. Revenue is recognised at the point in time the vehicle is sold and there are no remaining performance obligations.

#### *End of lease income - other*

The Group earns other end of lease income for variations in contractual terms related to early termination, mileage and excessive wear and tear of the vehicle. The fees are recognised at a point in time, upon termination of the lease contract.

# Notes to the Financial Statements continued

## 2.0 Business result for the year continued

### 2.2 Revenue and income continued

#### Recognition and measurement continued

##### Sundry income

The Group earns sundry income which includes commissions from finance and after-market product referrals; and short term flexible rentals to customers. Revenue is recognised when the service has been provided. This is deemed to be at settlement date for product referrals; and over time for short term rental vehicles.

	Consolidated	
	2025 \$'000	2024 \$'000
<b>Revenue and income from continuing operations:</b>		
Finance income	68,382	54,267
Maintenance and management income <sup>*(1)</sup>	105,606	103,779
Related products and services income <sup>*(2)</sup>	45,276	46,370
Operating lease rentals	319,856	287,643
Brokerage income <sup>*(2)</sup>	2,546	5,279
Sundry income <sup>*(2)</sup>	2,538	3,031
End of lease income - vehicle sales <sup>*(2)</sup>	223,057	241,617
End of lease income - other <sup>*(2)</sup>	18,970	19,646
<b>Total revenue and income from continuing operations</b>	<b>786,231</b>	<b>761,632</b>

\* The above amounts for 2025 totalling \$397,993,000 (2024: \$419,722,000) represent the Group's revenue derived from contracts with customers, in accordance with AASB15. This is disaggregated based on timing of revenue recognition as follows:

- (1) revenue transferred over time of \$105,606,000 (2024: \$103,779,000); and
- (2) revenue transferred at a point in time of \$292,387,000 (2024: \$315,943,000).

##### Net interest income

As part of the analysis of the revenues and direct cost of revenue FleetPartners also considers net interest income as a relevant metric for financial reporting purposes. Operating lease rentals reported under Revenue from continuing operations of \$319,856,000 (2024: \$287,643,000) include an interest component of \$100,499,000 (2024: \$90,287,000). The net interest income recognised for operating and finance leases is presented below.

	Consolidated	
	2025 \$'000	2024 \$'000
Operating lease - interest income	100,499	90,287
Finance income	68,382	54,267
Lease finance costs	(96,119)	(84,892)
<b>Net interest income</b>	<b>72,762</b>	<b>59,662</b>

### Cost of revenue and income

Cost of revenue and income comprises the cost associated with providing the service components of the lease. Cost of revenue and income is recognised as it is incurred.

	Consolidated	
	2025 \$'000	2024 \$'000
<b>Cost of revenue and income:</b>		
Maintenance and management expense	49,316	47,926
Related products and services expense	17,978	16,931
Cost of vehicles sold	181,238	190,646
Impairment expense/(release) on operating lease assets	710	(655)
Depreciation on operating leased assets	213,002	195,369
<b>Total cost of revenue and income</b>	<b>462,244</b>	<b>450,217</b>

## 2.3 Expenses

### Recognition and measurement

#### Depreciation

Depreciation on assets is calculated using the straight line method to allocate their cost, net of their residual values, over their estimated useful lives, as follows:

- Motor vehicles: 2-10 years;
- Furniture and fittings: 3-10 years;
- Plant and equipment: 3-10 years; and
- Right-of-use asset: over term of the lease.

#### Operating finance costs

Facility finance costs and lease liability interest is recognised in the statement of profit or loss and other comprehensive income using the effective interest method.

Facility finance restructure costs are recognised in the statement of profit or loss and other comprehensive income as and when they are incurred.

#### Amortisation

Costs incurred in developing products or systems and costs incurred in acquiring software and licenses that will contribute to future period financial benefits through revenue generation and/or cost reduction are capitalised to software and systems. Costs capitalised include external direct costs of materials and service and direct payroll and payroll related costs of employees' time spent on the project. Amortisation is calculated on a straight line basis over periods generally ranging from three to five years for non-core system software, and seven to ten years for core system software.

# Notes to the Financial Statements continued

## 2.0 Business result for the year continued

### 2.3 Expenses continued

	Consolidated	
	2025 \$'000	2024 \$'000
<b>Profit before income tax includes the following specific expenses:</b>		
<i>Depreciation and amortisation</i>		
Plant and equipment - fixture and fittings	1,329	1,338
Other intangible assets	-	2,447
Software	7,576	5,972
Right-of-use assets	1,445	1,572
<b>Total depreciation and amortisation expense</b>	<b>10,350</b>	<b>11,329</b>
<b>Lease finance costs</b>		
Interest and finance charges - third parties	95,146	81,398
Hedge loss	973	3,494
<b>Total lease finance costs</b>	<b>96,119</b>	<b>84,892</b>
<b>Operating finance costs</b>		
Facility finance costs	6,165	6,362
Lease liabilities interest (where the Group is the lessee)	376	351
<b>Total operating finance costs</b>	<b>6,541</b>	<b>6,713</b>
<b>Operating overheads</b>		
Premises costs	1,217	1,250
Technology costs	7,960	7,898
Restructuring costs	1,775	569
Other overheads	13,364	12,625
<b>Total operating overheads</b>	<b>24,316</b>	<b>22,342</b>

## 2.4 Earnings per share

### Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to equity holders of the Company, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of fully paid ordinary shares outstanding during the financial year and excluding treasury shares.

### Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of additional ordinary shares that would have been outstanding assuming the conversion of all dilutive potential ordinary shares.

### Profit attributable to the ordinary shareholders

	Consolidated	
	2025 \$'000	2024 \$'000
Profit attributable to the ordinary equity holders of the company used in calculating basic earnings per share and diluted earnings per share		
Profit from continuing operation	75,335	77,877
<b>From continuing operations</b>	<b>75,335</b>	<b>77,877</b>

### Weighted average number of shares used as the denominator

	Consolidated	
	2025 Number	2024 Number
Weighted average number of ordinary shares used as the denominator in calculating basic earnings per share	224,440,665	240,352,856
Weighted average number of ordinary shares used as the denominator in calculating diluted earnings per share	227,789,072	243,544,680

### Earnings per share

	Consolidated	
	2025 Cents	2024 Cents
Basic earnings per share	33.6	32.4
Diluted earnings per share	33.1	32.0

# Notes to the Financial Statements continued

## 2.0 Business result for the year continued

### 2.5 Taxation

#### Recognition and measurement

##### *Current tax*

Current tax assets and liabilities are measured at the amount of income taxes payable or recoverable in respect of the taxable profit or tax loss for the period. It is calculated using tax rates and tax laws that have been enacted or substantively enacted by the reporting date.

##### *Deferred tax*

Deferred tax is accounted for in respect of temporary differences arising from differences between the carrying amount of assets and liabilities and the corresponding tax base.

Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences, unused tax losses and tax offsets, to the extent that it is probable that sufficient future taxable profits will be available to utilise them.

However, deferred tax assets and liabilities are not recognised for:

- taxable temporary differences that arise from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss;
- temporary differences between the carrying amount and tax bases of investments in controlled entities where the parent entity is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future; and
- taxable temporary differences arising from goodwill.

Deferred tax assets and liabilities are measured using the tax rates and tax laws that are expected to apply the year when the asset is utilised or liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date.

Income taxes relating to items recognised directly in equity are recognised directly in equity and not in the statement of profit or loss and other comprehensive income.

##### *Offsetting deferred tax balances*

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

##### *Tax consolidation legislation*

FleetPartners Group Limited and its wholly owned Australian controlled entities are part of a tax-consolidated group under Australian taxation law. FleetPartners Group Limited is the head entity in the tax-consolidated group. Entities within the tax-consolidated group have entered into a tax funding arrangement and a tax sharing agreement with the head entity. Under the terms of the tax funding arrangement, FleetPartners Group Limited and each of the entities in the tax-consolidated group have agreed to pay (or receive) a tax equivalent payment to (or from) the head entity, based on the current tax liability or current tax asset of the entity.

(i) Reconciliation of income tax expense

	Consolidated	
	2025 \$'000	2024 \$'000
Profit from continuing operations before income tax expense	106,758	110,433
	106,758	110,433
Prima facie tax rate of 30% (2024: 30%)	32,027	33,130
New Zealand tax rate differentials	(732)	(759)
Tax effect of amounts which are not deductible/(taxable) in calculating taxable income:		
Others	128	185
<b>Income tax expense</b>	<b>31,423</b>	<b>32,556</b>
<b>Income tax expense comprises:</b>		
Current tax	6,380	9,429
Deferred tax	25,043	23,127
	31,423	32,556
<b>Income tax expense is attributable to:</b>		
Profit from continuing operations	31,423	32,556
<b>Income tax expense</b>	<b>31,423</b>	<b>32,556</b>
Effective tax rate	29%	29%

(ii) Movement of deferred tax

	Opening balance \$'000	Charged to profit or loss \$'000	Charged to other compre- hensive income and equity \$'000	Reclass- ification between current tax and deferred tax \$'000	Closing balance \$'000	Deferred tax asset \$'000	Deferred tax liability \$'000
<b>2025</b>							
Doubtful debt provision	2,848	652	-	-	3,500	3,500	-
Derivative financial instruments	1,599	441	2,136	-	4,176	4,176	-
Accruals, employee provisions and other	54,638	(42,500)	-	(5,848)	6,290	8,120	(1,830)
Leasing adjustments	(153,999)	15,737	-	-	(138,262)	-	(138,262)
Transaction costs	20	1	-	-	21	21	-
Right-of-use assets	(1,098)	(603)	-	-	(1,701)	-	(1,701)
Lease liabilities	1,682	1,229	-	-	2,911	2,911	-
Intangible assets	1,059	-	-	-	1,059	1,059	-
	(93,251)	(25,043)	2,136	(5,848)	(122,006)	19,787	(141,793)
Set off DTL against DTA						(19,787)	19,787
Net tax liabilities					(122,006)	-	(122,006)

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# Notes to the Financial Statements continued

## 2.0 Business result for the year continued

### 2.5 Taxation continued

	Opening balance \$'000	Charged to profit or loss \$'000	Charged to other compre- hensive income and equity \$'000	Reclass- ification between current tax and deferred tax \$'000	Closing balance \$'000	Deferred tax asset \$'000	Deferred tax liability \$'000
2024							
Doubtful debt provision	2,171	677	-	-	2,848	2,848	-
Deferred revenue	1,063	(1,063)	-	-	-	-	-
Derivative financial instruments	(9,926)	1,133	10,392	-	1,599	1,599	-
Accruals, employee provisions and other	107,705	(47,317)	(714)	(5,036)	54,638	56,579	(1,941)
Leasing adjustments	(176,502)	22,503	-	-	(153,999)	-	(153,999)
Transaction costs	166	(146)	-	-	20	20	-
Right-of-use assets	(1,141)	43	-	-	(1,098)	-	(1,098)
Lease liabilities	1,311	371	-	-	1,682	1,682	-
Intangible assets	387	672	-	-	1,059	1,059	-
	(74,766)	(23,127)	9,678	(5,036)	(93,251)	63,787	(157,038)
Set off DTL against DTA						(63,787)	63,787
Net tax liabilities					(93,251)	-	(93,251)

#### (iii) Franking credits

	Consolidated	
	2025 \$'000	2024 \$'000
<b>Franked dividends (Australia)</b>		
Franking credits available for subsequent financial years based on a tax rate of 30% (2024: 30%)	7	4

#### Key estimate and judgement: Taxation

The Group is subject to income taxes in Australia and New Zealand. Significant judgement is required in determining the provision for income taxes. There are many transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. The Group recognises liabilities for anticipated tax based on estimates. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current and deferred tax provisions in the period in which such determination is made.

### 3.0 Operating assets and liabilities

This section provides information relating to the operating assets and liabilities of the Group.

#### 3.1 Property, plant and equipment

##### Recognition and measurement

##### *Property, plant and equipment*

Property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Cost may also include transfers from equity of any gains/losses on qualifying cash flow hedges of foreign currency purchases of property, plant and equipment.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the statement of profit or loss and other comprehensive income during the reporting period in which they are incurred.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These are included in the statement of profit or loss and other comprehensive income.

##### *Leased property (Motor vehicles and equipment)*

Leased property is stated at cost less accumulated depreciation and impairment. Cost includes initial direct costs incurred in negotiating and arranging the operating lease contract. In the event that the settlement of all or part of the purchase consideration is deferred, cost is determined by discounting the amounts payable in the future to their present value at the date of acquisition.

Depreciation is brought to account on leased property. Depreciation is calculated on a straight line basis so as to write off the net cost of each asset over its expected useful life (being the term of the related lease contract) to its estimated residual value. The assets' residual values and useful lives are revised, and adjusted if appropriate, at the end of each reporting period.

Residual values are assessed for impairment and in the event of a shortfall, an impairment charge is recognised in the current period.

	Plant and equipment \$'000	Fixture and fittings \$'000	Motor vehicles and equipment \$'000	Total \$'000
<b>Consolidated</b>				
<b>2025</b>				
Opening net book amount	1,657	1,838	1,120,966	1,124,461
Additions	1,403	2,474	424,678	428,555
Transfers to inventory	-	-	(143,607)	(143,607)
Impairment charge	-	-	(710)	(710)
Depreciation charge	(692)	(637)	(213,002)	(214,331)
Foreign exchange variation	(3)	(22)	(23,489)	(23,514)
<b>Closing net book amount</b>	<b>2,365</b>	<b>3,653</b>	<b>1,164,836</b>	<b>1,170,854</b>
<b>2025</b>				
Cost	21,003	10,297	1,697,761	1,729,061
Accumulated depreciation and impairment	(18,638)	(6,644)	(532,925)	(558,207)
<b>Net book amount</b>	<b>2,365</b>	<b>3,653</b>	<b>1,164,836</b>	<b>1,170,854</b>

# Notes to the Financial Statements continued

## 3.0 Operating assets and liabilities continued

### 3.1 Property, plant and equipment continued

<b>Consolidated</b>	<b>Plant and equipment \$'000</b>	<b>Fixture and fittings \$'000</b>	<b>Motor vehicles and equipment \$'000</b>	<b>Total \$'000</b>
<b>2024</b>				
Opening net book amount	518	1,380	996,519	998,417
Reclassifications	1,380	-	-	1,380
Additions	448	1,118	459,970	461,536
Transfers to inventory	-	-	(133,379)	(133,379)
Impairment reversal	-	-	655	655
Depreciation charge	(688)	(650)	(195,369)	(196,707)
Foreign exchange variation	(1)	(10)	(7,430)	(7,441)
<b>Closing net book amount</b>	<b>1,657</b>	<b>1,838</b>	<b>1,120,966</b>	<b>1,124,461</b>
<b>2024</b>				
Cost	19,805	7,924	1,630,742	1,658,471
Accumulated depreciation and impairment	(18,148)	(6,086)	(509,776)	(534,010)
<b>Net book amount</b>	<b>1,657</b>	<b>1,838</b>	<b>1,120,966</b>	<b>1,124,461</b>

	<b>Consolidated</b>	
	<b>2025 \$'000</b>	<b>2024 \$'000</b>
<b>Motor vehicle and equipment operating leases reported as property, plant and equipment</b>		
Operating leases terminating within 12 months	<b>245,580</b>	241,328
Operating leases terminating after more than 12 months	<b>919,256</b>	879,638
	<b>1,164,836</b>	1,120,966
<b>Net book amount of property, plant and equipment</b>		
Plant and equipment	<b>2,365</b>	1,657
Fixture and fittings	<b>3,653</b>	1,838
	<b>6,018</b>	3,495
<b>Total property, plant and equipment</b>	<b>1,170,854</b>	<b>1,124,461</b>

#### Key estimate and judgement: Leased property (Motor vehicles and equipment)

The Group owns assets where the residual value of the asset and useful life of the asset needs to be assessed at each reporting date. The residual value of the asset is impacted by the condition, age, usage of the asset and the demand for the asset at the end of its useful life. The Group uses internal and external data to calculate the residual value of the asset and the expected useful life of the asset. The residual value and useful life of the asset is used to calculate the depreciation and net book value of the asset. The actual value to be realised on the final disposal of the asset will impact the profit and loss on sale of the asset in the period that the sale occurs.

### 3.2 Right-of-use assets

#### Recognition and measurement

The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or restore the underlying asset or the site on which it is located, less any lease incentives received. The right-of-use asset is subsequently depreciated using the straight-line method over the term of the lease.

#### (i) Movements in net book value of right-of-use assets

Consolidated	Buildings \$'000	Equipment \$'000	Total \$'000
Balance at 1 October 2024	3,651	131	3,782
Depreciation charge for the year	(1,398)	(47)	(1,445)
Additions to right-of-use assets	3,417	171	3,588
Derecognition of right-of-use assets	-	(101)	(101)
Net foreign currency exchange differences	(66)	-	(66)
<b>Balance at 30 September 2025</b>	<b>5,604</b>	<b>154</b>	<b>5,758</b>

Consolidated	Buildings \$'000	Equipment \$'000	Total \$'000
Balance at 1 October 2023	3,765	191	3,956
Depreciation charge for the year	(1,512)	(60)	(1,572)
Additions to right-of-use assets	1,429	-	1,429
Net foreign currency exchange differences	(31)	-	(31)
<b>Balance at 30 September 2024</b>	<b>3,651</b>	<b>131</b>	<b>3,782</b>

	2025 \$'000	2024 \$'000
Leases amortising within 12 months	1,432	1,275
Leases amortising after more than 12 months	4,326	2,507
	<b>5,758</b>	<b>3,782</b>

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# Notes to the Financial Statements continued

## 3.0 Operating assets and liabilities continued

### 3.3 Finance leases

#### Recognition and measurement

Amounts due from lessees under finance leases are recorded as receivables. Finance lease receivables are initially recognised at amounts equal to the present value of the minimum lease payments receivable plus the present value of any guaranteed residual value expected to accrue at the end of the lease term. Finance lease payments are allocated between interest revenue and reduction of the lease receivable over the term of the lease in order to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

Assets leased under finance leases are classified and presented as lease receivables.

	Consolidated	
	2025 \$'000	2024 \$'000
Gross investment	786,794	671,742
Unearned income	(121,866)	(109,854)
Expected credit loss provision	(7,342)	(6,993)
	<b>657,586</b>	554,895
Amount expected to be recovered within 12 months	193,542	160,396
Amount expected to be recovered after more than 12 months	464,044	394,499
	<b>657,586</b>	554,895

The future undiscounted lease payments under non-cancellable leases are disclosed in note 4.6(a).

### 3.4 Trade receivables and other assets

#### Recognition and measurement

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment. Trade receivables are generally due for settlement within 30 days.

Collectability of trade receivables is disclosed as part of credit risk. Refer to note 4.2.

	Consolidated	
	2025 \$'000	2024 \$'000
<b>Net trade receivables</b>		
Trade receivables	99,613	62,987
Expected credit loss provision	(4,296)	(2,400)
	<b>95,317</b>	60,587
Sundry debtors	2,945	14,070
Prepayments	4,746	4,488
<b>Total trade receivables and other assets</b>	<b>103,008</b>	79,145

A significant portion of the above amounts are expected to be recovered within 12 months. The net carrying value of trade receivables is considered a reasonable approximation of fair value.

### 3.5 Trade and other liabilities

#### Recognition and measurement

These amounts represent liabilities for goods and services provided to the Group prior to the end of financial year which are unpaid.

	Consolidated	
	2025 \$'000	2024 \$'000
Trade payables	51,437	57,532
Accrued expenses	13,274	11,548
Current tax liabilities	443	3,630
Maintenance income received in advance	8,806	5,429
Other payables	40,001	48,468
Deferred revenue	11,705	11,485
<b>Total trade and other liabilities</b>	<b>125,666</b>	<b>138,092</b>

	Consolidated	
	2025 \$'000	2024 \$'000
Amount expected to be settled within 12 months	125,666	138,092
<b>Total trade and other liabilities</b>	<b>125,666</b>	<b>138,092</b>

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# Notes to the Financial Statements continued

## 3.0 Operating assets and liabilities continued

### 3.6 Lease liabilities

#### Recognition and measurement

Lease liabilities are measured at the present value of the lease payments to be made over the lease term as at the commencement of the lease. The present value is calculated by discounting the lease payments using the lessee's incremental borrowing rate.

The incremental borrowing rate is the rate that the Group would have to pay to borrow funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment, with similar terms, security and conditions. Application of the incremental borrowing rate is adopted where the interest rate implicit in the lease cannot be readily determined, which is generally the case for leases in the Group.

Lease payments due within the next 12 months are recognised within current lease liabilities; payments due after 12 months are recognised within non-current lease liabilities. Interest on the lease liability in each period during the lease term shall be the amount that produces a constant periodic rate of interest on the remaining balance of the lease liability. Interest expense on the lease liability is a component of finance cost and presented in the statement of profit or loss.

The Group leases buildings and equipment. Lease liabilities include the net present value of the following lease payments:

- Fixed payments, less any lease incentives receivable; and
- Payments of penalties for the termination of the lease, if the lease term reflects the lessee exercising that option.

	2025 \$'000	2024 \$'000
<b>(i) Maturity analysis - contractual undiscounted cash flow</b>		
Less than one year	2,656	2,164
One to five years	8,480	4,219
More than five years	-	36
<b>Total undiscounted lease liabilities as 30 September</b>	<b>11,136</b>	<b>6,419</b>
<b>(ii) Lease liabilities included in the statement of financial position at 30 September</b>		
Lease payments due within 12 months	2,127	1,900
Lease payments due after more than 12 months	7,674	3,838
	<b>9,801</b>	<b>5,738</b>
<b>(iii) Amounts recognised in profit or loss</b>		
Lease liabilities interest	(376)	(351)
<b>(iv) Amounts recognised in statement of cash flow</b>		
Financing cash outflow relating to the principal portion of lease payments	2,076	2,315
Operating cash outflow relating to the interest expense portion of lease payments	386	366
<b>Total cash outflow for leases</b>	<b>2,462</b>	<b>2,681</b>

### 3.7 Intangibles

#### Recognition and measurement

##### Goodwill

Goodwill represents the excess of the cost of an acquisition over the fair value of the net identifiable assets of the acquired controlled entities at the date of acquisition. Goodwill on acquisitions of controlled entities is included in intangible assets. Goodwill is not amortised. Instead, goodwill is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

Goodwill is allocated to a cash-generating unit (CGU) for the purpose of impairment testing. The allocation is made to those CGUs that are expected to benefit from the business combination in which the goodwill arose.

##### Customer relationships

Other intangible assets include customer relationships acquired as part of business combinations and recognised separately from goodwill. Customer relationships are amortised over 10 years on a straight line basis.

## Software

Software costs include only those costs directly attributable to the development phase and are only recognised following completion of technical feasibility and where the Group has an intention and ability to use the asset.

		Software \$'000	Goodwill \$'000	Total \$'000
<b>2025</b>				
Opening net book amount		39,028	439,692	478,720
Additions		8,836	-	8,836
Amortisation charge		(7,576)	-	(7,576)
Impairment charge		(1,929)	-	(1,929)
Foreign exchange variation		(66)	(5,155)	(5,221)
Closing net book amount		38,293	434,537	472,830
<b>2025</b>				
Cost		125,504	434,537	560,041
Accumulated amortisation and impairment		(87,211)	-	(87,211)
Net book amount		38,293	434,537	472,830
	Customer relationships \$'000	Software \$'000	Goodwill \$'000	Total \$'000
<b>2024</b>				
Opening net book amount	2,447	29,717	441,337	473,501
Reclassifications	-	(1,380)	-	(1,380)
Additions	-	16,983	-	16,983
Amortisation charge	(2,447)	(5,972)	-	(8,419)
Impairment charge	-	(267)	-	(267)
Foreign exchange variation	-	(53)	(1,645)	(1,698)
Closing net book amount	-	39,028	439,692	478,720
<b>2024</b>				
Cost	29,342	118,280	439,692	587,314
Accumulated amortisation and impairment	(29,342)	(79,252)	-	(108,594)
Net book amount	-	39,028	439,692	478,720

# Notes to the Financial Statements continued

## 3.0 Operating assets and liabilities continued

### 3.7 Intangibles continued

#### (i) Impairment of assets

For the year ended 30 September 2025, the Group recognised impairments of \$1.9 million (2024: \$0.3 million) against software upon impairment review. This related to existing software that was deemed to be impaired following the implementation of the Accelerate program.

Goodwill and intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (CGUs). Non-financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

For the purpose of annual impairment testing, goodwill is allocated to the following CGUs, which are the units expected to benefit from the synergies of the business combinations in which the goodwill arises.

	Consolidated	
	2025 \$'000	2024 \$'000
Australia Commercial	282,493	282,493
Novated	46,475	46,475
New Zealand Commercial	105,569	110,724
Goodwill allocation at 30 September	434,537	439,692

The recoverable amount of each of the Group's CGUs was determined based on value-in-use calculations, consistent with the methods used as at 30 September 2024. These calculations require the use of assumptions, which includes each business unit's approved budget and three-year projected cash flows.

Goodwill is reviewed on an annual basis or more frequently if events or changes in circumstances indicate a potential impairment.

The impairment test is applied consistently to all CGUs that have goodwill allocated. The value in use is determined by discounting projected future cash flows. Cash flows are projected based on budgets approved by the Board, with an extrapolation of expected cash flows into perpetuity using the growth rates determined by management.

The following table sets out the key assumptions for each of the Group's CGUs.

	30 September 2025			30 September 2024		
	Australia Commercial	Novated	New Zealand Commercial	Australia Commercial	Novated	New Zealand Commercial
Long term growth rate	2.5%	2.5%	2.0%	2.5%	2.5%	2.0%
Post-tax discount rate	11.50%	12.00%	13.50%	11.20%	11.80%	12.87%

Growth rates are reviewed based on data available in the market and adjusted based on forecast expectations of the industry performance, historical data and risks to these expectations. Long term growth rates are based on target rates of the Reserve Bank of Australia and Reserve Bank of New Zealand.

Based on the methodology outlined above, the recoverable amount in New Zealand Commercial, Australia Commercial and Novated CGUs were higher than the carrying amount of those CGUs and therefore no impairment was recognised.

#### Key estimate and judgement: Impairment of goodwill

The testing of goodwill requires management to make estimates as to the future cash flows of the CGUs. Where the actual cash flows of the CGU are lower than the estimated cash flows, the Group may recognise an impairment on goodwill. To address this risk, management tests for likely scenarios which could impact the cash flows of the CGUs and makes an assessment on the likelihood of this to occur based on internal and external data.

## 4.0 Capital management

This section provides information relating to the Group's capital structure and its exposure to financial risk, how they affect the Group's financial position and performance, and how the risks are managed. The capital structure of the Group consists of debt and equity.

### 4.1 Borrowings

#### Recognition and measurement

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the statement of profit or loss and other comprehensive income over the period of the borrowings using the effective interest method.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the end of the reporting period. Fair value approximates carrying value in relation to borrowings except for the fixed term loan (refer to note 4.2 for details).

The secured borrowings may be drawn at any time and is subject to annual review. Subject to the continuance of satisfactory credit ratings, the borrowing facilities may be drawn at any time and have an average maturity of 14 months (2024: 12 months).

	Consolidated	
	2025 \$'000	2024 \$'000
Bank loans	75,000	60,000
Notes payable	1,746,467	1,598,646
Borrowing costs	(2,710)	(2,200)
Total secured borrowings	1,818,757	1,656,446
Amount expected to be settled within 12 months	356,159	362,228
Amount expected to be settled after more than 12 months	1,462,598	1,294,218
	1,818,757	1,656,446

#### Bank loans

Bank loans are secured by fixed and floating charge over the assets of the Company and all wholly owned subsidiaries. The carrying amount of assets pledged as security was \$225,180,000 (2024: \$189,515,000).

The Group repaid its \$30.0 million fixed interest rate loan on the scheduled maturity date, 31 July 2025. On 24 September 2025, the Group refinanced its remaining bank loans. The refinancing increased limits on the term facility by \$20.0 million and extended the maturity date to 1 October 2030; and increased limits on the revolving facility by \$1.0 million with a maturity date of 1 October 2028. The new facility of \$143.0 million consists of a revolving facility of \$100.0 million, a term facility of \$40.0 million and a letter of credit facility of \$3.0 million.

#### Notes payable

Notes payable are secured by fixed and floating charge over the motor vehicles and equipment that are leased to customers. The carrying amount of assets pledged as security was \$2,028,114,000 (2024: \$1,858,566,000). During the year, the Group obtained waivers in relation to certain portfolio performance related triggers under the warehouse funding arrangements, due to the administrative matters arising from system migration. As a result, there was no impact to the warehouse facilities.

#### Financing arrangements

The Group had access to the following undrawn borrowing facilities at the end of the reporting period.

	Consolidated	
	2025 \$'000	2024 \$'000
Loan facilities used at reporting date	1,821,467	1,658,646
Loan facilities unused at reporting date	579,999	556,880
<b>Total loan facilities available</b>	<b>2,401,466</b>	<b>2,215,526</b>

# Notes to the Financial Statements continued

## 4.0 Capital management continued

### Financial covenants

The Group has complied with financial covenants of its borrowing facilities during the 2025 and 2024 reporting periods. Bank loans are subject to maintenance of certain financial thresholds for shareholders' equity, interest coverage and leverage ratios that are tested semi-annually using a rolling twelve months of historical earnings for earnings based measures. The Group operated with significant headroom against all of its bank loan covenants for the year ended 30 September 2025.

### Reconciliation of movements of liabilities to cash flows arising from financing activities

	Consolidated	
	2025 \$'000	2024 \$'000
<b>Liabilities arising from financing activity</b>		
<b>Borrowing balance at 1 Oct</b>	<b>(1,656,446)</b>	(1,379,810)
Proceeds from borrowings	<b>(737,165)</b>	(731,996)
Repayments of borrowings	<b>554,631</b>	450,518
<b>Non cash movements</b>		
Foreign exchange	<b>22,283</b>	6,632
Amortisation of capitalised borrowing costs	<b>(2,060)</b>	(1,790)
<b>Borrowing balance 30 Sep</b>	<b>(1,818,757)</b>	(1,656,446)

## 4.2 Financial risk management

This note explains the Group's exposure to financial risks and how these risks could affect the Group's future financial performance. Current year profit or loss information has been included where relevant to add further context.

### Risk management

The Group's risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Group. The Group is exposed to a variety of financial risks: market risk (this includes foreign exchange risk and interest rate risk), credit risk and liquidity risk. The Group uses different methods to measure different types of risk to which it is exposed. These methods include sensitivity analysis in the case of interest rate and foreign exchange risk, and ageing analysis for credit risk.

### Market risk

#### (i) Foreign exchange risk

The Group operates in Australia and in New Zealand and is exposed to foreign exchange risk arising primarily with respect to the New Zealand dollar (NZD).

Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the entity's functional currency and net investments in foreign operations. The Group manages its exposures to the NZD by ensuring that its assets and liabilities in New Zealand are predominantly in NZD.

For sensitivity measurement purposes, a +/- 10% (2024:10%) sensitivity in foreign exchange rates to the AUD has been selected as this is considered realistic given the current levels of exchange rates, the recent levels of volatility and market expectations for future movements in exchange rates. Based on the financial instruments held at 30 September 2025, had the AUD weakened/strengthened by 10% (2024:10%) against the NZD compared to year-end rates, with other variables held constant, the consolidated entity's after-tax profits for the year and equity would have been \$2,625,298 (2024: \$2,720,525) higher/lower, as a result of exposure to exchange rate fluctuations of foreign currency operations. All foreign exchange risk is due to the translation of the New Zealand entities on consolidation.

#### (ii) Interest rate risk

	2025		2024	
	Weighted average interest rate as at year end %	Balance \$'000	Weighted average interest rate as at year end %	Balance \$'000
<b>Borrowings</b>				
- Fixed interest rate	-	-	7.100%	30,000
- Floating interest rate	<b>5.115%</b>	<b>1,821,467</b>	6.594%	1,628,646
Interest rate swaps (notional principal amount)	<b>3.676%</b>	<b>(1,762,844)</b>	3.629%	(1,625,563)
Unhedged variable debt		<b>58,623</b>		3,083

Interest rate risk results principally from repricing risk from the Group lease portfolio and borrowings. The Group's lease receivables are fixed rate lease contracts. The interest rate is fixed for the life of the contract. Lease contracts are typically originated with an average maturity of between four to five years.

The borrowings to fund the leases are variable rate borrowings where the rates are regularly reset to current market rates. Interest rate risk is managed by entering into interest rate swaps, whereby the Group pays fixed rate and receives floating rate.

The Group settles monthly net interest receivable or payable. The Group remeasures the hedging instruments at fair value and recognises a gain or loss in other comprehensive income and deferred to the hedging reserve, where the hedge is effective.

Ineffective portions are recognised immediately in the profit or loss. Amounts deferred in the hedging reserve are transferred to the profit or loss in the period in which the hedged forecast transaction takes place. When a hedging instrument expires or is sold or terminated, or when the hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss existing in the hedge reserve at that time remains in equity and is reclassified to profit or loss in the period in which the hedged item affects profit or loss. When a forecast transaction is no longer expected to occur, the cumulative gain or loss that was reported in the hedging reserve is reclassified immediately to the profit or loss. For the year ended 30 September 2025, nil expense was reclassified into profit or loss (2024: nil). The Group recognised a loss on hedge ineffectiveness of \$1.0 million (2024: \$3.5 million loss).

The Group hedges 100% of the lease book that is financed through the Group's funding structures. This 100% hedging strategy results in hedge ineffectiveness where the Group provides funding and no external borrowing is used, because the notional amount of hedging instruments exceeds the amount of hedged items.

### Interest rate sensitivity analysis

The sensitivity analysis below has been determined based on the exposure to interest rates at the reporting date and assuming that the rate change occurs at the beginning of the financial year and is then held constant throughout the reporting period.

The selected basis points (bps) increase or decrease represents the Group's assessment of the possible change in interest rates. A positive number indicates a before-tax increase in profit and equity and a negative number indicates a before-tax decrease in profit and equity.

Sensitivities have been based on an increase in interest rates by 100 bps (2024: 100 bps) and a decrease by 100 bps (2024: 100 bps) across the yield curve.

	Interest rate risk		
	Carrying amount \$'000	-100 bps Profit/equity \$'000	+100 bps Profit/equity \$'000
<b>2025</b>			
<i>Financial assets</i>			
Cash and cash equivalents	308,560	(3,086)	3,086
Finance leases			
- Fixed interest rate	657,586	-	-
<b>Total (decrease)/increase</b>	<b>966,146</b>	<b>(3,086)</b>	<b>3,086</b>
<i>Financial liabilities</i>			
Borrowings			
- Floating rate	1,821,467	18,215	(18,215)
Trade and other liabilities	125,666	-	-
Derivatives used for hedging	14,667	(17,628)	17,628
<b>Total increase/(decrease)</b>	<b>1,961,800</b>	<b>587</b>	<b>(587)</b>

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# Notes to the Financial Statements continued

## 4.0 Capital management continued

### 4.2 Financial risk management continued

#### Market risk continued

#### (ii) Interest rate risk (continued)

#### Interest rate sensitivity analysis (continued)

2024	Interest rate risk		
	Carrying amount \$'000	-100 bps Profit/Equity \$'000	+100 bps Profit/Equity \$'000
<i>Financial assets</i>			
Cash and cash equivalents	274,003	(2,740)	2,740
<i>Finance leases</i>			
- Fixed interest rate	554,895	-	-
<b>Total (decrease)/increase</b>	<b>828,898</b>	<b>(2,740)</b>	<b>2,740</b>
<i>Financial liabilities</i>			
Borrowings			
- Fixed interest rate	30,000	-	-
- Floating rate	1,628,646	16,286	(16,286)
Trade and other liabilities	138,092	-	-
Derivatives used for hedging	5,727	(16,256)	16,256
<b>Total increase/(decrease)</b>	<b>1,802,465</b>	<b>30</b>	<b>(30)</b>

#### Credit risk

The recoverability of finance lease receivables and trade and other receivables is reviewed on an ongoing basis. A loss allowance account (provision for impairment) is recognised when there is a difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows the Group expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate.

To manage credit risk, the Group has a credit assessment process. Leases are provided to novated and commercial customers. Credit underwriting typically includes the use of either an application scorecard and credit bureau report or a detailed internal risk profile review, including a review of the customer against a comprehensive credit database. Internal credit review and verification processes are also used depending on the applicant.

The credit risk function is independent of sales and consists of dedicated credit employees who apply the Group's credit and underwriting policy within specific approval authorities. The credit risk team monitors the performance of the portfolio and considers the macro environment to manage exposure to specific clients and specific sectors. The Group has a specialist collections function, which manages all delinquent accounts.

The provision for impairment under AASB 9: Financial Instruments applies to the Group's net investment in finance lease receivables and trade and other receivables. The Group will recognise provision for impairments using the simplified approach and record lifetime expected credit losses, as allowed under AASB 9 for lease receivables and trade and other receivables.

#### Measurement

To measure the expected credit loss (ECL), the Group uses a credit loss model developed at a product level based on shared risk characteristics. The key model inputs used in measuring the ECL include:

- Exposure at Default (EAD): represents the calculated exposure in the event of a default. The EAD for finance leases is the principal amount outstanding at reporting date;
- Probability of Default (PD): the development of PDs is developed at a product level considering shared credit risk characteristics. In calculating the PD, 24 months of historical delinquency transition matrices are used to develop a point in time PD estimate; and
- Loss Given Default (LGD): the LGD is the magnitude of the ECL in a default event. The LGD is estimated using historical recovery experience.

## Macroeconomic scenarios

The assessment of credit risk, and the estimation of ECL, will be unbiased and probability weighted, and incorporate all available information relevant to the assessment, including information about past events, current conditions and reasonable and supportable information about future events and economic conditions at the report date. The Group has established a process whereby forward-looking macroeconomic scenarios and probability weightings are developed for ECL calculation purposes. The final probability weighted ECL amount will be calculated from a baseline, an upside scenario and a downside scenario.

The weightings of each scenario as applied for 2025 and 2024 are as below:

Scenario	Expectation	Weighting 2025	Weighting 2024
Base Case	This scenario is reflective of the economy as-is with minor volatility.	60%	60%
Upside	This scenario is reflective of a positive economic period as compared to the base case scenario.	20%	20%
Downside	This scenario is reflective of an adverse economic period as compared to the base case scenario.	20%	20%

In calculating an ECL, the Group includes forward looking information. The Group considers a number of key indicators, the most significant of which are unemployment rate, gross domestic product, interest rates and inflation. The predicted relationships between these key indicators and the key model inputs in measuring the ECL have been developed by analysing historical data as part of the model build, calibration and validation process. These indicators are assessed semi-annually.

Three possible scenarios are applied: Base Case, Upside and Downside. The forward-looking inputs are applied to the macroeconomic scenarios.

## Definition of default

Default is generally defined as the point when the borrower is unlikely to pay its credit obligations in full or the borrower is more than 90 days past due.

## Write-off

Balances are written off, either partially or in full, against the related allowance when there is no reasonable expectation of recovery. For all balances, write-off takes place only at the completion of collection procedures, or where it no longer becomes economical to continue attempts to recover. Subsequent recoveries of amounts previously written off decrease the amount of impairment losses recorded in the profit or loss.

## Impairment provisions

The Group's total impairment provisions from 1 October 2024 to 30 September 2025 are set out below, reconciling the opening loss allowance to the closing loss allowance. No significant changes to estimation techniques or assumptions were made during the reporting period, however adjustments have been made to address the impacts of the administrative arrears. The maximum exposure to credit risk for finance lease receivables, trade and other receivables is the carrying amount.

The increase in loss allowance largely relates to incremental provisions being raised associated with administrative arrears which were as a result of the system migration associated with the Accelerate program. However, the closing loss allowance represented 1.5% of the gross exposure at 30 September 2025, compared to 1.5% at 30 September 2024. Write-offs in relation to finance lease receivables (which primarily relate to Novated leases) amounted to \$1,282,000 for the 2025 financial year, increased from \$154,000 in the prior year. Write-offs for trade and other receivables amounted to \$1,373,000 for the 2025 financial year, increased from \$1,200,000 in the prior year.

	Net investment in finance lease receivables \$'000	Trade and other receivables \$'000
<b>Opening loss allowance as at 1 October 2023</b>	<b>4,934</b>	<b>2,252</b>
Increase in loss allowance	2,213	1,348
Write-offs	(154)	(1,200)
<b>Opening loss allowance as at 1 October 2024</b>	<b>6,993</b>	<b>2,400</b>
Increase in loss allowance	1,631	3,269
Write-offs	(1,282)	(1,373)
<b>Closing loss allowance as at 30 September 2025</b>	<b>7,342</b>	<b>4,296</b>

# Notes to the Financial Statements continued

## 4.0 Capital management continued

### 4.2 Financial risk management continued

The Group experienced an increase in the arrears as a result of administrative impacts of the system migration. The provision or loss allowance has been calculated to address the administrative issues impacting the ageing, however the gross exposure reflects the unadjusted ageing of the portfolio based on the credit terms. This is the main reason for the decrease in the weighted average expected loss rate when compared to the prior period.

The ageing of the receivables and allowance for expected credit losses provided for are as follows.

	Weighted average expected loss rate		Gross exposure		Loss allowance	
	2025 %	2024 %	2025 \$'000	2024 \$'000	2025 \$'000	2024 \$'000
Current	0.85%	0.98%	575,985	576,853	4,912	5,630
1 - 30 days	0.93%	2.80%	112,356	20,933	1,044	586
31 - 60 days	2.06%	5.99%	30,935	5,656	636	339
61 - 90 days	4.70%	11.33%	26,147	1,792	1,230	203
Over 90 days	22.14%	53.13%	17,238	4,960	3,816	2,635
			762,661	610,194	11,638	9,393

### Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. To mitigate against liquidity risk, the Group maintains cash reserves and committed undrawn credit facilities to meet anticipated funding requirements for new business. In addition, the Group can redraw against its committed credit limits if the principal outstanding is reduced by the contractual amortisation payments. Details of unused available loan facilities are set out in note 4.1.

Management monitors rolling forecasts of the Group's liquidity reserve (comprising the undrawn borrowing facilities) and cash and cash equivalents on the basis of expected cash flows. In addition, the Group's liquidity management policy involves projecting cash flows and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

Amounts due to funders are repaid directly by rental and repayments received from the Group's customers.

A strong liquidity position was maintained throughout the 2025 financial year, with key metrics and ratios remaining above the Group's minimum requirements. The Group held undrawn capacity under its corporate debt facilities of \$65.0 million and unrestricted cash reserves of \$102.9 million at 30 September 2025.

The table below analyses the Group's contractual financial liabilities into relevant maturity groupings. The amounts disclosed below are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant. For interest rate swaps, the cash flows have been estimated using forward interest rates applicable at the end of the reporting period.

Contractual maturities of financial liabilities	Less than 1 year \$'000	Between 1 and 2 years \$'000	Between 2 and 5 years \$'000	Over 5 years \$'000	Total contractual cash flows \$'000	Carrying amount \$'000
<b>2025</b>						
<i>Non-derivatives</i>						
Trade and other liabilities	(125,666)	-	-	-	(125,666)	(125,666)
Borrowings	(435,385)	(427,287)	(1,139,388)	(26,985)	(2,029,045)	(1,818,757)
Provisions	(5,156)	(3,534)	-	-	(8,690)	(8,690)
<b>Total non-derivatives</b>	<b>(566,207)</b>	<b>(430,821)</b>	<b>(1,139,388)</b>	<b>(26,985)</b>	<b>(2,163,401)</b>	<b>(1,953,113)</b>
<i>Derivatives</i>						
Interest rate swaps	(8,213)	(5,676)	(1,360)	151	(15,098)	(14,667)
<b>Total derivatives</b>	<b>(8,213)</b>	<b>(5,676)</b>	<b>(1,360)</b>	<b>151</b>	<b>(15,098)</b>	<b>(14,667)</b>

Contractual maturities of financial liabilities	Less than 1 year \$'000	Between 1 and 2 years \$'000	Between 2 and 5 years \$'000	Over 5 years \$'000	Total contractual cash flows \$'000	Carrying amount \$'000
<b>2024</b>						
<i>Non-derivatives</i>						
Trade and other liabilities	(138,092)	-	-	-	(138,092)	(138,092)
Borrowings	(455,381)	(386,519)	(1,042,490)	(21,810)	(1,906,200)	(1,656,446)
Provisions	(5,151)	(3,246)	-	-	(8,397)	(8,397)
<b>Total non-derivatives</b>	<b>(598,624)</b>	<b>(389,765)</b>	<b>(1,042,490)</b>	<b>(21,810)</b>	<b>(2,052,689)</b>	<b>(1,802,935)</b>
<i>Derivatives</i>						
Interest rate swaps	4,715	(6,191)	(5,088)	94	(6,470)	(5,727)
<b>Total derivatives</b>	<b>4,715</b>	<b>(6,191)</b>	<b>(5,088)</b>	<b>94</b>	<b>(6,470)</b>	<b>(5,727)</b>

# Notes to the Financial Statements continued

## 4.0 Capital management continued

### 4.2 Financial risk management continued

#### Fair value risk

This section explains the judgements and estimates made in determining the fair values of the assets and liabilities that are recognised and measured at fair value in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Group has classified its assets and liabilities into the three levels prescribed under the accounting standards.

The fair value of assets and liabilities that are not traded in an active market (for example, over-the-counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an asset or liability are observable, these are included in level 2.

	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
<b>2025</b>				
<i>Financial liabilities</i>				
Derivatives used for hedging	-	(14,667)	-	(14,667)
<b>Total financial liabilities</b>	-	(14,667)	-	(14,667)

	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
<b>2024</b>				
<i>Financial liabilities</i>				
Derivatives used for hedging	-	(5,727)	-	(5,727)
<b>Total financial liabilities</b>	-	(5,727)	-	(5,727)

There were no transfers between levels for recurring fair value measurements during the year. With the exception of the fixed term loan, fair value of financial liabilities and financial assets approximates the carrying value.

There was no fixed term loan as at 30 September 2025 as it was fully paid out during the year. As at 30 September 2024, the fixed term loan had a carrying value of \$30,000,000 and a fair value of \$29,363,000.

#### Valuation techniques used to determine fair values

The fair values of interest rate swaps were calculated as the present value of the estimated future cash flows based on observable yield curves. The fair value of interest rates swaps are included in level 2. No other assets or liabilities held by the Group are measured at fair value.

### 4.3 Cash and cash equivalents

#### Recognition and measurement

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the statement of financial position. Restricted cash, that represents cash held by the entity as required by funding arrangements, is disclosed separately on the statement of financial position and combined for the purpose of presentation in the statement of cash flows.

	Consolidated	
	2025 \$'000	2024 \$'000
<b>Unrestricted</b>	<b>102,869</b>	91,298
Operating accounts	102,869	91,298
<b>Restricted</b>		
Collections accounts	99,507	76,876
Liquidity reserve accounts	20,310	28,314
Vehicle servicing and maintenance reserve accounts	85,874	77,515
<b>Cash at bank</b>	<b>205,691</b>	182,705
<b>Total as disclosed in the statement of cash flows</b>	<b>308,560</b>	274,003

The weighted average interest rate received on cash and cash equivalents for the year was 3.81% (2024: 4.54%).

Liquidity reserve, maintenance reserve, vehicle servicing, collateral and customer collection accounts represent cash held by the entity as required under the funding arrangements and are not available as free cash for the purposes of operations of the Group until such time as the obligations of each trust are settled. Term deposit accounts are also not available as free cash for the period of the deposit.

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# Notes to the Financial Statements continued

## 4.0 Capital management continued

### 4.4 Derivative financial instruments

#### Recognition and measurement

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently remeasured to their fair value. The method of recognising the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged. The Group designates certain derivatives as hedges of highly probable forecast transactions (cash flow hedges).

The Group documents at the inception of the hedging transaction the relationship between hedging instruments and hedged items, as well as its risk management objective and strategy for undertaking various hedge transactions. The Group also documents its assessment, both at hedge inception and on an ongoing basis, of whether the derivatives that are used in hedging transactions have been and will continue to be highly effective in offsetting changes in fair values or cash flows of hedged items.

#### (i) Cash flow hedges

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in other comprehensive income and accumulated in reserves in equity. The gain or loss relating to the ineffective portion is recognised immediately in profit or loss.

Amounts accumulated in equity are recycled in the statement of profit or loss and other comprehensive income in the periods when the hedged item will affect profit or loss (for instance, when the forecast sale that is hedged takes place). However, when the forecast transaction that is hedged results in the recognition of a non-financial asset (for example, inventory) or a non-financial liability, the gains and losses previously deferred in equity are transferred from equity and included in the measurement of the initial cost or carrying amount of the asset or liability.

When a hedging instrument expires or is sold or terminated, or when a hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss existing in equity at that time remains in equity and is recognised when the forecast transaction is ultimately recognised in profit or loss. When a forecast transaction is no longer expected to occur, the cumulative gain or loss that was reported in equity is immediately reclassified to profit or loss.

#### (ii) Derivatives that do not qualify for hedge accounting

Where a derivative instrument does not qualify for hedge accounting or hedge accounting has not been adopted, changes in the fair value of these derivative instruments are recognised immediately in the statement of profit or loss and other comprehensive income.

#### (iii) Derivatives

Derivatives are only used for economic hedging purposes (to hedge interest rate risk) and not as trading or speculative instruments. The Group has the following derivative financial instruments:

	Consolidated	
	2025 \$'000	2024 \$'000
Interest rate swaps - cash flow hedges	(14,667)	(5,727)
<b>Total derivative financial instrument liabilities</b>	<b>(14,667)</b>	<b>(5,727)</b>
Amount expected to be settled within 12 months	(8,040)	4,697
Amount expected to be settled after more than 12 months	(6,627)	(10,424)
<b>Total derivative financial instrument liabilities</b>	<b>(14,667)</b>	<b>(5,727)</b>

The following shows the maturity profile of hedging instruments (i.e. notional amount of interest rate swaps).

	Less than 1 year \$'000	Between 1 and 2 years \$'000	Between 2 and 5 years \$'000	Over 5 years \$'000
<b>2025</b>				
<i>Derivatives</i>				
Interest rate swaps	449,994	483,239	805,674	23,937
	Less than 1 year \$'000	Between 1 and 2 years \$'000	Between 2 and 5 years \$'000	Over 5 years \$'000
<b>2024</b>				
<i>Derivatives</i>				
Interest rate swaps	413,090	416,256	772,057	24,160

The amount relating to hedged items and hedging instruments at the year end are as follows.

Financial Year	Items designated as hedged items	Hedged risk items	Items designated as hedging instruments	Hedging instruments - nominal amount ('000)	Carrying amount ('000)
<b>2025</b>	Borrowings - notes payable	Interest rate	Interest rate swaps	1,762,844	(14,667)
2024	Borrowings - notes payable	Interest rate	Interest rate swaps	1,625,563	(5,727)

	Decrease in fair value of hedged instruments ('000)	Decrease in fair value of hedging item, recorded in hedging reserve ('000)	Hedge ineffectiveness loss recognised in profit or loss via Lease Finance Costs ('000)	Swap interest income accrual recognised as interest and finance charges via Lease Finance Costs ('000)	Changes due to movements in foreign exchange rate ('000)
<b>2025</b>	(8,939)	7,473	973	717	(224)
2024	(39,771)	35,234	3,494	239	804

# Notes to the Financial Statements continued

## 4.0 Capital management continued

### 4.5 Contributed equity

#### Recognition and measurement

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

	2025 Shares	2024 Shares	2025 \$'000	2024 \$'000
<b>Share capital</b>				
Fully paid ordinary shares	213,818,505	232,536,677	389,825	444,679
<b>Other equity securities</b>				
Treasury shares	2,437,724	2,920,087	-	-
<b>Total issued equity</b>	<b>216,256,229</b>	235,456,764	<b>389,825</b>	444,679

<b>Movements in ordinary share capital</b>	Shares	\$'000
Opening balance 1 October 2024	232,536,677	444,679
Shares utilised to settle equity grants	1,341,933	-
Shares acquired to settle equity grants	(702,043)	-
On-market share buy-back	(19,358,062)	(54,854)
Balance 30 September 2025	213,818,505	389,825

#### Treasury shares

Treasury shares are shares in FleetPartners Group Limited that are held by FleetPartners Group Limited Employee Share Trust. These shares are issued under the FleetPartners Group Limited Employee Share scheme and the Executive LTI plan.

<b>Details</b>	Number of shares 2025	Number of shares 2024
Opening balance	2,920,087	5,710,659
Shares utilised to settle equity grants	(1,341,933)	(4,758,025)
Shares acquired to settle equity grants	702,043	1,835,530
On-market share buy-back	19,358,062	18,061,987
Shares cancelled	(19,200,535)	(17,930,064)
Closing balance	2,437,724	2,920,087

## 4.6 Commitments

### a. Lease commitments: Group as lessor

#### i. Finance leases

Future undiscounted lease payments due to the Group under non-cancellable leases, are as follows.

	Consolidated	
	2025 \$'000	2024 \$'000
Commitments in relation to finance leases are receivable as follows:		
Less than one year	238,143	197,281
One to two years	203,334	171,425
Two to three years	169,437	141,030
Three to four years	117,525	97,945
Four to five years	58,355	64,048
More than five years	-	13
	<b>786,794</b>	<b>671,742</b>

#### ii. Operating leases

Lease payments receivable on leases of motor vehicles are as follows.

	Consolidated	
	2025 \$'000	2024 \$'000
Lease payments under non-cancellable operating leases of motor vehicles not recognised in financial statements are receivable as follows:		
Within one year	357,933	362,741
One to two years	266,870	257,491
Two to three years	161,224	164,505
Three to four years	73,343	74,380
Four to five years	20,391	22,907
More than five years	10,239	9,657
	<b>890,000</b>	<b>891,681</b>

### b. Contractual commitments for the acquisition of property, plant or equipment

The Group had contractual commitments for the acquisition of property, plant or equipment totalling \$141,458,946 (2024: \$115,077,741). These commitments are not recognised as liabilities as the relevant assets have not yet been received.

## 4.7 Dividends

### Recognition and measurement

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

On 14 November 2025, the Directors declared an unfranked final dividend for the year ended 30 September 2025 of 13.6 cents per ordinary share, to be paid on 16 January 2026 to eligible shareholders on the register as at 16 December 2025. This equates to a total estimated dividend of \$29.4 million based on the number of ordinary shares on issue as at 30 September 2025. The financial effect of dividends declared after the reporting date are not reflected in the September 2025 financial statements and will be recognised in subsequent financial statements.

There were no dividends paid or proposed during the financial year (2024: nil).

## 5.0 Employee remuneration and benefits

### Recognition and measurement

#### Long service leave

The liability for long service leave is recognised in the provision for employee benefits and measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service.

#### Retirement benefit obligations

The Group makes payments to employees' superannuation funds in line with the relevant superannuation legislation. Contributions made are recognised as expenses when they arise. A total of expense of \$5.7 million (2024: \$5.6 million) was recognised in the financial year.

#### Termination benefits

Termination benefits are payable when employment is terminated before the normal retirement date, or when an employee accepts voluntary redundancy in exchange for these benefits. The Group recognises termination benefits when it is demonstrably committed to either terminating the employment of current employees according to a detailed formal plan without possibility of withdrawal or to providing termination benefits as a result of an offer made to encourage voluntary redundancy. Benefits falling due more than 12 months after the end of the reporting period are discounted to present value.

#### Bonus plans

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

### 5.1 Share based payments

#### Share based payments

Share based compensation benefits are provided to employees via the FleetPartners Group LTI and STI plan.

The fair value of options and rights granted under the FleetPartners Group LTI and STI plan is recognised as an expense with a corresponding increase in equity. The fair value is measured at grant date and recognised over the period during which the employees become unconditionally entitled to the options and rights (vesting period).

Non-market and service based vesting conditions are included in the assumptions about the number of options that are expected to become exercisable. At the end of each reporting period, the Group revises its estimate of the number of options that are expected to become exercisable.

The employee benefit expense recognised each period takes into account the most recent estimate. The impact of the revision to original estimates, if any, is recognised in the statement of profit or loss and other comprehensive income, with a corresponding adjustment to equity.

In the event a share scheme is cancelled, the remaining unexpensed fair value of the original grant for those options still vesting at the date of cancellation is taken as a charge to the statement of profit or loss and other comprehensive income.

Rights are subject to performance hurdles, as set out in the Remuneration Report.

## Options

The fair value at grant date is determined using a Black-Scholes Option Pricing Model that takes into account the exercise price, term of the option, share price at grant date, expected volatility of the underlying share, expected dividend yield and the risk free interest rate for the term of the option.

Options do not carry a right to receive any dividends. If options vest and are exercised to receive shares, these shares will be eligible to receive any dividends.

## Rights

The fair value at grant date is the difference between the spot price of the underlying asset less the expected present value of the future dividends over the expected life.

Rights do not carry a right to receive any dividends. If rights vest and are exercised to receive shares, these shares will be eligible to receive any dividends.

### (i) Long Term Incentive and Short Term Incentive Plans

As at the year ended 30 September 2025, the following awards were provided under the following employee share ownership plans:

#### Options and rights

The awards granted will be subject to continuation of service and testing against the relevant performance hurdle(s).

Set out below are summaries of options granted under each plan:

#### Options

Grant date	Expected vesting date	Exercise price	Weighted average exercise price	Balance at start of the year Number	Granted during the year Number	Forfeited during the year Number	Exercised during the year Number	Unvested balance at end of the year Number	Vested not exercised Number
<b>2025</b>									
<b>Nil</b>									
<b>2024</b>									
27-Nov-19	27-Nov-22	\$1.63	\$1.63	6,645,222	-	-	(6,645,222)	-	-

The weighted-average share price at the date of exercise for share options exercised in 2025 was nil (2024 : \$3.39).

# Notes to the Financial Statements continued

## 5.0 Employee remuneration and benefits continued

### 5.1 Share based payments continued

(i) Long Term Incentive and Short Term Incentive Plans continued

#### Rights

Grant date	Expected vesting date	Balance at start of the year Number	Granted during the year Number	Exercised during the year Number	Unvested balance at the end of year	Vested not exercised Number
<b>2025</b>						
23-Nov-21	22-Nov-24	335,605	-	(262,865)	-	72,740
23-Nov-21	22-Nov-22	2,647	-	-	-	2,647
18-Feb-22	22-Nov-24	183,007	-	(183,007)	-	-
21-Nov-22	21-Nov-24	51,090	-	(51,090)	-	-
21-Nov-22	21-Nov-23	86,093	-	(69,725)	-	16,368
21-Nov-22	21-Nov-25	526,487	-	-	526,487	-
01-Feb-23	21-Nov-25	383,261	-	-	383,261	-
24-Nov-23	24-Nov-23	124,736	-	(106,177)	-	18,559
24-Nov-23	24-Nov-24	318,306	-	(274,042)	-	44,264
24-Nov-23	24-Nov-26	746,933	-	-	746,933	-
25-Jan-24	24-Nov-24	220,014	-	(220,014)	-	-
25-Jan-24	24-Nov-26	260,119	-	-	260,119	-
03-Dec-24	24-Nov-25	-	253,873	-	253,873	-
03-Dec-24	03-Dec-24	-	190,739	(136,008)	-	54,731
03-Dec-24	22-Nov-27	-	329,269	-	329,269	-
23-Jan-25	24-Nov-25	-	214,706	-	214,706	-
23-Jan-25	22-Nov-27	-	235,228	-	235,228	-
24-Mar-25	22-Nov-27	-	52,045	-	52,045	-
12-May-25	22-Nov-27	-	42,561	-	42,561	-
12-May-25	22-Nov-26	-	24,221	-	24,221	-

Grant date	Expected vesting date	Balance at start of the year Number	Granted during the year Number	Forfeited during the year Number	Exercised during the year Number	Unvested balance at the end of year	Vested not exercised Number
<b>2024</b>							
23-Nov-21	22-Nov-24	335,605	-	-	-	335,605	-
23-Nov-21	22-Nov-22	2,647	-	-	-	-	2,647
18-Feb-22	22-Nov-24	183,007	-	-	-	183,007	-
21-Nov-22	21-Nov-24	51,090	-	-	-	51,090	-
21-Nov-22	21-Nov-23	1,082,175	-	-	(996,082)	-	86,093
21-Nov-22	21-Nov-25	575,586	-	(49,099)	-	526,487	-
01-Feb-23	21-Nov-23	90,426	-	-	(90,426)	-	-
01-Feb-23	21-Nov-25	383,261	-	-	-	383,261	-
24-Nov-23	24-Nov-23	-	257,341	-	(132,605)	-	124,736
24-Nov-23	24-Nov-24	-	318,306	-	-	318,306	-
24-Nov-23	24-Nov-26	-	815,525	(68,592)	-	746,933	-
25-Jan-24	24-Nov-24	-	220,014	-	-	220,014	-
25-Jan-24	24-Nov-26	-	260,119	-	-	260,119	-

**(i) Fair value of instruments granted**

The model inputs for rights granted during FY25 and FY24 are as follows.

Grant date	12-May-25	12-May-25	24-Mar-25	23-Jan-25	23-Jan-25	03-Dec-24	03-Dec-24	03-Dec-24	25-Jan-24	25-Jan-24	24-Nov-23	24-Nov-23	24-Nov-23
Award type	Rights	Rights	Rights	Rights	Rights	Rights	Rights	Rights	Rights	Rights	Rights	Rights	Rights
Expected vesting date	22-Nov-27	22-Nov-26	22-Nov-27	22-Nov-27	24-Nov-25	22-Nov-27	24-Nov-25	03-Dec-24	24-Nov-26	24-Nov-24	24-Nov-26	24-Nov-24	24-Nov-23
Share price at grant	\$3.04	\$3.04	\$2.67	\$3.06	\$3.06	\$3.13	\$3.13	\$3.13	\$3.06	\$3.06	\$2.73	\$2.73	\$2.73
Exercise price	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Dividend yield (p.a.)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Fair value per instrument	\$3.04	\$3.04	\$2.67	\$3.06	\$3.19	\$3.13	\$3.19	\$3.19	\$3.06	\$2.77	\$2.73	\$2.77	\$2.77

# Notes to the Financial Statements continued

## 5.0 Employee remuneration and benefits continued

### 5.1 Share based payments continued

#### (ii) Expenses arising from share based payment transactions

Total expenses arising from share based payment transactions recognised during the period as part of employee benefit expense were as follows.

	Consolidated	
	2025 \$'000	2024 \$'000
Awards currently issued to employees of controlled entities during the year	3,798	3,322

#### (iii) Terms and conditions of Share Schemes

The share based payments issued are subject to vesting conditions described above. Refer to the remuneration report for details of these vesting conditions.

### 5.2 Key management personnel disclosure

	Consolidated	
	2025 \$	2024 \$
Short-term employee benefits	2,170,672	2,139,029
Post-employment benefits	107,379	111,993
Long-term employee benefits	36,182	18,263
Share based payments	1,576,953	1,174,943
	3,891,186	3,444,228

## 6.0 Other

### 6.1 Reserves

#### Recognition and measurement

##### *Share based payment reserve*

The share based payment reserve is used to recognise:

- the fair value of options and rights issued to Directors and employees but not exercised;
- the fair value of shares issued to Directors and employees; and
- other share-based payment transactions.

##### *Cash flow hedge reserve*

The hedging reserve is used to record gains or losses on a hedging instrument in a cash flow hedge that are recognised in other comprehensive income. Amounts are reclassified to profit or loss when the associated hedge transaction affects profit or loss.

##### *Treasury reserve*

The treasury reserve is used to record the acquisition and transfer of treasury shares in FleetPartners Group Limited. Treasury shares are acquired as part of the on market share buy-back program and are transferred as a reduction to contributed equity on cancellation. Treasury shares are also acquired to satisfy share based payment obligations (refer to note 5.1).

##### *Foreign currency translation reserve*

The foreign currency translation reserve is used to recognise exchange differences arising from translation of the financial statements of foreign operations to AUD.

# Notes to the Financial Statements continued

## 6.0 Other continued

### 6.1 Reserves continued

#### Recognition and measurement continued

##### *Dividend reserve*

The earnings generated by the Group prior to the write offs and losses on disposal have been transferred to the dividend reserve.

	Consolidated	
	2025 \$'000	2024 \$'000
<b>Reconciliation of reserves</b>		
Hedging reserve - cash flow hedges (a)	(9,595)	(4,258)
Treasury reserve	(29,691)	(27,252)
Foreign currency translation reserve	(7,950)	(809)
Share based payments reserve (b)	41,251	37,453
Dividend reserve (c)	158,206	158,206
<b>Total reserve</b>	<b>152,221</b>	<b>163,340</b>
<b>Movements in reserves</b>		
<b>(a) Hedging reserve - cash flow hedges</b>		
Balance at 1 October	(4,258)	20,584
Change in fair value	(7,473)	(35,234)
Deferred tax	2,136	10,392
<b>Balance as at 30 September</b>	<b>(9,595)</b>	<b>(4,258)</b>
<b>(b) Share based payments reserve</b>		
Balance at 1 October	37,453	35,122
Awards issued to employees of controlled entities during the year	3,798	3,322
Awards subsequently cash settled	-	(991)
<b>Balance at 30 September</b>	<b>41,251</b>	<b>37,453</b>
<b>(c) Dividend reserve</b>		
Balance at 1 October	158,206	158,206
<b>Balance at 30 September</b>	<b>158,206</b>	<b>158,206</b>

## 6.2 Parent entity information

### (i) Summary financial information

The individual financial statements for the parent entity show the following aggregate amounts:

	Consolidated	
	2025 \$'000	2024 \$'000
<b>Statement of financial position</b>		
Current assets	16	14
Non-current assets	264,212	303,310
<b>Total assets</b>	<b>264,228</b>	<b>303,324</b>
Current liabilities	(397)	(620)
Non-current liabilities	(86,081)	(71,325)
<b>Total liabilities</b>	<b>(86,478)</b>	<b>(71,945)</b>
<b>Shareholders equity</b>		
Issued share capital	389,825	444,679
Treasury reserve	(29,826)	(27,252)
Share based payments reserve	41,251	37,453
Dividend reserve	96,610	96,610
Retained earnings	(320,110)	(320,111)
	<b>177,750</b>	<b>231,379</b>
Profit for the year	1	-

### (ii) Guarantees entered into by the parent entity

As at 30 September 2025 there were cross guarantees given by FleetPartners Group Limited, Pacific Leasing Solutions (Australia) Pty Limited, Leasing Finance (Australia) Pty Limited, Fleet Holding (Australia) Pty Limited, PLS Notes (Australia) Pty Limited, Fleet Partners Pty Limited, Fleet Aust Subco Pty Limited, Fleet Partners Franchising Pty Limited, Car Insurance Pty Limited, FleetPlus Holdings Pty Limited, Fleet Choice Pty Ltd, FleetPlus Pty Limited, FleetPlus Novated Pty Limited, PackagePlus Australia Pty Limited, Eclix Insurance Pty Ltd, CarInsurance.com.au Pty Ltd, Leasing Finance Services Pty Ltd and Accident Services Pty Ltd.

No liability was recognised by the parent entity or the consolidated entity in relation to the above guarantee as the fair value of the guarantee is immaterial.

### (iii) Contingent liabilities of the parent entity

On 8 November 2023, the Company received a statement of claim for a shareholder class action filed in the Supreme Court of Victoria. The claim was expressed to be made on behalf of shareholders who acquired an interest in shares in the Company, then named Eclix Group Limited, during the period 8 November 2017 to 20 March 2019 inclusive. The claim alleges during this period, the Company made statements regarding the Groups financial performance in the 2017 and 2018 financial years, and provided guidance to its future earnings for the 2018 and 2019 financial years, and subsequently withdrew, revised or restated this information, and that this involved misleading representations and non-compliance with continuous disclosure obligations. The Company is defending the claim. The financial effects of the claim cannot be estimated as at the date of this financial report.

Except for the contingent liability disclosed above the parent entity did not have any other contingent liabilities as at 30 September 2025 or 30 September 2024. For information about guarantees given by the parent entity, see above.

# Notes to the Financial Statements continued

## 6.0 Other continued

### 6.3 Related party transactions

#### (i) Controlling entity

The parent entity of the Group is FleetPartners Group Limited.

#### (ii) Interest in other entities

The controlled entities of the Group listed below were wholly owned during the current and prior year, unless otherwise stated:

#### Australia

Fleet Aust Subco Pty Ltd	Pacific Leasing Solutions (Australia) Pty Ltd
PLS Notes (Australia) Pty Ltd	Leasing Finance (Australia) Pty Ltd
Fleet Holding (Australia) Pty Ltd	Fleet Partners Franchising Pty Ltd
Fleet Partners Pty Ltd	Eclix Insurance Pty Ltd
Car Insurance Pty Ltd	CarInsurance.com.au Pty Ltd
FleetPlus Holdings Pty Limited	FleetPlus Pty Ltd
FleetPlus Novated Pty Ltd	PackagePlus Australia Pty Ltd
Fleet Choice Pty Ltd	Accident Services Pty Ltd
Leasing Finance Services Pty Ltd	Equipment Finance Holdings Pty Ltd
FP Turbo Warehouse Trust 2021-1	FP Turbo EV Warehouse Trust 2021-1
FP Turbo Series 2024-1 Trust	FP Turbo Series 2023-1 Trust
FP Turbo Series 2025-1 Trust	

#### New Zealand

FleetPlus Ltd	Fleetpartners NZ Trustee Ltd
FleetPartners NZ Limited	Truck Leasing Ltd
Fleet NZ Limited	FP Ignition Trust 2011-1 New Zealand
Pacific Leasing Solutions (NZ) Limited	FleetPartners Holding (NZ) Limited
Leasing Finance (NZ) Limited	PLS Notes (NZ) Ltd

#### (iii) Transactions with other related parties

Except for the matters disclosed above, there were no material transactions with other related parties.

### 6.4 Remuneration of auditors

During the year the following fees were paid or payable for services provided by the auditor of the Group.

	Consolidated	
	2025 \$	2024 \$
<b>(a) Audit and review services</b>		
KPMG Australian firm:		
Audit and review of financial statements	1,138,500	1,088,540
<b>(b) Assurance services</b>		
KPMG Australian firm:		
Regulatory assurance services	80,980	74,600
<b>Total remuneration for KPMG</b>	<b>1,219,480</b>	<b>1,163,140</b>

## 6.5 Deed of cross guarantee

FleetPartners Group Limited, Pacific Leasing Solutions (Australia) Pty Limited, Leasing Finance (Australia) Pty Limited, Fleet Holding (Australia) Pty Limited, PLS Notes (Australia) Pty Limited, Fleet Partners Pty Limited, Fleet Aust Subco Pty Limited, Fleet Partners Franchising Pty Limited, Car Insurance Pty Limited, FleetPlus Holdings Pty Limited, Fleet Choice Pty Ltd, FleetPlus Pty Limited, FleetPlus Novated Pty Limited, PackagePlus Australia Pty Limited, Eclipx Insurance Pty Ltd, CarInsurance.com.au Pty Ltd, Leasing Finance Services Pty Ltd and Accident Services Pty Ltd are parties to a deed of cross guarantee under which each company guarantees the debts of the others. By entering into the deed, pursuant to ASIC Corporations (Wholly Owned Companies) Instrument 2016/785, the wholly owned entities have been relieved from the *Corporations Act 2001* requirements for preparation, audit and lodgement of financial reports, and Directors' reports.

The above companies represent a 'Closed Group' for the purposes of the Class Order, and as there are no other parties to the deed of cross guarantee that are controlled by FleetPartners Group Limited, they also represent the 'Extended Closed Group'.

Set out below is a statement of profit or loss and other comprehensive income for the year of the Closed Group.

	Consolidated	
	2025 \$'000	2024 \$'000
<b>Statement of profit or loss and other comprehensive income</b>		
Revenue and income from continuing operations	609,229	496,655
Cost of revenue and income	(283,601)	(277,609)
Lease finance costs	(64,266)	(52,209)
<b>Net operating income before operating expenses and impairment charges</b>	<b>261,362</b>	166,837
Impairment losses on loans and receivables	(3,453)	(2,897)
Software Impairment	(1,929)	(267)
<b>Total impairment</b>	<b>(5,382)</b>	(3,164)
Employee benefit expense	(61,434)	(60,389)
Depreciation and amortisation expense	(8,231)	(9,112)
Operating overheads	(17,087)	(15,106)
<b>Total overheads</b>	<b>(86,752)</b>	(84,607)
Operating finance costs	(6,430)	(6,576)
<b>Profit before income tax</b>	<b>162,798</b>	72,490
Income tax expense	(21,072)	(21,816)
Other comprehensive income, net of tax	(2,090)	(12,659)
<b>Profit for the year, net of tax</b>	<b>141,726</b>	50,674
<b>Total comprehensive income for the year</b>	<b>139,636</b>	38,015

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# Notes to the Financial Statements continued

## 6.0 Other continued

### 6.5 Deed of cross guarantee continued

Set out below is a consolidated statement of financial position as at reporting date of the Closed Group.

	Consolidated	
	2025 \$'000	2024 \$'000
<b>ASSETS</b>		
Cash and cash equivalents	79,176	66,902
Restricted cash and cash equivalents	161,086	131,404
Trade and other receivables	92,775	67,822
Inventory	4,056	4,986
Finance leases	652,717	549,755
Operating leases reported as property, plant and equipment	675,896	613,069
Property, plant and equipment	5,495	2,723
Receivables - advances to related parties	43,302	7,111
Right-of-use assets	4,457	1,967
Intangibles	364,146	362,494
Derivative financial instruments	-	251
<b>Total assets</b>	<b>2,083,106</b>	<b>1,808,484</b>
<b>LIABILITIES</b>		
Trade and other liabilities	66,023	72,425
Provisions	7,757	7,526
Borrowings	1,338,040	1,170,319
Derivative financial instruments	3,470	-
Lease liabilities	8,314	3,747
Payable - advances from related parties	23,274	26,772
Deferred tax liabilities	82,943	55,022
<b>Total liabilities</b>	<b>1,529,821</b>	<b>1,335,811</b>
<b>Net assets</b>	<b>553,285</b>	<b>472,673</b>
<b>EQUITY</b>		
Contributed equity	389,825	444,679
Reserves	149,998	156,258
Retained earnings	13,462	(128,264)
<b>Total equity</b>	<b>553,285</b>	<b>472,673</b>

## 6.6 Reconciliation of cash flow from operating activities

	Consolidated	
	2025 \$'000	2024 \$'000
Profit after tax for the year	75,335	77,877
Depreciation and amortisation	223,353	206,695
Amortisation of capitalised borrowing costs	2,060	1,790
Credit impairment provision expense	4,951	3,477
Impairment expenses	1,929	267
Share based payments expense	3,798	3,322
Fleet and stock impairment expense/(release)	710	(655)
Hedging loss	973	3,494
Exchange rate variations on New Zealand cash and cash equivalents	3,409	896
Net cash inflow from operating activities before changes in assets and liabilities	316,518	297,163
Change in operating assets and liabilities:		
Increase in trade and other receivables	(23,429)	(589)
Increase in operating leases and finance leases	(353,922)	(444,083)
Settlement of Inventory	(28,624)	(45,162)
Increase in deferred tax liabilities	28,755	18,485
Increase/(Decrease) in trade and other liabilities	(13,547)	4,064
Increase in current provisions	293	660
Increase in other current liabilities	1,463	1,593
<b>Net cash outflow from operating activities</b>	<b>(72,493)</b>	<b>(167,869)</b>

## 6.7 Contingent liability

On 8 November 2023, the Group received a statement of claim for a shareholder class action filed in the Supreme Court of Victoria. The claim was expressed to be made on behalf of shareholders who acquired an interest in shares in the Group, then named Eclix Group Limited, during the period 8 November 2017 to 20 March 2019 inclusive. The claim alleges during this period, the Group made statements regarding its financial performance in the 2017 and 2018 financial years, and provided guidance to its future earnings for the 2018 and 2019 financial years, and subsequently withdrew, revised or restated this information, and that this involved misleading representations and non-compliance with continuous disclosure obligations. The Group is defending the claim. The financial effects of the claim cannot be estimated as at the date of this financial report.

## 6.8 Events occurring after the reporting period

On 14 November 2025, the Directors declared an unfranked dividend of 13.6 cents per ordinary share payable on 16 January 2026; the dividend will replace the share buy-back program.

Except for the matter disclosed above, there were no other matters or circumstances that occurred since the end of the reporting period that may materially affect the Group's operations, the results of those operations or the Group's state of affairs in future financial years.

# Consolidated Entity Disclosure Statements

As at 30 September 2025

Entity name	Entity type	Place of Incorporation	FPR ownership interest	Country of Tax Residency	
				Australian or foreign	Foreign Jurisdiction
FleetPartners Group Limited (Parent Entity)	Body corporate	Australia	-	Australia	N/A
Fleet Aust Subco Pty Limited	Body corporate	Australia	100%	Australia	N/A
Pacific Leasing Solutions (Australia) Pty Limited	Body corporate	Australia	100%	Australia	N/A
Leasing Finance (Australia) Pty Limited	Body corporate	Australia	100%	Australia	N/A
PLS Notes (Australia) Pty Limited	Body corporate	Australia	100%	Australia	N/A
Fleet Holding (Australia) Pty Limited	Body corporate	Australia	100%	Australia	N/A
Fleet Partners Pty Limited	Body corporate	Australia	100%	Australia	N/A
FleetPlus Holdings Pty Limited	Body corporate	Australia	100%	Australia	N/A
FleetPlus Pty Limited	Body corporate	Australia	100%	Australia	N/A
FleetPlus Novated Pty Limited	Body corporate	Australia	100%	Australia	N/A
PackagePlus Australia Pty Limited	Body corporate	Australia	100%	Australia	N/A
Equipment Finance Holdings Pty Ltd	Body corporate	Australia	100%	Australia	N/A
Fleet Partners Franchising Pty Limited	Body corporate	Australia	100%	Australia	N/A
Eclix Insurance Pty Ltd	Body corporate	Australia	100%	Australia	N/A
CarInsurance.com.au Pty Ltd	Body corporate	Australia	100%	Australia	N/A
Car Insurance Pty Ltd	Body corporate	Australia	100%	Australia	N/A
Fleet Choice Pty Ltd	Body corporate	Australia	100%	Australia	N/A
Accident Services Pty Ltd	Body corporate	Australia	100%	Australia	N/A
Leasing Finance Services Pty Ltd	Body corporate	Australia	100%	Australia	N/A
FP Turbo EV Warehouse Trust 2021-1	Trust	Australia	100%	Australia	N/A
FP Turbo Warehouse Trust 2021-1	Trust	Australia	100%	Australia	N/A
FP Turbo Series 2023-1 Trust	Trust	Australia	100%	Australia	N/A
FP Turbo Series 2024-1 Trust	Trust	Australia	100%	Australia	N/A
FP Turbo Series 2025-1 Trust	Trust	Australia	100%	Australia	N/A
Fleet NZ Limited	Body corporate	New Zealand	100%	Foreign	New Zealand
FleetPartners NZ Limited	Body corporate	New Zealand	100%	Foreign	New Zealand
FleetPartners Holding (NZ) Limited	Body corporate	New Zealand	100%	Foreign	New Zealand
Pacific Leasing Solutions (NZ) Limited	Body corporate	New Zealand	100%	Foreign	New Zealand
Leasing Finance (NZ) Limited	Body corporate	New Zealand	100%	Foreign	New Zealand
PLS Notes (NZ) Limited	Body corporate	New Zealand	100%	Foreign	New Zealand
FleetPlus Limited	Body corporate	New Zealand	100%	Foreign	New Zealand
Fleetpartners NZ Trustee Limited	Body corporate	New Zealand	100%	Foreign	New Zealand
Truck Leasing Limited	Body corporate	New Zealand	100%	Foreign	New Zealand
FP Ignition Trust 2011-1 New Zealand	Trust	New Zealand	100%	Foreign	New Zealand

## Basis of Preparation

This Consolidated Entity Disclosure Statement (CEDS) has been prepared in accordance with the *Corporations Act 2001*. It includes certain information for each entity that was part of the consolidated entity at the end of the financial year. None of the entities included above was a trustee of a trust within the consolidated group.

## Determination of Tax Residency

Section 295 (3A) of the *Corporations Act 2001* defines tax residency as having the meaning in the *Income Tax Assessment Act 1997*. The determination of tax residency involves judgement as there are currently several different interpretations that could be adopted, and which could give rise to a different conclusion on residency.

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

### (a) Australian tax residency

The consolidated entity has applied current legislation and judicial precedent, including having regard to the Tax Commissioner's public guidance in Tax Ruling TR 2018/5.

### (b) Foreign tax residency

Where necessary, the consolidated entity has used independent tax advisers in foreign jurisdictions to assist in determining tax residency and ensure compliance with applicable foreign tax legislation.

### (c) Trusts

Australian tax law does not contain specific residency tests for trusts. However, tax residency is determined based on Section 295 (3B) (c) of the *Corporations Act 2001*.

# Directors' Declaration

For the year ended 30 September 2025

In the opinion of the Directors of FleetPartners Group Limited (Group):

- (a) The consolidated financial statements and notes of the Group that are set out on pages 57 to 105 are in accordance with the *Corporations Act 2001*, including:
  - (i) Giving a true and fair view of the Group's financial position as at 30 September 2025 and of its performance for the financial year ended on that date; and
  - (ii) Complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the *Corporations Regulations 2001*;
- (b) The Consolidated Entity Disclosure Statement as at 30 September 2025 set out on page 106 is true and correct.
- (c) There are reasonable grounds to believe that the Group will be able to pay its debts as and when they become due and payable.
- (d) There are reasonable grounds to believe that the Group and the Group entities identified in Note 6.5 will be able to meet any obligations or liabilities to which they are or may become subject to by virtue of the Deed of Cross Guarantee between the Company and those Group entities pursuant to ASIC Corporations (Wholly owned Companies) Instrument 2016/785.
- (e) 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 financial year ended 30 September 2025.
- (f) The Directors draw attention to Note 1 of the consolidated financial statements which includes a statement of compliance with International Financial Reporting Standards.

Signed in accordance with a resolution of the Directors:



**Gail Pemberton**  
Chairperson

Sydney  
14 November 2025

# Independent Auditor's Report



## Independent Auditor's Report

To the shareholders of FleetPartners Group Limited

### Report on the audit of the Financial Report

#### Opinion

We have audited the **Financial Report** of Fleet Partners Group 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 30 September 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 30 September 2025
- Consolidated statement of profit or loss and other comprehensive income, Consolidated statement of changes in equity, and Consolidated statement of cash flows for the year then ended
- Consolidated entity disclosure statement and accompanying basis of preparation as at 30 September 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.

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## Key Audit Matters

The **Key Audit Matters** we identified are:

- Valuation of goodwill
- Setting of vehicle residual values
- Revenue recognition in relation to maintenance income

**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.

These matters were 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 these matters.

### Valuation of goodwill (\$434.5m)

Refer to Note 3.7 to the Financial Report

#### The key audit matter

A key audit matter was the Group's annual testing of goodwill for impairment, given the size of the balance (being 15.9% of total assets) and the estimation uncertainty relating to the level of new business writings and how they translate into cashflows. Key judgements included significant forward-looking assumptions the Group applied in their value in use models and include:

- forecast cash flows and associated growth rates – the Group has experienced some interruptions to business operations due to Project Accelerate as well as the continued weakness in New Zealand economic conditions. These circumstances represented an increased level of management judgement associated with forecasting the future pipeline of orders in each market which increases the estimation uncertainty in the impairment assessment; and
- discount rates, which are complex in nature and may vary according to the conditions and the environment the specific CGUs are subject to from time to time.

We involved valuation specialists to supplement our senior audit team members in assessing this Key Audit Matter.

#### How the matter was addressed in our audit

Our procedures included:

- We assessed the Group's determination of CGUs for consistency with the assumptions used in the forecast cash flows and the requirements of the accounting standards.
- We considered the appropriateness of the value in use method applied by the Group to perform the annual test of goodwill for impairment against the requirements of the accounting standards.
- We assessed the integrity of the value in use models used, including the accuracy of the underlying calculation formulas.
- We met with management and those charged with governance to understand the factors that impact the level of new business writings and how they translate into cashflows.
- We compared the forecast cash flows contained in the value in use model to the Group's budget approved by the Board.
- Using our knowledge of the Group, its past performance and its industry, we challenged the Group's cash flow forecast and growth assumptions, including those relating to the ability to write new business going forward and the impact that second hand car prices has on end-of-lease income by performing sensitivity analysis and comparing forecast earnings multiples to those of a group of comparative companies.

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	<ul style="list-style-type: none"> <li>We assessed the accuracy of previous Group forecasts to inform our evaluation of forecasts incorporated in the model by comparing actual performance with forecasts.</li> <li>We considered the sensitivity of the model to variances in key assumptions, such as forecast growth rates and discount rates within a reasonably possible range. We considered the interdependencies of key assumptions when performing the sensitivity analysis and what the Group consider to be reasonably possible. We did this to identify the assumptions that had the largest impact on the models and to focus our procedures on those assumptions we consider to have a higher risk of bias or uncertainty in application.</li> <li>Working with our valuation specialists we challenged the Group's growth assumptions. We compared forecast growth rates and terminal growth rates to authoritative published studies of market trends and expectations and considered differences for the Group's operations.</li> <li>Working with our valuation specialists we independently developed a discount rate range using publicly available market data for comparable entities, adjusted by risk factors specific to the Group and the industry it operates in and compared this to the actual discount rates used by the Group.</li> <li>We assessed the disclosures in the financial report using our understanding of the Group obtained from our testing against the requirements of the relevant accounting standards.</li> </ul>
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**Setting of vehicle residual values**

<b>The key audit matter</b>	<b>How the matter was addressed in our audit</b>
Residual value setting relating to leased vehicles is a Key Audit Matter due to: <ul style="list-style-type: none"> <li>the significant audit effort required and the high degree of judgement applied by us in assessing the Group's determination of residual values;</li> </ul>	Our procedures included: <ul style="list-style-type: none"> <li>Understanding the process by which residual values are set by the Group and testing a sample of key controls over the Group's residual valuation process, such as the monthly review and approval of residual value changes by senior management.</li> </ul>



<ul style="list-style-type: none"> <li>residual value is an input into certain accounts and estimates, namely depreciation and impairment assessment of vehicles included in Operating leases reported as property, plant and equipment; and</li> <li>the timing of revenue recognition across the term of a lease may be affected by setting different residual values as it impacts the level of revenue recognised during the term of the lease compared to at the end of the lease.</li> </ul> <p>We considered the Group's judgements used in the vehicle impairment model. The key judgement in this model is the expected forecast residual value at the end of the lease term used to estimate end-of-lease cashflows, in particular how the impact of changes in second hand vehicle prices may alter expected forecast cashflows</p>	<ul style="list-style-type: none"> <li>Comparing a sample of manually approved residual value changes to the residual values recorded in the lease system.</li> <li>Assessing the Group's ability to forecast vehicle residual values by selecting a statistical sample of vehicles disposed of during the year. We compared the sale price achieved to the sales invoice, and also compared it to the recorded written down value as estimated in prior periods, enabling us to understand management's estimation accuracy.</li> <li>Comparing a sample of the current recorded residual value of vehicles against the current market value of comparable vehicles sourced from external, third party data sources such as vehicle sales platforms.</li> </ul>
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**Revenue recognition in relation to maintenance and management income (\$105.6m)**

Refer to Note 2.2 Revenue and income to the Financial Report

<b>The key audit matter</b>	<b>How the matter was addressed in our audit</b>
<p>Maintenance income, which is a component of maintenance and management income presented in the financial report, includes a high level of estimation uncertainty and accounting complexity. This area is a Key Audit Matter due to increased audit effort arising from the percentage of completion accounting method which inherently requires judgement by the Group to determine the cost profile of lifetime maintenance services, along with potential re-estimations of total lifecycle maintenance.</p> <p>In particular, we focused on the:</p> <ul style="list-style-type: none"> <li>Estimation uncertainty in forecasting the timing and cost of lifetime maintenance services.</li> <li>Judgement applied by the Group in relation to the key assumptions in the percentage of completion model including:                             <ul style="list-style-type: none"> <li>Proxy vehicle types used for assessing maintenance cost profiles for vehicle categories</li> </ul> </li> </ul>	<p>Our procedures included:</p> <ul style="list-style-type: none"> <li>Assessing the Group's revenue recognition policy against relevant accounting standards.</li> <li>Assessing the integrity of the percentage of completion model, including checking the mathematical accuracy of the underlying formulas.</li> <li>Recalculating the application of the percentage of completion output from the model to the expected lease lifetime maintenance income and checked the amount apportioned to the current year.</li> <li>For a sample of maintenance lease assets, checking the average age and usage assumptions in the model for consistency with the actual servicing and maintenance cost profile, which is based on internal lease portfolio statistics of the vehicle type.</li> <li>Challenging the Group's key assumptions by evaluating the vehicle categories and proxy vehicle types used in the model against the</li> </ul>

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<ul style="list-style-type: none"> <li>- Expected lifetime maintenance cost estimates for proxy vehicle types, which are influenced by the age and usage of the vehicle. This is a critical input to the percentage of completion model to apportion expected lifetime maintenance income to vehicles based on the provision of maintenance services.</li> </ul>	<p>composition of the Group's fleet, and comparing the average cost of lifetime maintenance activities expected to be performed based on the age and usage of the vehicle to publicly available vehicle servicing costs.</p> <ul style="list-style-type: none"> <li>• Assessing the disclosures in the financial report against the requirements of the accounting standards.</li> </ul>
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**Other Information**

Other Information is financial and non-financial information in FleetPartners Group 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.

The Other Information we obtained prior to the date of this Auditor's Report was the Directors' Report, and the Remuneration Report. The Chair and Chief Executive Officer Letter; Letter from Chair of People, Culture, Remuneration and Nomination Committee; Company Directory; Shareholder Information and the Sustainability Report. are expected to be made available to us after the date of the Auditor's Report.

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

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.

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## 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://auasb.gov.au/media/bwvjcgre/ar1\\_2024.pdf](https://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 FleetPartners Group Limited for the year ended 30 September 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 16 to 31 of the Directors' report for the year ended 30 September 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

Luke Sullivan  
Partner

Melbourne  
14 November 2025

# Shareholder Information

As at 17 November 2025

Additional information required by the ASX and not disclosed elsewhere in this report is set out below.

## Distribution of holders of quoted securities

### Fully paid ordinary shares

Range of holdings	Number of shareholders	% of shareholders	Ordinary shares held	% of ordinary shares
1 - 1000	2,378	68.93%	354,269	0.16%
1,001 - 5,000	587	17.01%	1,521,953	0.70%
5,001 - 10,000	221	6.41%	1,707,839	0.79%
10,001 - 100,000	231	6.70%	6,829,307	3.16%
100,001 and over	33	0.96%	205,553,411	95.18%
		<b>100%</b>	<b>215,966,779</b>	<b>100.00</b>

## Distribution of holders of unquoted securities

### LTI Rights

Range of holdings	Number of right holders	% of right holders	Rights held	% of rights
1 - 1000	0	0	0	0
1,001 - 5,000	0	0	0	0
5,001 - 10,000	0	0	0	0
10,001 - 100,000	2	16.67%	118,827	3.62%
100,001 and over	10	83.33%	3,159,185	96.38%
	<b>12</b>	<b>100%</b>	<b>3,278,012</b>	<b>100%</b>

## Substantial Shareholder Notices (as disclosed to the ASX)

Shareholder Name	Ordinary Shares Held	% of issued shares	Date of Notice
Mitsubishi Motors Corporation et al	43,213,992	19.9%	17 September 2025
Australian Retirement Trust Pty Ltd ATF Australian Retirement Trust	17,399,756	7.475%	28 February 2025
Perpetual Limited and its related bodies corporate	13,126,045	6.073%	10 October 2025

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# Shareholder Information continued

## Twenty largest shareholders

	Name	No. of shares	%
1	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	103,981,470	48.15
2	CITICORP NOMINEES PTY LIMITED	37,406,260	17.32
3	J P MORGAN NOMINEES AUSTRALIA PTY LIMITED	36,209,836	16.77
4	ARGO INVESTMENTS LIMITED	7,031,159	3.26
5	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED - A/C 2	5,886,570	2.73
6	BNP PARIBAS NOMS PTY LTD	3,336,793	1.55
7	PACIFIC CUSTODIANS PTY LIMITED	2,148,274	0.99
8	BNP PARIBAS NOMINEES PTY LTD	1,655,473	0.77
9	UBS NOMINEES PTY LTD	1,276,033	0.59
10	PACIFIC CUSTODIANS PTY LIMITED	859,347	0.40
11	BUONCOMPAGNI INVESTMENTS PTY LTD	607,971	0.28
12	BUONCOMPAGNI INVESTMENTS PTY LTD	508,298	0.24
13	GN TERRIGAL PTY LIMITED	507,000	0.23
14	GMBP PTY LTD	412,302	0.19
15	MR NICHOLAS ANDREW JOHNSON & MRS JANE ELIZABETH JOHNSON	350,000	0.16
16	REDBROOK NOMINEES PTY LTD	350,000	0.16
17	HOLSMERE PTY LTD	294,347	0.14
18	D & D GIANG HOLDINGS PTY LTD	287,877	0.13
19	NEWECONOMY COM AU NOMINEES PTY LIMITED	276,324	0.13
20	SANDHURST TRUSTEES LTD	221,574	0.10
	<b>Total</b>	<b>203,606,908</b>	<b>94.28</b>
	<b>Balance of register</b>	<b>12,359,871</b>	<b>5.72</b>
	<b>Grand total</b>	<b>215,966,779</b>	<b>100.00</b>

## Unmarketable parcel of shares

The number of shareholders holding less than a marketable parcel of ordinary shares is 1,766. 167 shares comprise a marketable parcel based on FleetPartners Group Limited's closing share price of \$3.01 on 17 November 2025.

## Escrow Arrangements

No securities remain subject to escrow arrangements.

## On market buy-back

There is not a current on-market buy-back.

## Share purchases

During FY2025, FleetPartners Group Limited purchased 663,038 ordinary shares for the purposes of its Employee Share Scheme, at an average price per ordinary share of \$3.02.

## Voting rights

### Ordinary shares

The voting rights attached to ordinary shares are that on a show of hands, every member present, in person or proxy, has one vote and upon a poll, each share shall have one vote.

### Options and Rights

Option and rights holders do not have any voting rights.

# Corporate Directory

## FleetPartners Group Limited

ACN 131 557 901

FleetPartners Group Limited is listed on the Australian Securities Exchange under the ASX code of FPR.

### Directors

Gail Pemberton - Chair

Damien Berrell - Managing Director, CEO

Russell Shields

Fiona Trafford-Walker

Cathy Yuncken

Mark Blackburn

Rob McDonald

### Company Secretaries

Alexandra Payne

Lauren Osbich

### Registered Office and Principal Place of Business

Level 20, 101 Miller St, North Sydney  
New South Wales 2060

T 1300 666 001

### Share Registry

MUFG Pension and Market Services  
Level 41/161 Castlereagh St, Sydney NSW 2000

T +61 2 8280 7100 F +61 2 9287 0303

### Auditor

KPMG

Tower 3, International Towers, Sydney  
300 Barangaroo Avenue Sydney, NSW 2000 Australia

T +61 2 9335 7000 F +61 2 9335 7001

### Corporate Governance Statement

For a copy of the FleetPartners Group Limited Corporate Governance Statement, visit:

[investors.fleetpartners.com.au/Investor-Centre](https://investors.fleetpartners.com.au/Investor-Centre)

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